

**RESOLUTION OF THE
BOARD OF DIRECTORS OF
TRIVIEW METROPOLITAN DISTRICT**

**AUTHORIZING THE ACQUISITION OF PROPERTY FROM SANTA FE PARK
JV, LLC**

WHEREAS, Triview Metropolitan District (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado, and is a duly organized and existing special district pursuant to §§ 32-1-101, *et seq.*, C.R.S.; and

WHEREAS, pursuant to § 32-1-1001(1)(h), C.R.S., the Board of Directors of the District (the “**Board**”) shall have the management, control, and supervision of all the business and affairs of the District; and

WHEREAS, § 32-1-1001(1)(f), C.R.S., as amended, authorizes the District to acquire, dispose of, and encumber real and personal property including, without limitation, rights and interests in property, leases, and easements necessary to the functions or the operation of the District; and

WHEREAS, pursuant to § 32-1-1001(1)(d), C.R.S., the Board is authorized to enter into contracts and agreements affecting the affairs of the District; and

WHEREAS, the Board has identified the need to acquire real property for the purpose of constructing a multi-use administration building for use in the District’s governmental operations, and any other capital improvements authorized by law; and

WHEREAS, the Board has determined that the Property, as defined below and shown in the attached Site Plan, has been identified as suitable for the intended purposes of the District; and

WHEREAS, the District entered into a Purchase and Sale Agreement with Santa Fe Park JV, LLC (the “**Seller**”), effective as of May 21, 2024, as amended by a First Amendment to Purchase and Sale Agreement, dated September 9, 2024 (herein collectively referred to as the “**Purchase and Sale Agreement**”), for the sale and conveyance of a tract of land generally located at the northwest corner of Baptist Road and I-25 in Monument, Colorado, and all privileges and appurtenances pertaining thereto, including any right, title, and interest of the Seller in and to easements, adjacent streets, alleys, or rights-of-way, as more particularly described in the Purchase and Sale Agreement (the “**Property**”), subject to the terms, provisions, and conditions set forth in the Purchase and Sale Agreement; and

WHEREAS, per the Purchase and Sale Agreement, the Seller shall use commercially reasonable efforts during the term of the Escrow to obtain final, non-appealable written approval from all applicable Governmental Authorities for a lot split, minor land division, lot consolidation,

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plat or replat (as applicable) so that the Property constitutes a legal lot with its own legal description on the date of Closing separate from the Retained Property; and

WHEREAS, the Seller is in the process of obtaining final, non-appealable approval of the Plat (as defined in the Purchase and Sale Agreement) and anticipates such approval in February 2025; and

WHEREAS, per the amended Closing date of the Purchase and Sale Agreement, the consummation of the transaction for the Property shall occur ten (10) days after the Plat is approved and recorded; and

WHEREAS, the Board finds it is in the best interests of the District, its residents, and property owners to purchase the Property from the Seller per the closing procedure as more particularly described in the Purchase and Sale Agreement; and

WHEREAS, pursuant to this Resolution Authorizing the Acquisition of Property from Santa Fe Park JV, LLC (the "**Resolution**"), the Board desires to authorize and approve all actions necessary to close on the purchase of the Property.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:

1. Due Diligence. The District has reviewed the results of the due diligence conducted on the Property, including but not limited to environmental assessments, title examinations, property surveys, and, soils tests and finds that the Property is suitable for its intended purposes. The Board acknowledges that all necessary inquiries and investigations have been satisfactorily completed.

2. Authorization to Purchase Property. The Board hereby authorizes the purchase of the Property pursuant to the terms and conditions outlined in the Purchase and Sale Agreement, contingent upon final approval of all required approvals and documentation and compliance with applicable legal and regulatory requirements.

3. Ratification and Approval of Prior Actions. All actions previously taken by the District's consultants, officers, or members of the Board in connection with the negotiation, authorization, and execution of the Purchase and Sale Agreement, or any related documents, are hereby ratified, approved, and confirmed as consistent with the provisions of this Resolution.

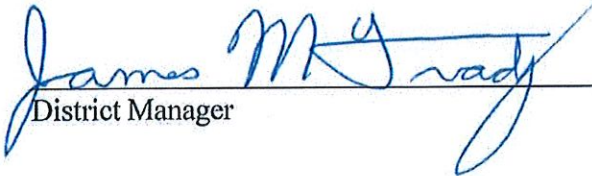
4. Authorized Directors. The Board authorizes the District Manager to execute, on behalf of the District, all necessary documents and agreements to effectuate the purchase, conveyance, and transfer of the Property from the Seller, subject to review by legal counsel and in compliance with this Resolution.

5. Definitions. Capitalized terms not defined herein shall have the meanings set forth in the Purchase and Sale Agreement.

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ADOPTED THIS 16th DAY OF DECEMBER, 2024.


TRIVIEW METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado


District Manager

ATTEST:


Sara N. Lopez

APPROVED AS TO FORM:
WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law


General Counsel to the District