

MINUTES OF THE JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

SWEETGRASS METROPOLITAN DISTRICT NOS. 1, AND 2

Held: June 14, 2022, at 10:00 a.m., via Zoom Teleconference.

Attendance	<p>A joint meeting of the Boards of Directors of Sweetgrass Metropolitan District Nos. 1 and 2 was held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors were in attendance:</p> <p>Jon R. Lee Jessica Brothers Steve Rane</p> <p><i>Also present for the Districts: K. Sean Allen, Esq., White, Bear, Ankele, Tanaka &amp; Waldron, Attorneys at Law, District general counsel; and KC Veio, Bond Counsel.</i></p>
Director Qualification	<p>The Directors in attendance confirmed their qualification to serve.</p>
Combined Meeting	<p>The Boards have determined to hold a joint meeting of the Districts and to prepare joint minutes of actions taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.</p>
Call to Order	<p>It was noted that a quorum of each of the Boards was present and the meeting was called to order.</p>
Disclosure Matters	<p>Mr. Allen advised the Boards that, pursuant to Colorado law, certain disclosures by the Directors may be required prior to taking official action at the meeting. The agenda for the meeting was reviewed, following which each Director confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The disclosure certificates, having been reviewed by the Directors, were made part of the official minutes of the meeting by reference. The Boards determined that participation by the Directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.</p>
Approval of Agenda	<p>The Directors reviewed the agenda. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agenda as presented.</p>

**Capital Advance  
Agreements**

Dist. No. 1 Funding and Reimbursement Agreement (Capital) with Dacono Development Company, Inc.

Director Rane noted that there is a need for District No. 1 to seek advances from Dacono Development Company, Inc. to use for certain public improvement costs. Mr. Allen provided a summary of the Funding and Reimbursement Agreement with Dacono Development Company, Inc. to the Board of District No. 1. Following discussion, upon motion duly made and seconded, the Board of District No. 1 unanimously approved the agreement.

Dist. No. 2 Funding and Reimbursement Agreement (Capital) with Dacono Properties, LLC

Director Rane noted that District No. 2 needs advancement of funds to pay off the 2018 Loan and Promissory /Note and Dacono Properties, LLC has agreed to advance money to District No. 2 for that purpose. MR. Allen provided a summary of the Funding and Reimbursement Agreement with Dacono Properties, LLC to the Board of District No. 2. Following discussion, upon motion duly made and seconded, the Board of District No. 2 unanimously approved the agreement.

**Financial Matters**

Dist. No. 1 2022 Budget Amendment Hearing and Resolution

Director Lee opened the public hearing on the 2022 Budget Amendment. Mr. Allen noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Mr. Allen reviewed the Resolution Amending the 2022 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution amending the budget.

Dist. No. 1 Consider adoption of resolution authorizing the District to issue its Subordinate General Obligation Limited Tax Bonds, Series 2022B, and approving, ratifying and confirming the execution of certain bond related documents; making determinations and findings as to other matters related to such financing transaction;

Director Rane provided a summary of the Subordinate General Obligation Limited Tax Bonds, Series 2022B to the Board of District No. 1. He noted that the remaining public improvements can now be completed using advanced funds from Dacono Development Company, Inc to pay for prior improvements and future project construction. Director Rane informed the Board that Series 2022B is evidence of debt obligation repayment at 7.95% which is a slightly lower rate than the 2018C debt repayment rate of 8%.

Mr. Veio noted that 2022B is Subordinate, but no senior debt exists in District No. 1 at this time. He informed the Board that the 2022B bonds will allow District No. 1 to issue future senior

authorizing incidental debt and parity debt.  
action; and repealing prior  
inconsistent actions

Following discussion, upon motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution authorizing the District to issue its Subordinate General Obligation Limited Tax Bonds, Series 2022B.

Next Regular Meeting

The next regular meeting of the Boards of Directors is October 27, 2022.

Adjournment

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

The foregoing minutes were approved by the Boards of Directors on October 27, 2022, and the foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

*Steve Rans*

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Secretary for the Meeting