

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE PATRIOT PARK METROPOLITAN DISTRICT NOS. 1-2 (THE "DISTRICTS") HELD SEPTEMBER 9, 2020

A special meeting of the Boards of Directors of the Patriot Park Metropolitan District Nos. 1-2 (referred to hereafter as the "Boards") was convened on Wednesday, September 9, 2020, at 1:30 p.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 Districts Board meeting was held virtually via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

District No. 1:

Sam Cameron, President
Cheryl Flynn, Treasurer
Bradley Brunk, Secretary
Kevin Butcher, Assistant Secretary

District No. 2:

Sam Cameron, President
Bryan Dennis Kniep, Treasurer
Rebecca Hardekopf, Secretary
Kevin Butcher, Assistant Secretary
Patrick Jarrett, Assistant Secretary

Also, In Attendance Were:

Josh Miller, Chelsea Gondeck & Ben Houghton; CliftonLarsonAllen LLP
Russ Dykstra; Spencer Fane LLP

CALL TO ORDER AND APPROVE AGENDA

Director Cameron called the meeting to order at 1:31 p.m.

Following discussion, upon motion duly made by Director Butcher, seconded by Director Brunk for District No. 1 and Director Hardekopf for District No. 2 and, upon vote, unanimously carried, the Boards approved the agenda as presented.

DECLARATION OF A QUORUM AND DISCLOSURE OF POTENTIAL CONFLICTS OF

The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards 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

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INTEREST

those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Russ Dykstra that disclosures of potential conflicts of interest were filed with the Secretary of State for directors, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Minutes of July 8, 2020 Special Meeting:

The Boards reviewed the Minutes of the July 8, 2020 Special Meeting. Following review and discussion, upon motion duly made by Director Butcher, seconded by Director Brunk for District No. 1 and Director Hardekopf for District No. 2, and upon vote unanimously carried, the Board approved the Minutes as presented.

Public Comment:

Director Hardekopf provided comments from residents. She inquired on the rec center agreement, and the collection policy regarding District fees and dues not being paid.

FINANCIAL MATTERS

Unaudited Financial Statements and Cash Position:

Mr. Houghton reviewed the unaudited financial statements and cash position for the period ending July 31, 2020 with the Boards. Following discussion, upon motion duly made by Director Butcher for District No. 1 and Director Jarrett for District No. 2, seconded by Director Flynn for District No. 1 and Director Kniep for District No. 2, and upon vote unanimously carried, the Boards accepted the unaudited financial statements and cash position as presented.

Payment of Claims:

Mr. Houghton reviewed the payment of claims in the amount of \$16,111.86 for District No. 1 and \$4,678.30 for District No. 2 for ratification and approval. Following discussion, upon motion duly made by Director Butcher for District No. 1 and Director Jarrett for District No. 2, seconded by Director Flynn for District No. 1 and Director Kniep for District No. 2, and upon vote unanimously carried, the Boards ratified and approved the payment of claims in the amount of \$16,111.86 for District No. 1 and \$4,678.30 for District No. 2.

Other:

The Boards expressed the desire to hold meetings separately moving forward. Mr. Miller noted that a draft budget will be sent to the Boards on or before October 15th with the budget hearing to follow.

MANAGER MATTERS

Manager Report:

Mr. Miller reviewed the managers' report with the Boards. Director Hardekopf inquired regarding vehicle violations and stated that there should be broader enforcement based on the parking violations now that the community is built out.

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Appointment of CLA to Serve as the Districts Architectural Review Committee and Ratify Prior Actions:

Mr. Miller discussed the appointment of CLA to serve as the Districts' Architectural Review Committee and ratify prior actions with the Boards. Following review and discussion, upon motion duly made by Director Jarrett, seconded by Director Hardekopf, and upon vote unanimously carried, the Board approved appointment of CLA to serve as the Districts' Architectural Review Committee until October 1, 2021 and ratified prior actions. The Board will seek applications for the ARC from residents at that time.

