

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF THE  
BROADWAY PARK NORTH METROPOLITAN DISTRICT NO. 2  
(THE “DISTRICT”)  
HELD  
SEPTEMBER 19, 2022

A special meeting of the Board of Directors of the District (hereinafter the “Board”) was duly held on Monday, September 19, 2022, at 9:00 a.m. via Zoom. The meeting was open to the public via Zoom.

### 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.  
Jason Carroll; CliftonLarsonAllen LLP (for a portion of the meeting)  
Dawn Schilling; Schilling & Company, Inc. (for a portion of the meeting)

### 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. Ms. Henry 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. Ms. Henry 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 to conduct the meeting via Zoom. Ms. Henry confirmed that notice of the meeting and the Zoom 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.

Meeting Minutes: The Board reviewed the minutes from the March 17, 2022 and June 16, 2022 Special Meetings. Following discussion, upon motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board approved the March 17, 2022 and June 16, 2022 Special Meetings Minutes.

## FINANCIAL MATTERS

2021 Budget Amendment Hearing: The President opened the public hearing to consider amending the 2021 Budget.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2021 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 this public hearing. There were no comments from the public in attendance and the public hearing was closed.

Mr. Carroll and Ms. Schilling discussed the proposed 2021 budget amendment with the Board. Following discussion, upon motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board adopted Resolution No. 2022-09-01 Amending the 2021 Budget.

2021 Audit: Ms. Schilling presented the 2021 Audit to the Board. Following discussion, upon motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board approved the 2021 Audit, subject to final review, and authorized execution of the Representations Letter.

Engineer's Report and Verification of Costs No. 2 Associated with PPF AMLI Broadway Park, LLC Horizontal Work dated December 3, 2021 ("PPF AMLI Report"), prepared by Schedio Group, LLC ("Schedio"): Following review, upon a motion duly made by Director D. Cohen, seconded by Director Chan, and upon vote unanimously carried, the Board accepted the PPF AMLI Report prepared by Schedio, in the amount of \$28,617.75 and authorized reimbursement under the Facilities Funding and Acquisition Agreement with PPF AMLI Broadway Park, LLC, in the amount of final verified costs by Schedio.

Engineer's Report of Cost Verification #12 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 #12 dated August 31, 2022, prepared by Martin/Martin in the amount of \$46,395.35 and authorized reimbursement under the Facilities Funding and Acquisition Agreement with PDG Denver Design LLC, TI-Grand Crossing, L.L.C. and TGI-Denver Design District, L.L.C., in the amount of final verified costs by Martin/Martin.

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 the PPM AMLI Report prepared by

Schedio and Cost Verification #12 prepared by Martin/Martin, together with interest through the date of payment, 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.

Regional Mill Levy Revenues: The Board discussed commencing discussions with the City and County of Denver regarding the retention of revenues generated from the Regional Mill Levy.

LEGAL MATTERS

None.

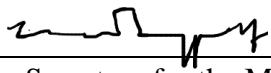
OTHER MATTERS:

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