

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED SPECIAL MEETING OF SOUTH VILLAGE METROPOLITAN DISTRICT NOS. 1 & 2

HELD
April 7, 2022

The Boards of Directors of South Village Metropolitan District Nos. 1 & 2 held a coordinated special meeting, open to the public, at 4:00 p.m., Thursday, April 7, 2022. Notice of the meeting was posted in one public place within the boundaries of the Districts.

ATTENDANCE

Directors in Attendance via Teleconference:

Robert Quinette
Amy Quinette
Eric Roth

Michael Blumenthal was absent and excused

Also in Attendance via Teleconference:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Jonathan Heroux, Piper Sandler & Co.

CALL MEETING TO ORDER

The meeting was called to order at 4:05 p.m. by Mr. Pogue, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

QUALIFICATION OF BOARD MEMBERS/ OATHS OF OFFICE AND BONDS/ CONFLICT OF INTEREST DISCLOSURE

Mr. Pogue 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 Boards were requested to disclose any potential conflicts of interest regarding 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. It was noted by Mr. Pogue that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

APPROVAL OF AGENDA

The Boards reviewed the agenda. Upon motion by Director B. Quinette and seconded by Director A. Quinette, the Boards unanimously approved the agenda.

APPROVAL OF CONSULTING

Mr. Pogue discussed with the Boards the financing status. Upon motion by Director R. Quinette and seconded by Director A. Quinette, the Boards unanimously approved the following consultants for the 2022 financing.

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TEAM FOR 2022
FINANCING

Piper Sandler & Co. – Underwriter
Sherman & Howard – Disclosure Counsel
Kline Alvarado Veio – Bond Counsel
Causey Demgen & Moore – Cash Flow Forecast
THK – Market Study

ADJOURNMENT

There being no further business to come before the Boards and upon motion and second, the meeting was adjourned at 4:22 p.m.

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

Respectfully Submitted,



Alan D. Pogue, Secretary for the Meetings