

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
GATEWAY AT PROSPECT METROPOLITAN DISTRICT NOS. 1-3 & 7
(THE "DISTRICT")
HELD
NOVEMBER 12, 2021

A special meeting of the Boards of Directors (referred to hereafter as the "Board") of the Gateway at Prospect Metropolitan District Nos. 1-3 & 7 (referred to hereafter as the "District") was convened on Friday, November 12, 2021, at 10:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

James ("Jim") Birdsall, President
Robert ("Tim") McKenna, Vice-President / Secretary/Treasurer
Robert ("Kevin") McKenna, Assistant Secretary
Lincoln Samelson, Assistant Secretary
Lindsey Samelson, Assistant Secretary

Also, In Attendance Were:

Robert Rogers, Esq. and Eve Velasco, Esq.; White Bear Ankele Tanaka & Waldron P.C.
Lisa Johnson and Zach Leavitt; CliftonLarsonAllen LLP ("CLA")

ADMINISTRATIVE MATTERS

Call to Order: The Board meeting was called to order at 10:00 a.m.

Declaration of Quorum: The presence of a quorum was confirmed.

Disclosure of Potential Conflicts of Interest: Ms. Velasco advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. Ms. Velasco confirmed that disclosures of conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting for those Directors with potential conflicts of interest. The Board reviewed the Agenda for the meeting, following which, Directors Birdsall, Robert T. McKenna, Robert K. McKenna, Lincoln Samelson and Lindsey Samelson each confirmed that they had no additional conflicts of interest in connection with any of the matters listed on the Agenda.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Boards

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approved the Agenda, as amended.

Public Comment: None.

2022 Annual Administration Resolution: Ms. Velasco presented the resolution to the Board. Following review, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board adopted 2022 Annual Administration Resolution, as revised to reflect that the regular meeting will be held on November 11, 2022, at 10:00 a.m., held virtually.

Establishment of District Website: Ms. Velasco reviewed the statutory requirements for a District to maintain a website. Ms. Johnson presented the CLA proposal for website construction and maintenance services. Following review, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board authorized CLA to construct and maintain the Districts' website with the 3-year options for hosting and domain.

November 13, 2020 Special Meeting Minutes: Following review, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board approved the November 13, 2020 Special Meeting Minutes, as presented.

FINANCIAL MATTERS

Payables (MD No. 7 Only): Mr. Leavitt reviewed the payables with the Board. Following review, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board of District No. 7 ratified approval of the payables.

Schedule of Cash Position (MD No. 7 Only): Mr. Leavitt reviewed the cash position with the Board. Following review, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board of District No. 7 accepted the schedule of cash position.

Public Hearing on 2021 Budget Amendments: Mr. Leavitt noted there was no need to amend the 2021 Budgets.

Public Hearing on 2022 Budgets: The public hearing to consider the proposed 2022 Budgets was opened.

It was noted that Notice stating that the Board would consider adoption of the 2022 Budgets and the date, time and place of the public hearing was published

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pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Mr. Leavitt presented the 2022 Budgets to the Board and answered questions.

Following review and discussion, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Boards adopted the Resolution to Adopt the 2022 Budgets and Appropriate Sums of Money, as discussed and revised.

District Accountant or Engagement of Outside Accountant to Prepare Applications for Exemption from Audit for 2021: Following review, upon a motion duly made by Director Birdsall seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board authorized CLA to prepare an Audit Exemption for the 2021 Audit and authorized its submittal.

Other: None.

LEGAL MATTERS

Resolution Calling an Election for May 3, 2022: Ms. Velasco reviewed the resolution with the Board. Following review, upon a motion duly made by Director Birdsall seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board adopted Resolution Calling an Election for May 3, 2022, confirming that the Call for Nominations will be emailed and mailed as well as published.

Second Amendment to Funding and Reimbursement Agreement: Mr. Rogers reviewed the agreement with the Board and presented information related to a change in the interest rate and calculation included in the agreement. Following review and discussion, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Board approved the Second Amendment to Funding and Reimbursement Agreement with the revision in the interest rate to utilize the Municipal Market Data (MMD) “AAA” General Obligation Yield Curve, 30-year constant maturity, published by Refinitiv at www.tm3.com plus 325 basis points with a quarterly interest rate calculation.

Financing Construction of Public Improvements: Director Birdsall discussed options and reported the work progress related to this agenda item.

Potential 2022 Bond Issuance and Related Matters: It was noted that this is a work in progress.

Other: None.

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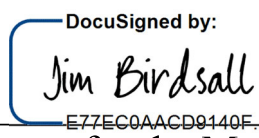
OTHER BUSINESS

Next Regular Meeting: The next regular meeting is confirmed for November 2022.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Birdsall, seconded by Director Robert T. McKenna and, upon vote, unanimously carried, the Boards adjourned the meeting at 10:42 a.m.

Respectfully submitted,

By  Secretary for the Meeting
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Certificate Of Completion

Envelope Id: 79F6EBE03F1D4EABA9DE0F8B445EB1E4	Status: Completed
Subject: Complete with DocuSign: Gateway at Prospect MDs - Various Documents from 11-11-2022	
Client Name: Gateway at Prospect MDs	
Client Number: A251706-OS11-2022	
Source Envelope:	
Document Pages: 31	Signatures: 20
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld 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
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Signer Events

Jim Birdsall
 jim@tbgroupp.us
 Manager/Member
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

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Robert (Kevin) McKenna
 RobertKMckenna@gmail.com
 Security Level: Email, Account Authentication (None)

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 ID: 12152b37-a3f2-42a5-ba6d-39d34813994a

Eve Velasco
 evelasco@wbapc.com
 Security Level: Email, Account Authentication (None)

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 Using IP Address: 38.147.238.146

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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
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Certified Delivered	Security Checked	11/28/2022 9:10:07 AM
Signing Complete	Security Checked	11/28/2022 9:10:41 AM
Completed	Security Checked	11/28/2022 9:10:41 AM
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