

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARD
OF DIRECTORS

OF

PARKDALE METROPOLITAN DISTRICT NOS. 1-3 &
PARKDALE COMMUNITY AUTHORITY

Held: Monday, December 19, 2022 at 1:00 p.m.

This meeting was held via teleconference.

Attendance

The joint special meeting of the Board of Directors (individually a “Board” and collectively the “Boards”) of Parkdale Metropolitan District Nos. 1-3 (individually, “District No. 1”, District No. 2”, “District No. 3” and collectively, the “Districts”) and Parkdale Community Authority (the “Authority”) was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, having confirmed their qualifications to serve on the Districts & the Authority, were in attendance:

Parkdale Metropolitan District Nos. 1-3:

Christian Matt Janke
Chris Elliott
Corey Elliott

Parkdale Community Authority:

Christian Matt Janke (District No. 1 Member)
Chris Elliott (District No. 2 Member)
Corey Elliott (District No. 3 Member)

Director Matthew Cavanaugh and Director C. Regan Hauptman were absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were Kristin B. Tompkins, Esq. and Megan J. Murphy White Bear Ankele Tanaka & Waldron, Attorneys at Law; Alyssa Ferreira, CliftonLarsonAllen LLP, District and Authority Accountants; and Sarah Hunsche, E5X Management.

**Call to Order/Declaration
of Quorum**

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

Conflict of Interest Disclosures

Ms. Murphy advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy 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. Ms. Murphy 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.

Joint Meetings

The Authority and the Districts are meeting in a joint meeting. Unless otherwise noted below, and as applicable, the matters set forth below shall be deemed to be the actions of the Authority and the Districts collectively.

Approval of Agenda

Ms. Murphy 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.

Public Comment

None.

Consider Approval of Joint Minutes from November 16, 2022 Regular Meeting

Ms. Murphy presented the November 16, 2022 Minutes to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the minutes.

Legal Matters

Consider Adoption of Resolutions Designating the District’s Representative to the Parkdale Community Authority Board of Directors (District Nos. 1-3)

Ms. Murphy presented the Resolutions Designating the District’s Representative to the Parkdale Community Authority Board of Directors to the Boards of District Nos. 1-3. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-3 unanimously adopted the resolutions.

Conduct Public Hearing on Inclusion and Consider Adoption of Resolution and Order for Inclusion of Property owned by OEO, LLC (District No. 1)

The public hearing was opened on the Petition for Inclusion of Property into District No 1. Ms. Murphy noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Ms. Murphy reviewed the Petition and Resolution and Order for Inclusion

of Property with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 determined to grant the petition and adopt the resolution, subject to waiting 30 days from providing notice to the Town of Erie.

Conduct Public Hearing on Exclusion and Consider Adoption of Resolution and Order for Exclusion of Property (Swap Parcel) owned by OEO 2, LLC (District No. 2)

The public hearing was opened on the Petition for Exclusion of Property (Swap Parcel) from District No. 2. Ms. Murphy noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Ms. Murphy reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2. The Board of District No. 2 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution for exclusion, subject to receipt of Town consent as required by the Service Plan.

Conduct Public Hearing on Exclusion and Consider Adoption of Resolution and Order for Exclusion of Property (Commercial Parcel) owned by OEO 2, LLC (District No. 2)

The public hearing was opened on the Petition for Exclusion of Property (Commercial Parcel) from District No. 2. Ms. Murphy noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Ms. Murphy reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2. The Board of District No. 2 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution for exclusion, subject to receipt of Town consent as required by the Service Plan.

Consider Approval of Infrastructure Acquisition and Project Fund Disbursement Agreement with OEO 2, LLC (Authority)

Ms. Murphy presented the Infrastructure Acquisition and Project Fund Disbursement Agreement with OEO 2, LLC to the Board of the Authority. Following discussion, upon a motion duly made and seconded, the Board of the Authority unanimously approved the agreement, subject to final legal review.

Consider Approval of Infrastructure Acquisition and Reimbursement Agreement with OEO 2,

Ms. Murphy presented the Infrastructure Acquisition and Reimbursement Agreement with OEO 2, LLC to the Board of the Authority. Following discussion, upon a motion duly made and seconded, the Board of the Authority approved the agreement, subject to final legal review.

LLC (Authority)

Financial Matters

Consider Acceptance of
Schedule of Cash Position
(Authority)

Ms. Ferreira presented the Schedule of Cash Position dated September 30, 2022 updated as of December 12, 2022 to the Board of the Authority. Following discussion, upon a motion duly made and seconded, the Board of the Authority unanimously accepted the Schedule of Cash Position

Consider Approval of
Special Districts
Preparation Scope of Work
with CliftonLarsonAllen
LLP for District
Accounting Services

Ms. Ferreira presented the Special Districts Preparation Scope of Work to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Scope of Work.

2023 Bond Matters
(Authority) and District
No. 2)

No updates were provided.

Other Financial Matters

None.

Other Business

None.

Adjournment

There being no further business to come before the Boards, and following discussion and upon a motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.
The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Corey Elliott
Corey Elliott (Feb 21, 2023 16:48 MST)

Secretary for the Meeting

The foregoing minutes were approved on the 15th day of February 2023.