

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

THE BRANDS METROPOLITAN DISTRICT NOS. 1-4

Held: Wednesday, October 11, 2023, at 2:45 p.m.

This meeting was held via teleconference.

Attendance

The joint special meeting of the Boards of Directors of The Brands Metropolitan District Nos. 1-4 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, having confirmed their qualifications to serve, were in attendance:

Justin Donahoo, Secretary/Treasurer
Marissa Donahoo, Assistant Secretary
Austin Lind, Assistant Secretary
Garrett Scallon, Assistant Secretary

Director Martin Lind, President, was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were Zachary P. White, Esq. - White Bear Ankele Tanaka & Waldron, Attorneys at Law (District Legal Counsel); Gary Kerr and Lara Wynn - Water Valley Land Company (District General Manager).

Call to Order/Declaration
of Quorum

It was noted that a quorum of the Boards was present, and the meeting was called to order.

Conflict of Interest
Disclosures

Mr. White advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the 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 Boards. Mr. White inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to 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 Boards to act.

Consider Election of Officers

The Boards engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Boards elected Director Martin Lind as President, Director Justin Donahoo as Secretary/Treasurer, Director Marissa Donahoo as Assistant Secretary, Director Garrett Scallon as Assistant Secretary, and Director Austin Lind as Assistant Secretary.

Approval of Agenda

Mr. White presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Joint Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Public Comment

None.

Consent Agenda

Mr. White reviewed the items on the consent agenda with the Boards. Mr. White 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 and seconded, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- November 17, 2022 Joint Special Meeting Minutes

Legal Matters

Review Petition for Inclusion of Real Property from Nordhagen Land Company, LLC and Conduct Public Hearing on Petition for Inclusion (District No. 2)

Mr. White reviewed the Petition for Inclusion of Real Property from Nordhagen Land Company, LLC to the Board of District No. 2. Director Justin Donahoo opened the public hearing on the Petition for Inclusion of Property (Starbucks Parcel). Mr. White noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order for Inclusion of Real Property (District No. 2)

Mr. White reviewed Resolution and Order for Inclusion of Property (Starbucks Parcel) with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the

resolution.

Financial Matters

None.

Other Business

Next Meeting

November 13, 2023.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded, and unanimously carried, the Board determined to adjourn the meeting.

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



Justin Donahoo (Jan 18, 2024 14:18 MST)

Secretary for the Meeting

The foregoing minutes were approved on the 13th day of November 2023.