

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

25 COMMERCE PARK METROPOLITAN DISTRICT

Held: Monday, January 22, 2024, at 3:30 P.M. *via* teleconference

ATTENDANCE

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Dave Klebba
Matt Bruns

Also present were: Jennifer Gruber Tanaka, Esq., and Jon L. Wagner, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; and Kerry Lynn Joannides, Rockefeller Group Developer, LLC.

ADMINISTRATIVE MATTERS

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Mr. Wagner noted that a quorum of the Board was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Mr. Wagner advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Wagner reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Wagner noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Mr. Wagner presented the Board with the agenda for the meeting. Upon a motion duly made by Director Klebba and seconded by

Director Bruns, the Board unanimously approved the agenda as presented.

PUBLIC COMMENT None.

DIRECTOR MATTERS

Appointment of Director Upon a motion duly made by Director Klebba and seconded by Director Bruns, the Board unanimously approved the appointing of the following director:

Kerry Lynn Joannides

Election of Officers Upon a motion duly made by Director Klebba and seconded by Director Bruns, the Board unanimously approved the appointing of the following officer:

Assistant Secretary, Kerry Lynn Joannides

CONSENT AGENDA The Board was presented with the consent agenda items. Upon a motion duly made by Director Klebba and seconded by Director Bruns, the Board unanimously took the following actions:

- a. Approval of Organizational Meeting Minutes from December 12, 2023;
- b. Ratification of Independent Contractor Agreement with Independent District Engineering Services for Cost Certification Services

Ratification of Deferred Reimbursement Agreement with the District, Confluent Development, LLC and RG Commerce Park, LLC

FINANCIAL MATTERS None.

Other Financial Matters None.

LEGAL MATTERS None.

OTHER BUSINESS

Next Agenda

The Board engaged in general discussion regarding scheduling a regular meeting. The Board determined to schedule the meeting for Thursday, October 17, 2024, at 2:00 p.m.

ADJOURNMENT

There being no further business to come before the Board, upon motion, second and unanimous vote, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Matthew Bruns

Matthew Bruns (Jul 15, 2024 13:09 MDT)

Secretary for the District