

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF BELLEVIEW STATION METROPOLITAN DISTRICT NO. 1

HELD
September 9, 2024

The Special Meeting of the Board of Directors of Belleview Station Metropolitan District No. 1 was held via MS Teams and Teleconference on Monday, September 9, 2024, at 2:00 p.m.

ATTENDANCE

Directors in Attendance:

Robert E. Warran, Jr., President & Chairperson
Louis P. Bansbach III, Vice President
Brooke Maloy, Secretary & Treasurer
Robert E. Warren III, Asst. Secretary & Treasurer
Louis P. Bansbach IV, Asst. Secretary & Treasurer

Also in Attendance:

Dianne Miller; Miller Law PLLC
Kenny Parrish, Tracie Kaminski, and Andrew Kunkel; Pinnacle Consulting Group, Inc.
Lynn Lancaster; Columbine Realty, Inc.

ADMINISTRATIVE ITEMS

Call to Order: The Special Meeting of the Board of Directors of the Belleview Station Metropolitan District No. 1 was called to order by Director Warren, Jr. at 2:00 p.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director Warren, Jr. noted that a quorum was present, with five out of five Directors in attendance. All Board Members confirmed their qualifications to serve on the Board. The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board 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 those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Ms. Miller that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Approval of Agenda: The Board considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director

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Warren, Jr., seconded by Director Maloy, 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

Director Warren, Jr. reviewed the items on the consent agenda with the Board. Director Warren, Jr. advised the Board 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 Warren, Jr., Seconded by Director Bansbach IV, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Minutes – November 13, 2023, Regular Meeting.
 - B. Payment of Claims.
 - C. Addendum to Service Agreement between the District and Explore Communications, dated 10/31/2023.
 - D. Addendum to Service Agreement between the District and Groundmasters Landscape Services, Inc., dated 1/17/2024.
 - E. Consultant/Vendor Services Agreement Belleview Station between the District, Belleview Station Public Improvement Company, Belleview Station Master Property Owners Association, Inc., and TBW Enterprises LLC (dba Gum Pop Presents), dated 2/14/2024.
 - F. Addendum to Service Agreement between the District and Sugi Gardens, dated 2/28/2024.
 - G. First Amendment to License Agreement Regarding Events at 4825 South Newport St. Between the District and BVS Hospitality, LLC., executed in 2024.
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DISTRICT MANAGER ITEMS

District Manager's Report: Mr. Parrish presented the District Manager's Report to the Board.

2023 Annual Report: Director Warren, Jr. presented the 2023 Annual Report to the Board. Following review and discussion, upon a motion duly made by Director Warren, Jr., seconded by Director Maloy, and upon vote, unanimously carried, it was

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RESOLVED to approve the 2023 Annual Report with the addition of finalized 2023 audit and minor edits to format.

FINANCIAL ITEMS

Financial Statements: Director Warren, Jr. presented the unaudited Financial Statements for the period ending June 30, 2024 to the Board. Director Warren, Jr. requested Mr. Lancaster's confirmation regarding his review of the Financial Statements and Mr. Lancaster responded in the affirmative. Following review and discussion, upon a motion duly made by Director Warren, Jr., seconded by Director Bansbach III, and upon vote, unanimously carried, it was

RESOLVED to accept the unaudited Financial Statements for the period ending June 30, 2024, as presented.

2023 Audited Financial Statements: Director Warren, Jr. presented the 2023 Audited Financial Statements to the Board. Director Warren, Jr. suggested the Board move to approve the 2023 Audited Financial Statements subject to the receipt of a clean unmodified opinion. Ms. Kaminski responded noting a clean unmodified opinion was received and would be provided to the Board of Directors. Following review and discussion, upon a motion duly made by Director Warren, Jr., seconded by Director Bansbach III, and upon vote, unanimously carried, it was

RESOLVED to approve the 2023 Audited Financial Statements, as presented.

Mr. Lancaster recognized Ms. Kaminski and thanked her for her work on the 2023 Audit.

CONSTRUCTION MATTERS

Status of Design and Construction Work: Director Warren III provided an update regarding the Status of Design and Construction Work throughout the District and noted the Block F Project is nearing completion with the site development plan in review with the City of Denver and an anticipated ground breaking in Q1 of 2025. Director Warren III also discussed the completion of right of way improvements for the 1.7 Project and Kimpton Hotel Projects and discussed contractor requirements and roadway surfacing to be completed. Director Maloy commented regarding the operational status of the District trail and noted the locks leased for construction, parking and staging purposes have been vacated by construction crews. Director Maloy also noted the C2 area landscaping work has been completed.

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DIRECTOR
MATTERS

Director Warren, Jr. confirmed the quorum for the next Regular Board Meeting on Monday, November 11th, 2024, at 2:00 p.m.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Warren, Jr., seconded by Director Maloy, and upon unanimous vote, the meeting was adjourned at 2:15 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