

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF BRISTOL METROPOLITAN
DISTRICT (THE "DISTRICT")
HELD
September 1, 2022

A special meeting of the Board of Directors of Bristol Metropolitan District (referred to hereafter as the "Board") was convened on September 1, 2022, at 11:30 a.m. The meeting was held at the offices of McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, CO 80203, and via video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Otis C. Moore, III, President
Andrew Klein, Treasurer

Also, In Attendance Were:

Megan Becher, Esq., Timothy P. O'Connor, Esq., and Catherine Will; McGeady Becher P.C.
Kamille J. Curylo and Tanya Lawless; Kutak Rock LLP
Sydney Burnett; Piper Sandler & Co.
Blake Amen; Member of the Public

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

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 Attorney Becher 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.

ADMINISTRATIVE MATTERS

Quorum/Confirmation of Meeting Location/Posting of Notice: Attorney Becher confirmed the presence of a quorum.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made and seconded, and upon vote unanimously carried, the Board determined that this meeting would be conducted in-person and via video/teleconference and encouraged public participation. It was further noted that notice of the time, date and location was

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duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote unanimously carried, the Board approved the Agenda.

Public Comment: None.

Minutes of July 27, 2022 Special Meeting: The Board reviewed the Minutes of the July 27, 2022 Special Meeting. Following review and discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote unanimously carried, the Board approved the Minutes.

Board Appointment: The Board discussed the vacancies on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible elector, Blake Amen, was nominated to serve on the Board. Following discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote unanimously carried, the Board appointed Blake Amen to fill the vacancy on the Board. The Oath of Office was administered.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Moore, seconded by Director Klein, and upon vote, unanimously carried, the following slate of officers was appointed:

President	Otis C. Moore, III
Treasurer	Andrew R. Klein
Secretary	Blake Amen

FINANCIAL MATTERS

Public Hearing on Amendment to 2022 Budget: The public hearing to consider an amendment to the 2022 Budget was opened.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public

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hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Upon motion duly made by Director Moore, seconded by Director Klein, and upon vote unanimously carried, the Board approved the Amendment to the 2022 Budget, as discussed, and considered adoption of Resolution No. 2022-09-01 to Further Amend the 2022 Budget.

LEGAL MATTERS

2022 Subordinate Bond Issuance: Attorney Curylo discussed the Resolution authorizing the issuance of the District's Subordinate Limited Tax General Obligation Bonds, Series 2022B₍₃₎ in a maximum aggregate principal amount of up to \$900,000 (the "**Bond Resolution**") with the Board.

Following discussion, and upon motion duly made by Director Moore, seconded by Director Klein and unanimously carried, the Board approved the Bond Resolution.

Reimbursement to CFAB LLC: Following discussion, and upon motion duly made by Director Moore, seconded by Director Klein and unanimously carried, the Board authorized reimbursement to CFAB LLC under the Facilities Funding and Acquisition Agreement, as amended.

Requisition of Funds: Following discussion, and upon motion duly made by Director Moore, seconded by Director Klein and unanimously carried, the Board authorized and approved a requisition of funds and authorized necessary actions in conjunction therewith.

CONSTRUCTION MATTERS

None.

OTHER BUSINESS

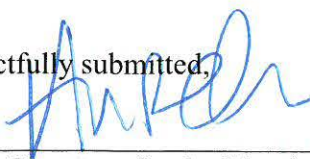
None.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By



Secretary for the Meeting