

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
WEST LOT METROPOLITAN DISTRICT NO. 2
HELD
OCTOBER 11, 2021

A special meeting of the Board of Directors (“**Board**”) of the West Lot Metropolitan District No. 2 (“**District**”) was convened on Monday, October 11, 2021, at 10:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held via Zoom Videoconference. The meeting was open to the public.

Directors In Attendance Were:

Harold “Hal” Roth
Jordan Deifik
Patrick Walsh

Also In Attendance Were:

Elisabeth A. Cortese, Esq. and Suzanne Meintzer, Esq.; McGeady Becher P.C.
Diane Wheeler; Simmons & Wheeler, P.C.
Matt Chorske and Bianca Jones; Piper Sandler & Co.
Kenneth Ho; KHO Consulting, LLC
Kamille Curylo; Kutak Rock LLP
Jason Burningham; Lewis Young Robertson & Burningham Inc.

DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST

Attorney Cortese confirmed a quorum and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. Attorney Cortese noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

ADMINISTRATIVE
MATTERS

Agenda: The Board reviewed the Agenda for the District’s Special Meeting. Following discussion, upon motion duly made by Director Roth, seconded by Director Deifik and, upon vote unanimously carried, the Agenda was approved, as presented.

Meeting Location: 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. Following discussion, and upon motion duly made by Director Roth, seconded by Director Deifik, and upon vote unanimously

RECORD OF PROCEEDINGS

carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, this meeting was conducted via Zoom videoconference and encouraged public participation via Zoom. The Board noted that notice of this meeting and Zoom meeting information was duly posted and the Board had not received any objections to the Zoom meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

FINANCIAL MATTERS

2021 Tax-Exempt Bank Loan

Term Sheet: Attorney Cortese and Mr. Chorske summarized the Term Sheet related to the 2021 Tax-Exempt Bank Loan with Zions Bancorporation, N.A. d/b/a Vectra Bank Colorado. Following discussion, upon motion duly made by Director Roth, seconded by Director Walsh, and upon vote unanimously carried, the Board approved the Term Sheet as discussed.

Rate Lock Agreement: Attorney Cortese and Mr. Chorske reviewed the Rate Lock Agreement with Zions Bancorporation, N.A. d/b/a Vectra Bank Colorado with the Board. Following discussion, upon motion duly made by Director Roth, seconded by Director Walsh, and upon vote unanimously carried, the Board approved the Rate Lock Agreement.

LEGAL MATTERS

None.

OTHER BUSINESS

There was no other business to come before the Board.

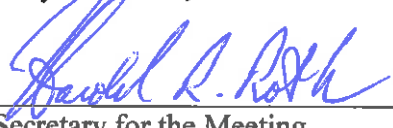
ADJOURNMENT

Upon motion duly made by Director Roth, seconded by Director Deifik and, upon vote, unanimously carried, the Board adjourned the meeting.

The foregoing record constitutes a true and correct copy of the Minutes of the above-referenced meeting.

Respectfully submitted,

By


Secretary for the Meeting