

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE DENVER GATEWAY MEADOWS METROPOLITAN DISTRICT HELD JULY 10, 2025

A special meeting of the Board of Directors of the Denver Gateway Meadows Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, July 10, 2025, at 10:00 a.m. The District Board meeting was held via teleconference. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Megan Waldschmidt, President
Paige Langley, Treasurer

Following discussion, upon motion made by Director Waldschmidt, seconded by Director Langley and, upon vote, unanimously carried, the absence of Director Pock was excused.

Also, In Attendance Were:

AJ Beckman and Amy Hord; Public Alliance LLC
Kristin Bowers, Esq.; WBA, PC
Audrey Johnson, Esq.; WBA, PC
Neil Schilling; Schilling & Company, Inc.

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 10:01 a.m.

Quorum and Director Qualifications: Attorney Bowers noted that a quorum was present, and the Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Disclosure of Potential or Existing Conflicts of Interest: Attorney Bowers advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Bowers 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. Attorney Bowers 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.

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Agenda: Mr. Beckman presented the Board with the agenda for the meeting. Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley, and upon vote, unanimously carried, the Board approved the agenda as presented.

Public Comment: There were no public comments.

DIRECTOR MATTERS

Appointments of Directors and Officers: The Board entered into discussion regarding appointment of Directors to fill the vacancies on the Board and to elect Officers for the District.

Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley, and upon vote unanimously carried, the Board elected the same slate of Officers and appointed Harrison Cohen as an Assistant Secretary.

Director Payments: The Board entered into discussion regarding payment of Director fees. Director Waldschmidt approved the payment of such fees, with payments to be issued at year-end and reported via IRS Form 1099.

Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley, and upon vote unanimously carried, the Board approved payments of Director fees.

CONSENT AGENDA

The Board was presented with the consent agenda items. Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley, and upon vote, unanimously carried, the Board approved the consent agenda as presented:

- a. Approved Regular Meeting Minutes from November 4, 2024 meeting.
- b. Approval of Independent Contractor Agreement with Silverbluff Companies, Inc. for District Engineering Services.
- c. Approval of Engagement of Haynie & Company for preparation of 2024 Audit.
- d. Ratification of High-Pressure Gas Applicant Funded Agreement with Public Service Company of Colorado, d/b/a Xcel Energy.
- e. Ratification of 2024 Annual Report to the City and County of Denver.
- f. Ratification of Engagement of Schilling & Co., for District Accounting Services.
- g. Ratification of Agreement with Arbitrage Compliance Specialists, Inc. for Arbitrage Compliance Services.
- h. Ratification of Request for Extension to File Audit for 2024.

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FINANCIAL MATTERS

Claims Payable: Mr. Schilling presented the Claims Payable for the period October 16, 2024 through July 7, 2025.

Following review and discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley and, upon vote, unanimously carried, the Board approved the Claims Payable for the period October 16, 2024 through July 7, 2025.

2024 Audit: Mr. Schilling reported to the Board the status of the 2024 Audit, noting that an extension has been filed and the audit is expected to be completed within the extended timeframe.

Arbitrage Rebate Calculation Report: Mr. Schilling reported that the Arbitrage Rebate Calculation Report confirms there is no arbitrage tax liability.

LEGAL MATTERS

Resolution Regarding Acceptance of District Eligible Costs: The Board reviewed a Resolution Regarding Acceptance of District Eligible Costs.

Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley and, upon vote, unanimously carried, the Board adopted the Resolution.

2025 Election: The Board entered into discussion regarding the November 2025 Election to authorize the issuance of debt pursuant to TABOR.

Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley and, upon vote, unanimously carried, the Board determined to hold an election in November to submit to the eligible electors of the District a ballot question seeking authorization to waive the 5.25% property tax limitation established pursuant to Section 29-1-1702, Colorado Revised Statutes and instructed legal counsel to prepare a resolution.

OTHER

The Board entered into discussion regarding the upcoming meeting schedule. The Board determined to meet at 12:00 p.m., on the third Thursday of each month starting in September 2025.

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ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Waldschmidt, seconded by Director Langley and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

Signed by:

 Jason Pock

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Secretary for the Meeting