

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

25 COMMERCE PARK METROPOLITAN DISTRICT

Held: Monday, September 16, 2024, at 2:00 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
Kerry Joannides

Also present were: Zachary P. White, Esq., and Jon L. Wagner, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; and Jeffrey Eilers and Andrew Gaittens, Independent District Engineering Services.

ADMINISTRATIVE MATTERS

Call to Order

The meeting was called to order at 2:01 p.m.

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 Joannides, the Board unanimously approved the agenda as presented.

PUBLIC COMMENT None; No members of the public present, in person or via teleconference.

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

- a. Approval of Special Meeting Minutes from June 24, 2024;
- b. Ratification of Amended and Restated Intergovernmental Agreement with the City of Thornton;
- c. Ratification for Engagement Letter with MuniCap, Inc. for Financial Advisor Services; and
- d. Ratification of Amendment of Easements with the City of Thornton.

LEGAL MATTERS

Adoption of Resolution No. 2024-09-01: Acceptance of District Eligible Costs (Cost Certification Report #1) Authorizing Reimbursement to RG Commerce Park, LLC in the Approximate Amount of \$2,768,400.18 (as such amount may be amended by the Board) Mr. Wagner reviewed the proposed Resolution with the Board. Following review and discussion, upon a motion duly made by Director Klebba, seconded by Director Burns and, upon vote, unanimously carried, the Board approved the Adoption of Resolution No. 2024-09-01: Acceptance of District Eligible Costs (Cost Certification Report #1) Authorizing Reimbursement to RG Commerce Park, LLC in the Approximate Amount of \$2,768,400.18.

Approval of Requisition No. 1 Mr. Wagner reviewed the proposed Requisition with the Board. Following review and discussion, upon a motion duly made by Director Klebba, seconded by Director Burns and, upon vote, unanimously carried, the Board approved Requisition No. 1.

Acceptance of Developer Advances Under Funding and Reimbursement Agreement (Operations and Maintenance) with RG Commerce Park, LLC in the Approximate Amount of Mr. Wagner reviewed the proposed acceptance with the Board. Following review and discussion, upon a motion duly made by Director Klebba, seconded by Director Joannides and, upon vote, unanimously carried, the Board accepted the Developer Advances Under the Funding and Reimbursement Agreement (Operations and Maintenance) with RG Commerce Park, LLC in the approximate amount of \$17,100.76.

\$17,100.76 (as such amount
may be amended by Board)

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 (Oct 21, 2024 08:52 MDT)

Secretary for the District