RECORD OF PROCEEDING

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF:

BENNETT CROSSING METROPOLITAN DISTRICT NO. 2

HELD THURSDAY, JANUARY 15, 2026, AT 3:00 P.M.

ADMINISTRATIVE ITEMS

The special meeting of the Board of Directors of the Bennett Crossing Metropolitan District No. 2, Adams County, Colorado, was called to order on the day shown above by Dianne Miller in accordance with the laws of the State of Colorado. The following Directors were acting:

Larry E. Gayeski, President
Michelle R. Gayeski, Secretary/Treasurer
Blake Carlson, Assistant Secretary
Mark Bush, Assistant Secretary
Brandon Edward Gayeski, Assistant Secretary

Also present were Dianne Miller, and Sonja Steele of Miller Law pllc;
Paul Wilson and Paula Hooper of CliftonLarsonAllen; Tiffany Lu Leichman of Taft Law;

CALL TO ORDER

A quorum of the Board was present, and the meeting was called to order at 3:04 p.m.

CONFLICTS OF INTEREST

Ms. Miller advised the Board that, pursuant to Colorado Law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Director Larry Gayeski owns property within the boundaries of the Districts. He also disclosed that he has an ownership interest in Gayeski Capital Equities, LLC, an entity that owns or may own real property within the Districts. These disclosures are associated with the approval of items on the agenda that may affect his interests.

Director Michelle Gayeski owns property within the boundaries of the Districts. She also disclosed that she has an ownership interest in Gayeski Capital Equities, LLC, an entity that owns or may own real property within the Districts. She further disclosed that she is the trustee for the Brandon Edward Gayeski Irrevocable Trust, which has an ownership interest in Gayeski Capital Equities, LLC, an entity that owns or may own real property within the Districts. These disclosures are associated with the approval of items on the agenda that may affect her interests.

Director Blake Carlson has an interest in a vacant land contract to purchase property within the District. This disclosure is associated with the approval of items on the agenda that may affect his interests.

Director Mark Bush has an interest in a vacant land contract to purchase property within the District. This disclosure is associated with the approval of items on the agenda that may affect his interests.

Director Brandon Gayeski has an interest in a vacant land contract to purchase property within the District and is the sole beneficiary of the Brandon Gayeski Irrevocable Trust which owns a minority interest of 15% in Gayeski Capital Equities, LLC pertaining specifically to ownership of Bennett Crossing. This disclosure is associated with the approval of items on the agenda that may affect his interests.

Written disclosures of the interests of all the directors were filed with the Secretary of State prior to the meeting.

CONSIDER ADOPTION OF A RESOLUTION AUTHORIZING THE ISSUANCE OF ITS GENERAL OBLIGATION LIMITED TAX BOND, SERIES 2026 IN THE MAXIMUM PRINCIPAL AMOUNT OF $13,100,000 FOR THE PURPOSE OF PAYING OR REIMBURSING THE COSTS OF PUBLIC IMPROVEMENTS FOR THE DISTRICT

Director L. Gayeski summarized the resolution and noted the structure of the bond and resolution with the Board. Ms. Leichman confirmed this and reviewed the resolution with the Board. The reimbursement from the original principal and interest will be tax exempt for the holder. Director L. Gayeski will be the representative required in section no. 7 of the resolution. Director Bush moved to approve the resolution, to authorize issuance of the bond, indenture trust and other documents associated with the resolution. Second by Director M. Gayeski, a vote was taken, and the motion carried unanimously.

APPROVE NOVEMBER 5, 2025, MEETING MINUTES

The minutes for November 5, 2025, meeting were reviewed by the Board. Upon motion by Director Bush and second by Director M. Gayeski, the Board unanimously approved the minutes as presented.

APPROVE ENGAGEMENT LETER WITH KING & ASSOCIATES, INC.

Director L. Gayeski reviewed the engagement letter from King C Associates to the District and noted that the budget of $11,000.00, plus potential market data costs not to exceed $500.00, is reasonable. After review and discussion, a vote was taken, motion by Director L. Gayeski and second by Director B. Gayeski; a vote was taken, and the motion carried unanimously.

APPROVE ENGAGEMENT LETTER WITH PIPER SANDLER & CO.

Director L. Gayeski reviewed the engagement letter from Piper Sandler to the District and noted that fees and expenses of $64,000 were based on PAR value and presented to attorney Ms. Miller for comment. Ms. Miller had no concerns and after review and discussion a vote was taken, motion by Director Bush and second by Director Carlson; a vote was taken, and the motion carried unanimously.

APPROVE A SECOND COST CERTIFICATION FROM IDES

The board reviewed the cost certification report from Independent District Engineering Services ("IDES") draft form with finalization pending payment of the Ash St. 12'''' sanitary sewer line. The Board has requested and is waiting for a letter from KB Home to acknowledge the amount of $1,034,317.32. Upon motion by Director L. Gayeski to approve the 2026 IDES Cost Certification modified to approve the 2026 Bond Resolution as presented, second by Director Bush, a vote was taken and the motion carried unanimously.

OTHER BUSINESS

There was no other business at this time.

ADJOURNMENT

Director L. Gayeski has moved to adjourn the meeting at 3:18 P.m. Upon a second by Director M. Gayeski, a vote was taken, and the motion carried unanimously.

Respectfully submitted,

Signed by:

65BBCA73F217404...

_______________________________________, Secretary for the Meeting

Signed by:

65BBCA73F217404...

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