

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
PALISADE PARK WEST METROPOLITAN DISTRICT
(THE “DISTRICT”)
HELD
DECEMBER 20, 2021**

A special meeting of the Board of Directors of the District (referred to hereafter as the “Board”) was convened on Monday, the 20th day of December, 2021, at 9:00 a.m. The District Board meeting was held and properly noticed to be held by video / telephonic means via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Garrett Baum
William Branyan
Bonner Gilmore

Also In Attendance Were:

Megan Becher; McGeady Becher P.C.
Jason Carroll; CliftonLarsonAllen LLP
Shea Sanchez; Comprehensive Accounting Services, Inc.

ADMINISTRATIVE
MATTERS

Disclosures of Potential Conflicts of Interest: The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Becher requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Becher noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes.

Quorum, Meeting Location and Posting of Meeting Notices: A quorum for the special meeting was confirmed. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. It was noted that the District Board meeting was held and properly noticed to be held by video / telephonic means via Zoom. The Board further noted that notice providing the Zoom access information was duly posted and that they have not received any objections or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

Agenda: Attorney Becher distributed for the Board's review and approval an Agenda for the District's special meeting. Following discussion, upon motion duly

made by Director Branyan, seconded by Director Baum and, upon vote unanimously carried, the Agenda was approved.

Public Comment: There was no public comment.

LEGAL MATTERS

District Eligible Expenses for Public Infrastructure (Disbursement Request Lennar Nos. 1-3), from RG and Associates, LLC and authorize reimbursement to JPB Holdings, LLC pursuant to the Facilities Funding and Acquisition Agreement by and between the District and JPB Holdings, LLC: Following discussion, upon motion duly made by Director Gilmore, seconded by Director Branyan and, upon vote unanimously carried, the Board accepted District Eligible Expenses for Public Infrastructure (Disbursement Request Lennar Nos. 1-3), from RG and Associates, LLC and authorized reimbursement to JPB Holdings, LLC pursuant to the Facilities Funding and Acquisition Agreement by and between the District and JPB Holdings, LLC.

Engineer's Report Palisade Park North and Palisade Park West Cost Allocation Analysis, dated December 16, 2021, prepared by Ranger Engineering, LLC: Following discussion, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the Board accepted the Engineer's Report Palisade Park North and Palisade Park West Cost Allocation Analysis, dated December 16, 2021, prepared by Ranger Engineering, LLC.

Cost Sharing and Reimbursement Agreement by and among the District, Palisade Park North Metropolitan District No. 1, Palisade Park North Metropolitan District No. 2 and Palisade Park North Metropolitan District No. 3: Following discussion, upon motion duly made by Director Branyan, seconded by Director Baum and, upon vote unanimously carried, the Board approved the Cost Sharing and Reimbursement Agreement by and among the District, Palisade Park North Metropolitan District No. 1, Palisade Park North Metropolitan District No. 2 and Palisade Park North Metropolitan District No. 3.

Authorize Reimbursement, as appropriate, pursuant to the Cost Sharing and Reimbursement Agreement and/or the Facilities Funding and Acquisition Agreement by and between the District and JPB Holdings, LLC: Following discussion, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the Board authorized reimbursement, as appropriate, pursuant to the Cost Sharing and Reimbursement Agreement and/or the Facilities Funding and Acquisition Agreement by and between the District and JPB Holdings, LLC.


CONSTRUCTION MATTERS

District Construction Process: The Board deferred discussion of this matter.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Branyan, seconded by Director Gilmore and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  _____
Secretary for the Meeting