

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
DENVER GATEWAY MEADOWS METROPOLITAN DISTRICT
HELD
MARCH 19, 2024

A regular meeting of the Board of Directors of the Denver Gateway Meadows Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, March 19, 2024, at 10:00 a.m. The District Board meeting was held via Conference Call. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Megan Waldschmidt, President
Jason Pock, Secretary

Following discussion, upon motion made by Director Pock, seconded by Director Waldschmidt and, upon vote, unanimously carried, the absence of Director Swisher was excused.

Also, In Attendance Were:

AJ Beckman; Public Alliance LLC
Jennifer Gruber Tanaka, Esq., Audrey Johnson, Esq., and Jacob Elsner, Esq;
White Bear Ankele Tanaka & Waldron
Nancy Bach and Matt Urkoski; CliftonLarsonAllen LLP (“CLA”)
Paige Langley; Westside Investment Partners, Inc. and Board Candidate

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 10:05 a.m.

Quorum and Director Qualifications: Attorney Tanaka noted that a quorum was present, and the Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Disclosure of Potential or Existing Conflicts of Interest: Attorney Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Tanaka 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. Attorney Tanaka 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.

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Agenda: Mr. Beckman presented the Board with the agenda for the meeting.

Following discussion, upon motion duly made by Director Pock, seconded by Director Waldschmidt, and upon vote, unanimously carried, the Board approved the agenda as amended.

Public Comment: There were no public comments.

Vacancy on the Board: The Board considered appointment of qualified individual Paige Langley to the Board of Directors to fill a current vacancy (Notice was published on February 12, 2024).

Following discussion, and upon motion duly made by Director Waldschmidt, seconded by Director Pock and, upon vote, unanimously carried, the Board appointed Paige Langley to the Board of Directors and the Oath of office was administered.

Appointment of Officers: Following discussion and review, upon a motion duly made by Director Waldschmidt, seconded by Director Pock and, upon vote unanimously carried, the Board elected the following slate of officers:

President: Megan Waldschmidt
Secretary: Jason Pock
Treasurer: Paige Langley
Assistant Secretary: Jordan Swisher

CONSENT AGENDA

The Board was presented with the consent agenda items. Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Pock, and upon vote, unanimously carried, the Board took the following actions:

- a. Approved Regular Meeting Minutes from October 26, 2023 meeting.
 - b. Approved Independent Contractor Agreement with Kimley Horn for Civil Engineering and Entitlement Services.
 - c. Approved Independent Contractor Agreement with Harris Kocher Smith for Transportation Engineering Services, subject to final negotiations.
 - d. Approved Infrastructure Construction, Reimbursement and Coordination Agreement by and between the District, Gateway North LLC and Pena Stn Apartments Venture Owner, LLC.
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OTHER BUSINESS

None.

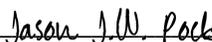
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ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Waldschmidt, seconded by Director Pock and, upon vote, unanimously carried, the meeting was adjourned at 10:11 a.m.

Respectfully submitted,

Signed by:

A handwritten signature in blue ink that reads "Jason J.W. Pock". The signature is written over a horizontal line.

Secretary for the Meeting