

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

THE PLAZA METROPOLITAN DISTRICT NOS. 1-2

Held: Thursday, January 18, 2024 at 3:30 p.m.

Via teleconference

Attendance

The Joint Special meeting of the Boards of Directors of The Plaza Metropolitan District Nos. 1-2 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:

Mark Tompkins
Andrea Schubert
Heidi Westlund

Director Tillack was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were Kristin B. Tompkins, Esq. White Bear Ankele Tanaka & Waldron, Attorneys at Law, Districts' General Counsel; and Nancy Bach, CliftonLarsonAllen, LLP, Districts' Accountant.

**Call to Order/Declaration
of Quorum/
Reaffirmation of
Disclosures**

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

Combined Meetings

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 actions reflected in these minutes shall be deemed to be the actions of the Districts. Where necessary, actions taken by an individual District will be so reflected in these minutes.

**Conflict of Interest
Disclosures**

Ms. Tompkins advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins 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. Tompkins 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. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

Ms. Tompkins presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made the Boards approved the agenda as amended.

Public Comment

None.

Consent Agenda

Ms. Tompkins presented the items on the consent agenda to the Boards. Ms. Tompkins advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. No items were requested to be moved from the consent agenda. Upon a motion duly made, the Boards approved, ratified and/or adopted the following items:

- Minutes from November 15, 2023 Regular Meeting;
- Special District Disclosure Notices Pursuant to §32-1-809, C.R.S.; and
- Proposal from Ranger Engineering and Cost Certification (District No. 1)

Legal Matters

Consider Approval of 2023 Consolidated Annual Report

Ms. Tompkins presented the 2023 Consolidated Annual Report to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved, subject to review by Ms. Bach.

Other Legal Matters

None.

Financial Matters

Consider Approval of Claims Payable (District No. 1)

Ms. Bach presented the Claims in the amount of \$99,485.94 to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the claims, subject to receipt of proof of payment for any reimbursements to Bridge 33 Capital and entering into a license

agreement with B33 Belmar II, LLC.

License Agreement with B33 Belmar II, LLC for Community Events

The Board of District No. 1 engaged in discussion regarding a License Agreement with B33 Belmar II, LLC for community events. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the agreement to be dated October 13, 2023, subject to final review by Director Tompkins.

Consider Approval of Eligibility Letter from Ranger Engineer for Reimbursement to Belmar District Development Owner, L.P. (District No. 1)

Ms. Tompkins presented the Eligibility Letter from Ranger Engineering for Reimbursement to Belmar District Development Owner, L.P. to the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the letter.

Other Financial Matters

None.

Management/Facilities Update

None.

Other Business Adjourn

None.

There being no further business to come before the Boards, 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.

Heidi Westlund

Secretary for the Meeting, District Nos. 1-2

The foregoing minutes were approved on the 10th day of April 2024.