

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF

34 9.5 METROPOLITAN DISTRICT

Held: Monday, March 14, 2022 at 2:30 p.m.

This Meeting was held via teleconference.

Attendance

The regular meeting of the Board of Directors of 34 9.5 Metropolitan District 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 Board, were in attendance:

Steve Schroyer
Roger G. Hollard
CJ Kirst

Also present: Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, General Counsel; Jason Carroll, CliftonLarsonAllen, LLP; Accountant Jennifer Ivey, Icenogle Seaver Pogue, PC; and Jeff Zimmerman, McRae Gomez Companies.

Call to Order

Ms. Murphy noted that a quorum of the Board was present and called the meeting to order.

**Conflict of Interest
Disclosures**

Ms. Murphy advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy noted that a quorum was present and inquired into whether members of the Board 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda Ms. Murphy presented the agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Public Comment None.

Consent Agenda Following a summary by Ms. Murphy the items listed below were acted on with a single motion and vote by the Board. Upon a motion duly made, seconded and unanimously carried, the following items on the consent agenda were approved, ratified, and/or adopted.

- a. Resignation of White Bear Ankele Tanaka & Waldron as District Legal Counsel
- b. Minutes from the November 2, 2021 Regular Meeting
- c. Will-Serve Letter to serve the Mead Industrial Development's 245-acre Access 25 Logistics Park (Broe)
- d. Will-Serve Letter to serve the Mead Distribution Center (Lot 2, Block 1, Raterink Mixed-Use Subdivision)

Legal Matters

Consider Approval of Engagement Letter with Icenogle Seaver Pogue for District Legal Services Ms. Ivey presented the Engagement Letter. After discussion, and upon a motion duly made and seconded, the Board approved the Letter engaging Icenogle Seaver Pogue for District Legal Services.

Approval of Engagement of Alderman Bernstein as Special Counsel to the District Mr. Zimmerman noted there are off site public improvements that will need to be constructed for the development. The developer has begun negotiations but action may need to be taken to condemn the property if a deal is not agreed upon. Upon a Motion duly made and seconded, the Board approved the letter engaging Alderman Bernstein as Special Counsel to the District.

Financial Matters

Other Financial Matters Mr. Carroll noted the audit exemption will be sent out to the Board.

Other Business None.

Adjournment There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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

DocuSigned by:

Roger G. Holland

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Secretary for the Meeting