

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
TWIN PEAKS METROPOLITAN DISTRICT
HELD
DECEMBER 8, 2023**

A special meeting of the Board of Directors (“Board”) of Twin Peaks Metropolitan District (“District”) was duly held on Friday, December 8, 2023, at 1:00 p.m. This District Board meeting was held via Zoom and at the physical location of R Space; 1230 S. Hover St., Suite B-200, Longmont, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance:

Danaria McCoy, President (physically present at R Space)
Joseph (“Joey”) Ginsborg, Treasurer

Also In Attendance:

Paula Williams, Esq., Kate Olson, Esq. and Lisa Jacoby; McGeady Becher P.C.
Alex Fink; CliftonLarsonAllen LLP (“CLA”)
Claire Havelda; Brownstein Hyatt Farber Schreck, LLP
Ethan Anderson and Anastasia Khokhryakova; Ballar Spahr LLP
Akio Ohtake-Gordon; Piper Sandler & Co.

ADMINISTRATIVE MATTERS

Confirm Quorum/Disclosure of Potential Conflicts of Interest:

Ms. Jacoby confirmed a quorum of the Board. The Board entered into a discussion regarding the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Ms. Jacoby requested members of the Board 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 the statute. Ms. Jacoby noted that Directors’ Disclosure Statements had been filed by the statutory deadline. There were no other disclosures made.

Agenda:

The Board reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Ginsborg, seconded by Director McCoy, and upon vote unanimously carried, the Board approved the Agenda as presented.

Meeting Location, Posting of Meeting Notice:

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.

It was noted that the District Board Meeting was held both via Zoom teleconference and in person at R Space; 1230 S. Hover St., Suite B-200, Longmont, Colorado with Director McCoy attending in person. Notice of this meeting, including participation information, was duly posted and the

District had not received any objections to the meeting format or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

Public Comment:

There was no public comment.

Minutes of the October 16, 2023 Regular Meeting:

The Board reviewed the minutes of the October 16, 2023 regular meeting. Following discussion, upon motion duly made by Director McCoy, seconded by Director Ginsborg, and upon vote unanimously carried, the Board approved the October 16, 2023 regular meeting minutes.

FINANCIAL / LEGAL MATTERS

2023 Bond Issuance:

Engagement of CLA to Perform Financial Forecasting Services:

Following discussion, upon motion duly made by Director McCoy, seconded by Director Ginsborg, and upon vote unanimously carried, the Board ratified approval of the engagement of CLA to perform Financial Forecasting services related to the Bond issuance.

Resolution authorizing the issuance of the District's Subordinate Limited Tax General Obligation Bonds, Series 2023, in the maximum principal amount not to exceed \$10,000,000 (the "Bonds"):

Ms. Khokhryakova described the parameters Resolution and bond details.

Following discussion, upon motion duly made by Director Ginsborg, seconded by Director McCoy, and upon vote unanimously carried, the Board adopted the Resolution authorizing the issuance of the District's Subordinate Limited Tax General Obligation Bonds, Series 2023, in the maximum principal amount not to exceed \$10,000,000 (the "Bonds") for the purpose of paying or reimbursing the costs of public improvements for the District; authorize the execution and delivery of and performance by the District thereunder of a certain Indenture of Trust, a Bond Purchase or Placement Agent Agreement, and any such other documents, certificates, and instruments as may be necessary or required to effect the issuance of the Bonds.

Following discussion, upon motion duly made by Director Ginsborg, seconded by Director McCoy, and upon vote unanimously carried, the Board authorized the Board President as the Sales Delegate and District Representative to effectuate the bond closing projected to occur December 20, 2023. The Board assigned the District Accountant as the Responsible Person for ensuring post-issuance tax compliance pursuant to the Post - Issuance Tax Compliance Policy.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

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

Respectfully submitted,

By *Lisa Jacoby*
Secretary for the Meeting