

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

BUCKLEY YARD METROPOLITAN DISTRICT NO. 2

Held: March 1, 2022, at 12:00 P.M., via Zoom Teleconference.

Attendance/Qualification

A special meeting of the Board of Directors of Buckley Yard Metropolitan District No. 2 was 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 Boards, were in attendance:

Kurtis Williams  
Aaron Clutter

*Also present for the District: Audrey G. Johnson & Kristen D. Bear., White, Bear, Ankele, Tanaka & Waldron, Attorneys at Law, District general counsel; Shleby Clymer, CliftonLarsonAllen, LLP, District Accountant; Andrew Wheeler DA Davidson, Bond Counsel and Jon Schumaker.*

Call to Order/Quorum

It was noted that a quorum of the District's Board was present and called the meeting to order.

Disclosure Matters

Ms. Bear advised the Board that, pursuant to Colorado law, certain disclosures by the Directors may be required prior to taking official action at the meeting. The agenda for the meeting was reviewed, following which each Director confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The disclosure certificates, having been reviewed by the relevant Directors, were made part of the official minutes of the meeting by reference. The Board determined that participation by the Directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.

Approval of Agenda

The Directors reviewed the agenda. Following discussion, upon motion duly made and seconded, the Board approved the agenda as amended to add consideration of the engagement of CliftonLarsonAllen LLP for Cash Flow Forecast services.

Public Comment

None.

**Discussion Regarding Series 2022 Bonds**

Ms. Bear presented to the Board an overview of the Series 2022 Bonds and the anticipated boundary adjustments.

Engagement of DA Davidson for Underwriting Services

Mr. Wheeler presented an overview of the proposed issuance structure for the subdistrict. The Board engaged in a general discussion. Following discussion, upon a motion duly made and seconded, the Board approved DA Davidson for underwriting services.

Engagement of Kutak Rock as Disclosure Counsel and Bond Counsel to the District

The Board engaged in a general discussion regarding Engagement of Kutak Rock as Disclosure Counsel and Bond Counsel to the District. Following discussion, upon a motion duly made and seconded, the Board approved engagement with Kutak Rock as Disclosure counsel and Bond Counsel.

Supplemental Engagement of White Bear Ankele Tanaka & Waldron for Bond Services

The Board engaged in a general discussion regarding Engagement of White Bear Ankele Tanaka & Waldron for Bond Services to the District. Following discussion, upon a motion duly made and seconded, the Board approved engagement with White Bear Ankele Tanaka & Waldron for Bond Services.

Engagement Letter for District Municipal Advisor

The Board engaged in a general discussion regarding the Engagement Letter for District Municipal Advisor to the District. Following discussion, upon a motion duly made and seconded, the Board approved Muncipal Engagement Letter.

Engagement Letter Engagement of CliftonLarsonAllen LLP for Cash Flow Forecast

The Board engaged in a general discussion regarding Engagement of CliftonLarsonAllen LLP for Cash Flow Forecast to the District. Following discussion, upon a motion duly made and seconded, the Board approved engagement with CliftonLarsonAllen, LLP.

## **Legal Matters**

Conduct Public Hearing on Inclusion of Property and Consider Adoption of Resolution and Order for Inclusion of Property (18.2075 Acres)

Director Williams opened the public hearing on the Petition for Inclusion of Property (18.2075 Acres). Ms. Bear noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Ms. Bear reviewed the Petition and Resolution and Order for Inclusion of Property (18.2075 Acres) with the Board. Following discussion, upon a motion duly made and seconded, the Board determined to grant the petition and adopt the resolution.

Adoption of Exclusion Agreement with Aurora Centretech Metropolitan

Ms. Bear presented the Exclusion Agreement with Aurora Centretech Metropolitan District. Following discussion, upon a motion duly made and seconded, the Board approved the

District agreement.

Adoption of System Development Fee Resolution The Board reviewed the System Development Fee Resolution. Following discussion, upon a motion duly made and seconded, the Board adopted the resolution.

Adoption of Resolution Creating Buckley Yard Metropolitan District Subdistrict and Authorizing May 2022 TABOR Election The Board reviewed the Resolution Creating Buckley Yard Metropolitan District Subdistrict and Authorizing May 2022 TABOR Election. Following discussion, upon a motion duly made and seconded, the Board adopted the resolution.

**Financial Matters**

Other Financial Matters None.

Other Business The Board engaged in a general discussion regarding the potential appointment of new board members and timeline for issuance.

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

The foregoing minutes were approved by the Board of Directors on July 11, 2022, and constitute a true and correct copy of the minutes of the above-referenced meeting.

*Aaron Clutter*  
Aaron Clutter (Jul 12, 2022 14:21 MDT)

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Secretary for the Meeting