

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
BROADWAY PARK NORTH METROPOLITAN DISTRICT NO. 2
(THE "DISTRICT")
HELD
MARCH 17, 2022

A special meeting of the Board of Directors of the District (hereinafter the "Board") was duly held on Thursday, March 17, 2022, at 2:00 p.m. via conference call. The meeting was open to the public via conference call.

ATTENDANCE

Directors In Attendance Were:

Daniel M. Cohen, President
Chris Waggett, Secretary
Donna Chan, Treasurer

Also In Attendance Were:

Paula Williams and Jennifer Henry; McGeady Becher P.C.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney Williams noted that a quorum was present and requested members of the Board 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 the statute. Attorney Williams noted that all Directors' Disclosure Statements had been filed by the statutory deadline.

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the Agenda for the meeting and following discussion, upon a motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board approved the Agenda, as amended, and excused the absences of Directors Warren Cohen and Jim Frank.

Meeting Location: The Board entered into discussions regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, upon motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board determined that because there is not a suitable or convenient location within its boundaries, it was determined to conduct the meeting via conference call. Director D. Cohen confirmed that notice of the meeting and the conference call access information was posted as required by statute and the Board had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxpaying electors within the boundaries of the District.

Public Comment: There was no public comment.

February 9, 2022 Special Meeting Minutes: Following discussion, upon a motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board approved the February 9, 2022 Special Meeting Minutes.

Report on May 3, 2022 Regular Election: It was noted that the May 3, 2022 Regular Directors' Election was cancelled as allowed by statute, as there were not more nominations received than seats available.

FINANCIAL MATTERS

Master Service Agreement and Statement of Work for Accounting Services: The Board reviewed the proposed Master Service Agreement and Statement of Work for Accounting Services between the District and CLA (collectively, the "MSA") with the Board. Following discussion, upon motion duly made by Director Chan, seconded by Director D. Cohen, and upon vote unanimously carried, the Board approved the MSA.

Engineer's Report of Cost Verification #10 prepared by Martin/Martin, Inc. ("Martin/Martin"): Following discussion, upon motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board accepted Engineer's Report of Cost Verification #10 dated March 16, 2022, prepared by Martin/Martin ("Cost Verification #10") in the amount of \$705,314.36 and authorized reimbursement pursuant to the respective Facilities Fundings and Acquisition Agreements.

Engineer's Report of Cost Verification #11 prepared by Martin/Martin, Inc.: Director D. Cohen noted that Martin/Martin has not yet completed this report. No action was taken by the Board.

Requisition of funds pursuant to the 2020 Bonds and authorize necessary actions in conjunction therewith: The Board discussed the Requisition(s) of funds for the reimbursement as authorized above under Cost Verification #10, pursuant to the 2020 Bonds. Following discussion, upon a motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board authorized and approved the Requisition(s) of funds pursuant to the 2020 Bonds and authorized necessary actions in conjunction therewith.

LEGAL MATTERS

None.


OTHER MATTERS:

There were no other matters to come before the Board.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By 

Secretary for the Meeting