Discussion Regarding Transfer of Public Improvements:

Mr. Miller reviewed the transfer of public improvements with the Boards. Discussion ensued regarding various public improvements, timing, and current maintenance concerns.

Other:

None.

LEGAL MATTERS

Discussion Regarding Bond Issuance and Timing

Mr. Dykstra discussed the timing of the Bond Issuance with the Boards.

Review and Consider Approval of Engagement Letter with Greenberg Traurig LLP for Bond Counsel Services

Mr. Dykstra reviewed the Engagement Letter with Greenberg Traurig LLP for Bond Counsel Services with the Board. Following review and discussion, upon motion duly made by Director Jarrett, seconded by Director Butcher, and upon vote unanimously carried, the Board approved the Engagement Letter with Greenberg Traurig LLP for Bond Counsel Services.

Review and Consider Approval of Engagement Letter With RBC Capital Markets, LLC for Bond Underwriting Services

Mr. Dykstra reviewed the Engagement Letter With RBC Capital Markets, LLC for Bond Underwriting Services with the Board. Following review and discussion, upon motion duly made by Director Jarrett, seconded by Director Hardekopf, and upon vote unanimously carried, the Board approved the Engagement Letter With RBC Capital Markets, LLC for Bond Underwriting Services.

Other:

None

DIRECTOR MATTERS

Other:

None.

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OTHER BUSINESS

Confirm Quorum or Consider Cancelling Next Regular Board Meeting – October 14, 2020:

The Boards discussed a need to meet on October 14, 2020. Following discussion, the Board for District No. 1 did not have a need. The Board for District No. 2 may need to meet regarding the Bond issuance.

The Boards confirmed their availability to attend the November 11th meetings for the Districts' budget hearings.

ADJOURNMENT

There being no further business to come before the Boards at this time, the meeting was adjourned at 2:19 p.m.

Respectfully submitted,

By
C6E9F0DE69214A2...
Secretary for the Meeting District No. 1

By
E5C78568CEF0454...
Secretary for the Meeting District No. 2

Certificate Of Completion

Envelope Id: BB43190F3FFE46D68B602D7DB72E1D45	Status: Completed
Subject: Please DocuSign: I.D. 09-09-2020 MINUTES WDA REVIEW_2020.docx	
Client Name: Patriot Park MD	
Client Number: 45374	
Source Envelope:	
Document Pages: 4	Signatures: 2
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Chelsea Gondeck
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Chelsea.Gondeck@claconnect.com
	IP Address: 73.169.79.109

Record Tracking

Status: Original	Holder: Chelsea Gondeck	Location: DocuSign
11/13/2020 4:05:20 PM	Chelsea.Gondeck@claconnect.com	

Signer Events

Bradley Brunk
1thebrad@gmail.com
Secretary
Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

C6F9F9DE69214A2...
Signature Adoption: Drawn on Device
Using IP Address: 24.9.14.211

Timestamp

Sent: 11/13/2020 4:08:05 PM
Viewed: 11/13/2020 8:24:42 PM
Signed: 11/13/2020 8:27:34 PM

Electronic Record and Signature Disclosure:
Accepted: 11/13/2020 8:24:42 PM
ID: 4214782c-6c51-427e-8e9d-53fc8e3671de

Rebecca Hardekopf
rebecca.h@wsdistricts.co
Board of Director
Walker Schooler District Managers
Security Level: Email, Account Authentication (None)

DocuSigned by:

E5C78568CEf0454...
Signature Adoption: Pre-selected Style
Using IP Address: 96.79.235.13

Sent: 11/13/2020 4:08:06 PM
Viewed: 11/13/2020 4:14:13 PM
Signed: 11/13/2020 4:14:20 PM

Electronic Record and Signature Disclosure:
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ID: 88ecbf1a-7911-4140-9636-6e735bfa9941

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp

Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	11/13/2020 4:08:06 PM
Certified Delivered	Security Checked	11/13/2020 4:14:13 PM
Signing Complete	Security Checked	11/13/2020 4:14:20 PM
Completed	Security Checked	11/13/2020 8:27:34 PM

Payment Events	Status	Timestamps
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