

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
DENVER GATEWAY MEADOWS METROPOLITAN DISTRICT
HELD
SEPTEMBER 24, 2024

A regular meeting of the Board of Directors of the Denver Gateway Meadows Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, September 24, 2024, at 3:30 p.m. The District Board meeting was held via Conference Call. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Megan Waldschmidt, President
Jason Pock, Secretary
Paige Langley, Treasurer

Also, In Attendance Were:

Ann Finn; Public Alliance LLC
Jennifer Gruber Tanaka, Esq. and Audrey Johnson, Esq.; White Bear Ankele Tanaka & Waldron
Neil Schilling; Schilling & Company, Inc.

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 3:31 p.m.

Quorum and Director Qualifications: Attorney Tanaka 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 Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Tanaka 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 Tanaka 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.

Agenda: Ms. Finn presented the Board with the agenda for the meeting.

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Following discussion, upon motion duly made by Director Pock, seconded by Director Waldschmidt, and upon vote, unanimously carried, the Board approved the agenda as amended.

Public Comment: There were no public comments.

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 amended to remove the approval of the Independent Contractor Agreement with Galloway Company, Inc. for Engineering Services, the Independent Contractor Agreement with Ground Engineering Consultants, Inc. for Engineering Services, and the Independent Contractor Agreement with Martin/Martin Inc. for Engineering Services. The following items were approved:

- a. Regular Meeting Minutes of the March 19, 2024 meeting.
 - b. Ratification of the 2023 Audit Extension Filing.
 - c. Adoption of Resolution No. 2024-09-01: Resolution Adopting a Digital Accessibility Policy and Designating a Compliance Officer.
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FINANCIAL MATTERS

2023 Audit: Mr. Schilling presented the 2023 Audit to the Board.

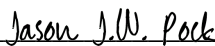
Following discussion, upon motion duly made by Director Waldschmidt, seconded by Director Langley and, upon vote, unanimously carried, the Board approved the 2023 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter by the Auditor.

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:

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Secretary for the Meeting