

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE MOUNTAIN BROOK METROPOLITAN DISTRICT HELD APRIL 26, 2021

The special meeting of the Board of Directors of the Mountain Brook Metropolitan District (referred to hereafter as the “Board”) was convened on Monday, the 26<sup>th</sup> day of April, 2021, at 9:00 A.M., Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held by Zoom. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Kevin Mulshine, President  
Kenneth Spencer, Treasurer  
Conley Smith, Secretary

##### Also In Attendance Were:

Peggy Ripko; Special District Management Services, Inc.

Alan Pogue, Esq.; Icenogle Seaver Pogue, P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Ken Guckenberger; Kutak Rock LLP

Mike Sullivan; Piper Sandler & Co.

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Pogue noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Pogue requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Pogue noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes. It was noted that disclosure statements had been timely filed for all Directors.

## RECORD OF PROCEEDINGS

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### **ADMINISTRATIVE MATTERS**

**Agenda:** Ms. Ripko distributed for the Board's review and approval a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Mulshine, seconded by Director Spencer and, upon vote unanimously carried, the agenda was approved, as presented.

**Approval of Meeting Location:** The Board entered into a discussion regarding the requirements of §32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Mulshine, seconded by Director Spencer and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of the Coronavirus (Covid-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board Meeting was held by teleconference and via Zoom without any individuals (neither District representatives nor the general public) attending in person. The Board further noted that notice of this meeting format was duly posted and that they have not received any objections to the meeting format or any requests that the meeting format be changed by taxpaying electors within its boundaries.

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### **CONSENT AGENDA**

**Consent Agenda:** The Board considered the following actions:

- Approve the Minutes of the February 22, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Spencer and, upon vote, unanimously carried, the Board approved the Consent Agenda, as presented.

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### **PUBLIC COMMENTS**

There were no public comments.

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### **FINANCIAL MATTERS**

**Engagement of Bond Counsel:** The Board discussed the engagement of Bond and Disclosure Counsel.

Following discussion, upon motion duly made by Director Mulshine, seconded by Director Spencer, and upon vote, unanimously carried, the Board authorized the engagement of Kutak Rock LLP as Bond and Disclosure Counsel.

## RECORD OF PROCEEDINGS

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**Engagement of Underwriter:** The Board discussed the engagement of Underwriter.

Following discussion, upon motion duly made by Director Mulshine, seconded by Director Smith, and upon vote, unanimously carried, the Board authorized the engagement of Piper Sandler & Co. as Underwriter.

**District Accounts:** Ms. Wheeler provided the Board an update on the District's Accounts.

**LEGAL  
MATTERS**

There were no legal matters to discuss at this time.

**OTHER BUSINESS**

There were no other matters to discuss at this time.

**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Smith, and seconded by Director Mulshine, and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: Kevin Mulshine  
Secretary for the Meeting

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## Document History



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**07 / 26 / 2021**

18:38:08 UTC

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