

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

CLOVERLEAF METROPOLITAN DISTRICT

Held: Monday, June 13, 2022, at 10:00 a.m. via an online meeting at: <https://us02web.zoom.us/j/7636703470>, Meeting ID: 763-670-3470 or via telephone Dial-In Number: (720) 707-2699; Meeting ID: 763-670-3470; Participant Code: press #.

Attendance:

A special meeting of the Board of Directors of Cloverleaf Metropolitan District was called and held as shown in accordance with the statutes of the State of Colorado.

The following Directors were present:

Andrew Biggs, President
Tamrin Apaydin, Treasurer
Joseph DesJardin, Secretary
Charlie Williams, Assistant Secretary
Jerry Biggs, Assistant Secretary

Also present were: Jennifer L. Ivey, Icenogle Seaver Pogue, P.C.; AJ Beckman and Noel Nail, Public Alliance, LLC; Diane Wheeler, Simmons & Wheeler P.C.; Kyle Thomas, D.A. Davidson & Co.; and Tiffany Leichman, Sherman & Howard, LLC

Call to Order/Declaration of
Quorum:

Mr. Beckman, noting the presence of a quorum, called to order the special meeting of the Board of Directors (the "Board") of the Cloverleaf Metropolitan District (the "District") at approximately 10:00 a.m.

Directors Matters/Disclosure
Matters:

Ms. Ivey advised the Board that pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board then reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosure previously made, stating the fact and summary nature of any matters, as required under Colorado law, to

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permit official action to be taken at the meeting.

Director Andrew Biggs disclosed his ownership interests of property located in the district and association with Proterra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Charlie Williams disclosed his ownership interests of property located in the district and association with Proterra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Joseph DesJardin disclosed his ownership interests of property located in the district and association with Proterra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Jerry Biggs disclosed his ownership interests of property located in the district and association with Proterra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect his interests.

Director Tamrin Apaydin disclosed her ownership interests of property located in the district and association with Proterra Properties, LLC. This disclosure is associated with approval of items on the agenda that may affect her interests.

Ms. Ivey advised the Board that written disclosures of these interests had been filed with the Secretary of State at least seventy-two hours prior to the meeting.

Approval of/Additions To/
Deletions From the Agenda:

After review and discussion, and upon motion of Director Andrew Biggs, second of Director Apaydin and unanimous vote, the Board of Directors approved the agenda as presented.

Public Comment:

None.

May 12, 2022 Special Meeting
Minutes:

Following discussion and upon motion of Director DesJardin, second of Director Apaydin and unanimous vote, the Board approved the minutes of the May 12, 2022 Special Meeting as presented.

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Legal Matters:

There were no legal matters to discuss.

Financial Matters -

Payment of Claims

Ms. Wheeler presented to and reviewed with the Board the payment of claims for the period ending May 31, 2022.

Following discussion and upon motion of Director Apaydin, second of Director Andrew Biggs, and unanimous vote, the Board of Directors ratified the payment of claims in the amount of \$7,387.58.

2022A and 2022B(3) Bonds -

Resolution authorizing the issuance of the District's General Obligation Limited Tax Bonds, Series 2022A and the District's General Obligation Limited Tax Bonds, Series 2022B(3) in the combined maximum principal amount of \$6,500,000, for the purpose of paying or reimbursing the costs of public improvements for the District:

Ms. Leichman presented to and reviewed with the Board a resolution authorizing the issuance of the District's General Obligation Limited Tax Bonds, Series 2022A and the District's General Obligation Limited Tax Bonds, Series 2022B(3) in the combined maximum principal amount of \$6,500,000, for the purpose of paying or reimbursing the costs of public improvements for the District.

As it is still necessary for the District to designate a representative to authorize the sale of the bonds on the date of the transaction and a District representative as defined in the Indenture of Trust, the Board of Directors agreed that Director Andrew Biggs and Director Apaydin could both serve in either capacity, as their availability will allow.

Additionally, Ms. Ivey noted prior to action on the items that pursuant §§ 24-18-109(3)(b) and 24-18-110, C.R.S. the Directors had complied with the voluntary disclosure requirements related to their conflicts of interest and that participation of the Directors in the vote on this matter is necessary to enable the Board of Directors to act.

Following discussion and upon motion of Director Andrew Biggs, second of Director Apaydin and, upon unanimous vote, the Board of Directors adopted a resolution authorizing the issuance of the District's General Obligation Limited Tax Bonds, Series 2022A and the District's General Obligation Limited Tax Bonds, Series 2022B(3) in the combined maximum principal amount of \$6,500,000, for the purpose of paying or reimbursing the costs of public improvements for the District.

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Other Actions Necessary None.
for the Issuance of the
District's Series 2022A
Bonds and 2022B(3)
Bonds:

Other Business: None.

Adjourn: There being no further business to come before the Board,
upon motion of Director Andrew Biggs, second of Director
Apaydin, and unanimous vote, the meeting was adjourned at
10:14 a.m.

DocuSigned by:

Joe DesJardin

Secretary of the Meeting