

MINUTES OF THE JOINT SPECIAL MEETING OF THE BOARDS
OF DIRECTORS OF

DUBLIN NORTH METROPOLITAN DISTRICT NOS. 2-3

Held: Wednesday, April 6, 2022, at 1:30 PM via teleconference

Attendance

The joint special meeting of the Boards of Directors of Dublin North Metropolitan District Nos. 2-3 was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Kyle Geditz
Julie Michaud
Kiana Geditz
Robert Salamon (District 2 only)
Micah Haarbrink (District 3 only)

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

Also present: George M. Rowley, Esq., and Nelson G. Dunford, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Diane Wheeler, Simmons and Wheeler, PC, District Accountant; Patrick Colleran, D.A. Davidson; and Kim Reed, Ballard Spahr, District Bond Counsel.

Call to Order

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

**Conflict of Interest
Disclosures**

Mr. Rowley has advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley 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. Rowley 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 Director Kyle Geditz presented the Boards with the agenda for the meeting for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comments None.

Consent Agenda Director Kyle Geditz reviewed the items on the consent agenda with the Boards. No items were requested to be moved from the consent agenda. Upon a motion duly made, seconded, and unanimously carried, the Boards took the following actions:

1. Approved Minutes from March 2, 2022 Regular Meeting.

Legal Matters None.

Financial Matters

Consider Payment of Claims Ms. Wheeler presented to the Boards the claims for ratification. There was a question on the legal bills, specifically regarding election costs, which Mr. Rowley explained to the Boards. Following discussion, upon a motion duly made and seconded, the Boards ratified and approved the claims as presented.

Bond Matters

Consider Approval of Bond Fee Disclosure Letter with White Bear Ankele Tanaka and Waldron Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Bond Fee Disclosure Letter with White Bear Ankele Tanaka and Waldron.

Consider approval of the issuance and refunding of general obligation indebtedness consisting of: (i) with respect to District No. 2, the its Series 2022A-1 Taxable (Convertible to Tax Exempt) & Series 2022A-2 Tax-Exempt Term Loans in an approximate principal amount of \$5,500,000 Mr. Colleran and Ms. Reed provided the Boards with an update on the status and purpose of the proposed loan. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the issuance and refunding of general obligation indebtedness.

Adjourn

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.

Micah Haarbrink

Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 10th day of August 2022.