

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF BRIGHTON CROSSING METROPOLITAN DISTRICT NO. 7

HELD
September 23, 2024

The Special Meeting of Brighton Crossing Metropolitan District No. 7 was held at the Venture Center 5225 Longs Peak St. Brighton, CO 80601 & ZOOM/Teleconference on Monday, September 23, 2024, at 4:30 p.m.

ATTENDANCE

Directors in Attendance:

Neil Simpson
Chelsea Dale
Tim Wagley
Steve Parker

Directors Absent but Excused:

Cheri Skaggs

Also in Attendance:

Matt Gray; White Bear Ankele Tanaka & Waldron, P.C.
Kenny Parrish, Andrew Kunkel, and Daryl Fields; Pinnacle Consulting Group, Inc.
Colin Mielke; SVW P.C.
Lyndsey Paavilainen; Brookfield Residential
Kim Casey; Ballard Spahr LLP

ADMINISTRATIVE ITEMS

Call to Order: The Special Meeting of the Board of Directors of the Brighton Crossing Metropolitan District No. 7 was called to order by Director Parker at 4:32 p.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Mr. Parrish noted that a quorum was present, with four out of five Directors in attendance for District No. 7. All Board Members confirmed their qualifications to serve on the Board. Mr. Gray advised the Board that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. Mr. Gray reported that disclosures for those Board Members who provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, were filed with the Colorado Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Gray inquired into whether members of the Board had any additional disclosures of potential or

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existing conflicts of interest regarding any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda: The Board considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Parker, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Mr. Parrish reviewed the items on the consent agenda with the Boards. Mr. Parrish advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Parker, seconded by Director Simpson, the following items on the consent agenda were unanimously approved, ratified, and adopted.

- A. Minutes – July 23, 2024, Regular Meeting
- B. Engagement of Seter, Vander Wall & Mielke, P.C. for Special Counsel Legal Services.

DISTRICT MANAGER ITEMS

Appointment of Director to Brighton Crossings Operations Board: Mr. Parrish and Mr. Gray discussed the appointment of a Director to the Brighton Crossings Operations Board and answered questions. Following review and discussion, upon a motion duly made by Director Parker, seconded by Director Dale, and upon vote, unanimously carried, it was

RESOLVED to appoint Tim Wagley to the Brighton Crossings Operations Board.

LEGAL ITEMS

Amended and Restated Joint Annual Administrative Resolution (2024): Mr. Gray presented the Amended and Restated Joint Annual Administrative Resolution (2024) to the Board. Following review and discussion, upon a motion duly made by Director Parker, seconded by Director Simpson, and upon vote, unanimously carried, it was

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RESOLVED to approve the Amended and Restated Joint Annual Administrative Resolution (2024), as presented.

Resolution approving the Subordinate Capital Pledge Agreement to be entered into by and among Brighton Crossing Metropolitan District No. 6, Brighton Crossing Metropolitan District No. 5 and Brighton Crossing Metropolitan District No. 7 in connection with the issuance by Brighton Crossing Metropolitan District No. 6 of Subordinate Limited Tax General Obligation Bonds, Series 2024B₍₃₎, and requiring the imposition of ad valorem property taxes pursuant to the terms of such Pledge Agreement; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions: Mr. Gray presented the Resolution approving the Subordinate Capital Pledge Agreement to be entered into by and among Brighton Crossing Metropolitan District No. 6, Brighton Crossing Metropolitan District No. 5 and Brighton Crossing Metropolitan District No. 7 in connection with the issuance by Brighton Crossing Metropolitan District No. 6 of Subordinate Limited Tax General Obligation Bonds, Series 2024B₍₃₎, and requiring the imposition of ad valorem property taxes pursuant to the terms of such Pledge Agreement; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions to the Board. Director Parker requested clarification regarding the need for the resolution and Ms. Paavilainen and Mr. Gray responded. Following review and discussion, upon a motion duly made by Director Parker, seconded by Director Simpson, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution approving the Subordinate Capital Pledge Agreement to be entered into by and among Brighton Crossing Metropolitan District No. 6, Brighton Crossing Metropolitan District No. 5 and Brighton Crossing Metropolitan District No. 7 in connection with the issuance by Brighton Crossing Metropolitan District No. 6 of Subordinate Limited Tax General Obligation Bonds, Series 2024B₍₃₎, and requiring the imposition of ad valorem property taxes pursuant to the terms of such Pledge Agreement; making determinations and findings as to matters related to such transactions; authorizing incidental actions; and repealing prior inconsistent actions, as presented.

DIRECTOR
ITEMS

There were no Director Items to come before the Board.

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OTHER
MATTERS

There were no Other Matters to come before the Board.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Parker, seconded by Director Simpson, and upon vote, unanimously carried, the meeting was adjourned at 4:53 p.m.

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

Respectfully submitted,

Andrew Kunkel

Andrew Kunkel, Recording Secretary for the Meeting