

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF THE
INDEPENDENCE METROPOLITAN DISTRICTS NOS. 1 - 4, AND THE
INDEPENDENCE OVERLAY METROPOLITAN DISTRICT,
HELD
November 1, 2021**

A Special Board of Directors' Meeting of the Independence Metropolitan Districts Nos. 1 - 4, and the Independence Overlay Metropolitan District, was held virtually on November 1, 2021, at 1:00 p.m. The meeting was open to the public.

ATTENDANCE:

In attendance were Directors:

Timothy Craft, President
Jeffrey Keeley, Secretary/Treasurer
Randy Roberts, Assistant Secretary
Charles Foster, Assistant Secretary
Sue Blair, Assistant Secretary for District No. 4

Director Jim Yates was unable to participate, excused absence

Also, in attendance were:

Kim Reed and Jenni Brooks, Ballard Spahr
Laci Knowles, D.A. Davidson
Dianne Miller, Miller & Associates Law Offices
Kurt Schlegel, Special District Solutions, Inc.

CALL TO ORDER:

President Craft noted that a quorum of the Board was present, called the meetings to order at 1:02 p.m.

**CONFLICTS &
DISCLOSURE
STATEMENTS:**

Ms. Miller stated that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors prior to this meeting and no new conflicts of interest were disclosed at the meeting.

APPROVAL OF AGENDA:

After review of the Agenda Director Keeley moved that the Board approve the Agenda as presented. Upon a second by Director Roberts, a vote was taken and the motion carried unanimously.

RECORD OF PROCEEDINGS

PUBLIC COMMENT: None

NEW BUSINESS: District No. 3 - Investment Banking Services Agreement: Ms. Knowles presented and discussed a proposed Letter Agreement for the provision of Investment Banking Services to District No. 3. Director Keeley moved that the Board approve the Letter Agreement for the provision of Investment Banking Services to District No. 3, as presented. Upon a second by Director Roberts, a vote was taken and the motion carried unanimously.

District No. 3 - Appreciation Analysis Agreement: Ms. Miller discussed a proposed Appreciation Analysis to be performed by King & Associates. Staff will work to obtain a current proposal and will present to the Board for their consideration at their next meeting.

District No. 3 Bond Parameters Resolution: Ms. Reed and Ms. Knowles discussed the proposed issuance of Subordinate Limited Tax General Obligation Bonds, Series 2021B (the “**Bonds**”), in a maximum principal amount not to exceed \$15,000,000, for the purpose of financing or reimbursing the costs of certain public improvements and paying the costs of issuance of the Bonds; adopt a Resolution authorizing the issuance of the Bonds; authorize the execution of all related documents, instruments and certificates in connection therewith, ratify prior actions, authorize incidental actions, and repeal prior inconsistent actions. This item was identified as a District No. 4 business item on the agenda so an additional meeting will be scheduled to review and approve the required Parameters Resolution.

OTHER BUSINESS: None

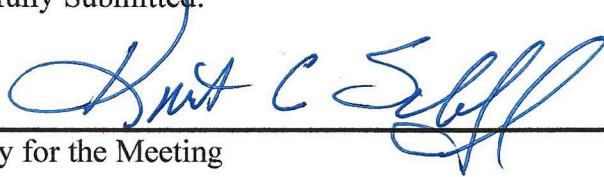
NEXT MEETING: November 4, 2021 @ 4:00 p.m.

RECORD OF PROCEEDINGS

ADJOURNMENT:

There being no further business to come before the Board, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 1:22 p.m.

Respectfully Submitted:

A handwritten signature in blue ink, appearing to read "Kurt C. Self", is written over a horizontal line.

Secretary for the Meeting