

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
BROMLEY PARK METROPOLITAN DISTRICT NO. 2
(THE “**DISTRICT**”)
HELD
JULY 24, 2023

A regular meeting of the Board of Directors of the Bromley Park Metropolitan District No. 2 (referred to hereafter as the “**Board**”) was convened on Monday, July 24, 2023, at 11:00 a.m. The District Board meeting was held and properly noticed to be held via Microsoft Teams and at 5043 E. Bridge Street, Brighton, CO 80601. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Joel Farkas
Joshua C. Rollins
Matthew L. Mooney

Absent and excused were Directors Hamilton and Tucker.

Also, In Attendance Were:

MaryAnn McGeady, Esq. (for a portion of the meeting) and Timothy O’Connor, Esq.; McGeady Becher P.C.
Lisa Johnson and Shauna D’Amato (in person); CliftonLarsonAllen LLP – Management
Paul Wilson and Anthony Galioto; CliftonLarsonAllen LLP – Accounting
Michael Lund and Blaine Hawkins; Piper Sandler & Co.
Steph Chichester; North Slope Capital Advisors
Tiffany Leichman; Sherman & Howard L.L.C.

ADMINISTRATIVE MATTERS

Call to Order / Disclosure of Potential Conflicts of Interest: Ms. Johnson called the meeting to order at 11:07 a.m.

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney McGeady that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

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Quorum / Meeting Location / Posting of Notice / Agenda: Ms. Johnson confirmed the presence of a quorum.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Hamilton, seconded by Director Farkas and, upon vote, unanimously carried, it was determined to conduct the meeting at the above-stated date, time and location, which is within 20 miles of the District. It was further noted that notice of the time, date and location of the meeting was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries had been received.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, and upon a motion duly made by Director Farkas, seconded by Director Rollins and, upon vote, unanimously carried, the Board approved the Agenda and excused the absence of Directors Hamilton and Tucker.

Public Comment: There was no public comment.

CONSENT AGENDA

The Board considered the following items under the Consent Agenda:

- Approve minutes from the June 5, 2023 Special Meeting and the June 12, 2023 Continued Special Meeting.
- Ratify approval of Engagement Letter with Piper Sandler & Co. for underwriting services.
- Ratify approval of Engagement Letter with Sherman & Howard L.L.C. as bond counsel.
- Ratify approval of Engagement Letter with North Slope Capital Advisors for financial advisor services.
- Ratify approval of Engagement Letter with CliftonLarsonAllen LLP to provide a financial forecast.

Upon a motion duly made by Director Farkas, seconded by Director Rollins and, upon vote, unanimously carried, the Board approved and ratified, as appropriate, the Consent Agenda items.

FINANCIAL MATTERS

Refunding and New Money Issuance: This matter was discussed under Legal Matters.

Public Hearing on Further Amendment to 2022 Budget: Director Farkas opened the public hearing to consider an amendment to the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider further amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District.

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No written objections were received prior to the public hearing.

No public was in attendance for comment, and the public hearing was closed.

No further amendment was needed for the 2022 Budget.

Public Hearing on the 2023 Budget Amendment: Director Farkas opened the public hearing to consider an amendment to the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public was in attendance for comment, and the public hearing was closed.

Mr. Galioto presented the proposed amendment to the 2023 Budget to the Board, recommending amending the Capital Projects Fund to \$5,069,628, and the Debt Service Fund to \$33,480,867. Following review and discussion, upon a motion duly made by Director Farkas, seconded by Director Mooney and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-07-01, to Amend the 2023 Budget.

OPERATIONS AND MAINTENANCE MATTERS

Brighton East Farms HOA Correspondence Related to Property Ownership and Maintenance Responsibilities: No update was provided. Director Farkas requested email updates as they become available. Ms. Johnson confirmed that the District could hold a Special Meeting to discuss further once updates have been received.

CAPITAL PROJECTS MATTERS

None.

LEGAL MATTERS

Facilities Funding and Reimbursement Agreement between the District and Kings Co, LLC: Attorney O'Connor, Ms. Leichman, and Director Farkas presented the Facilities Funding and Reimbursement Agreement to the Board. Following review and discussion, upon a motion duly made by Director Farkas, seconded by Director Mooney and, upon vote, unanimously carried, the Board approved the Facilities Funding and Reimbursement Agreement between the District and Kings Co, LLC.

Resolution authorizing the issuance of its General Obligation Limited Tax Refunding Bonds in the maximum principal amount of \$33,500,000 for the purpose of refunding a portion of its existing general obligation indebtedness, including but not limited to the District's outstanding Series 2018B First Subordinate Bonds, its Series 2018C Second Subordinate Bonds,

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its Series 2018D Third Subordinate Bonds, and that certain Facilities Funding and Reimbursement Agreement between the District and Kings Co, LLC: Ms. Leichman presented the Resolution to the Board. The Board designated Directors Farkas and Hamilton as District Representatives and Director Rollins as an alternate in the event that Directors Farkas and Hamilton are unable to act. Following discussion, upon a motion duly made by Director Farkas, seconded by Director Rollins and, upon vote, unanimously carried, the Board adopted Resolution authorizing the issuance of its General Obligation Limited Tax Refunding Bonds in the maximum principal amount of \$33,500,000 for the purpose of refunding a portion of its existing general obligation indebtedness, including but not limited to the District's outstanding Series 2018B First Subordinate Bonds, its Series 2018C Second Subordinate Bonds, its Series 2018D Third Subordinate Bonds, and that certain Facilities Funding and Reimbursement Agreement between the District and the Kings Co, LLC.

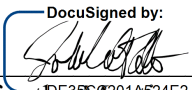
OTHER BUSINESS

Quorum for Next Regular Meeting on November 27, 2023: The Board confirmed a quorum for the November 27, 2023 Board meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, the Board adjourned the meeting at 11:33 a.m.

Respectfully submitted,

By 
Secretary for the Meeting

Certificate Of Completion

Envelope Id: A65F192785A346369AF55A40D86336F9	Status: Completed
Subject: Complete with DocuSign: Bromley Park MD 2 - MINUTES - 7-24-2023 Regular Mtg (final).pdf	
Client Name: Bromley Park MD 2	
Client Number: A520186	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Cindy.Jenkins@claconnect.com
	IP Address: 73.229.160.48

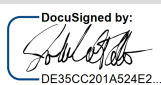
Record Tracking

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
12/12/2023 6:46:58 PM	Cindy.Jenkins@claconnect.com	

Signer Events

Joshua Rollins
 Jroll09@duck.com
 Security Level: Email, Account Authentication (None)

Signature



Signature Adoption: Drawn on Device
 Using IP Address: 71.218.163.31
 Signed using mobile

Timestamp

Sent: 12/12/2023 6:51:36 PM
 Viewed: 12/16/2023 6:33:03 AM
 Signed: 12/16/2023 6:33:28 AM

Electronic Record and Signature Disclosure:
 Accepted: 12/16/2023 6:33:03 AM
 ID: 037445b6-e93c-4114-9a66-ae637c4ffbde

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	12/12/2023 6:51:36 PM
Certified Delivered	Security Checked	12/16/2023 6:33:03 AM
Signing Complete	Security Checked	12/16/2023 6:33:28 AM
Completed	Security Checked	12/16/2023 6:33:28 AM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

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