

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
LITTLETON VILLAGE METROPOLITAN DISTRICT NO. 2  
HELD  
NOVEMBER 27, 2023

A special meeting of the Board of Directors (the “Board”) of the Littleton Village Metropolitan District No. 2 (the “District”) was convened on Monday, November 27, 2023, at 5:30 p.m. at 3900 E. Mexico Avenue, #300, Denver, Colorado and via Zoom. The meeting was open to the public.

### ATTENDANCE

#### **Directors In Attendance:**

Jim Bowlby, Jr., President  
Zach Tedeschi, Secretary  
Thomas Browning  
Jose Briones-Siria (absent)

#### **Also In Attendance:**

AJ Beckman and Geol Scheirman; Public Alliance  
Joan Fritsche, Esq.; Fritsche Law, LLC  
Mike Bakarich; Morain Bakarich, CPAs  
Kim Reed, Ballard Spahr LLP  
Ethan Anderson, Ballard Spahr LLP  
Laci Knowles, D. A. Davison & Co.  
Nick Taylor, North Slope Capital Advisors  
Andrew Wheeler, D. A. Davison & Co.  
Lynn Christensen and Deb Keith, Members of the Public

### ADMINISTRATIVE MATTERS

**Call to order and approval of agenda:** Mr. Beckman called the meeting to order at 5:30 p.m.

Following review, upon a motion made by Director Bowlby seconded by Director Browning and, upon vote, unanimously carried, the Board approved the agenda, as presented.

**Quorum, location of meeting and posting of meeting notices:** A quorum of the Board was present, and the meeting location at 3900 E. Mexico Avenue, #300, Denver, Colorado and via Zoom and meeting notice posting were confirmed. Director Briones-Siria absence was excused.

**Disclosures of potential conflicts of interest:** Conflict of Interest Disclosures were filed with the Secretary of State and the Board, more than 72 hours prior to the Board meeting.

## RECORD OF PROCEEDINGS

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### LEGAL MATTERS

**Resolution authorizing and making a final determination to issue general obligation indebtedness in the form of the District's Limited Tax General Obligation Refunding Bonds, Series 2023, in the aggregate principal amount of not more than \$22,000,000 for the purpose of refunding general obligation indebtedness of the District, and approving related documents, including but not limited to certificates, agreements, documents, and other writings:** Ms. Reed discussed with the Board a Resolution Supplementing the Resolution Authorizing the issuance by Littleton Village Metropolitan District No. 2 of its Limited Tax General Obligation Refunding Bonds, Series 2023 adopted by the Board at its special meeting on November 13, 2023 reflecting a change in the financing structure with respect to the Bonds requiring a material modification to the form of the Indenture, consisting of the addition of a Reserve Fund to be funded through the issuance of a municipal bond debt service reserve insurance policy (the "Reserve Policy") to be issued by the Bond Insurer, which modified form of the Indenture has been presented to the Board on or before the date hereof.

Following review and discussion, upon a motion made by Director Tedeschi seconded by Director Bowlby and, upon vote, unanimously carried, the Board adopted the Supplemental Resolution authorizing and making a final determination to issue general obligation indebtedness in the form of the District's Limited Tax General Obligation Refunding Bonds, Series 2023 and approving related documents, including but not limited to certificates, agreements, documents, and other writings.

The Board also discussed the timeline for Bond Closing. Ms. Fritsche will review schedule of events and meeting invitations to verify availability of the Board.

**Termination of PIF Collection Agreement:** Ms. Fritsche reviewed with the Board the Termination of the PIF Collection Agent Agreement between the District and CliftonLarsonAllen as of December 31, 2023.

Following review and discussion, upon a motion made by Director Bowlby seconded by Director Tedeschi and, upon vote, unanimously carried, the Board acknowledged the Termination of the PIF Collection Agent Agreement between the District and CliftonLarsonAllen as of December 31, 2023.

**PIF Collection Agreement:** Ms. Fritsche reviewed with the Board the PIF Collection Agent Agreement between the District and Moraine Bakarich CPAs.

Following review and discussion, upon a motion made by Director Bowlby seconded by Director Tedeschi and, upon vote, unanimously carried, the Board approved the PIF Collection Agent Agreement between the District and Moraine Bakarich CPAs, and the appointment of Moraine Bakarich CPAs as

## RECORD OF PROCEEDINGS

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PIF Collection Agent.

### ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Tedeschi, seconded by Director Bowlby and, upon vote, unanimously carried, the Board adjourned the meeting at 6:02 p.m. The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

DocuSigned by:

*Ezekiel Tedeschi*

Secretary for the Meeting