

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

THE BRANDS EAST METROPOLITAN DISTRICT NOS. 1-4

Held: Wednesday, April 7, 2021 at 11:45 a.m.

*Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Public Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.*

Attendance

The joint special meeting of the Boards of Directors of The Brands East Metropolitan District Nos. 1-4 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Martin Lind  
Austin Lind  
Justin Donahoo  
Garrett Scallon  
Marissa Donahoo

Also present were William P. Ankele, Jr., Esq., Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Gary Kerr and Lara Wynn, Water Valley Land Company

Call to Order/Declaration  
of Quorum

It was noted that a quorum of the Boards was present and the meeting was called to order.

Combined Meeting

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of both Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Conflict of Interest  
Disclosures

Mr. Ankele advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Ankele reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of

potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Ankele inquired into whether members of the Boards 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. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

Mr. Ankele presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Consider Approval of Minutes from the November 17, 2020 Joint Special Meeting

Mr. Ankele presented the Minutes from the November 17, 2020 Joint Special Meeting to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

Public Comment

None.

Legal Matters

Consider Adoption of Joint Resolution of the BOD Designating the Districts' 24-Hour Posting Locations

Mr. Ankele presented the Joint Resolution of the Board of Directors Designating the Districts' 24-Hour Posting Locations to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Adoption of Joint Resolution Regarding Acceptance of District Eligible Costs incurred by Eagle Crossing Windsor, LLC. in the amount of up to \$850,072.74

Mr. Ankele presented the Joint Resolution Regarding Acceptance of District Eligible Costs incurred by Eagle Crossing Windsor, LLC in the amount of up to \$850,072.74 to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Ratification of IGA Regarding Traffic Signal at Colorado Boulevard and Hospitality Drive with the City of Loveland

Mr. Ankele presented the Intergovernmental Agreement Regarding Traffic Signal at Colorado Boulevard and Hospitality Drive with the City of Loveland to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the agreement.

Consider Ratification of Traffic Signal Cost Sharing and Reimbursement Agreement with Resurrection Fellowship

Mr. Ankele presented the Traffic Signal Cost Sharing and Reimbursement Agreement with Resurrection Fellowship to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the agreement.

Financial Matters

Consider Approval of  
Payables/Financials

No Payables/Financials were presented.

Other Business

Next Meeting – July 22, 2021.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

DocuSigned by:

*Garrett Scallon*

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Secretary for the Meeting

The foregoing minutes were approved on the 22<sup>nd</sup> day of July, 2021.