

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT (THE
“DISTRICT”)
HELD
MAY 2, 2023

A special meeting of the Board of Directors of the Central Platte Valley Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, May 2, 2023, at 9:00 a.m. at 1550 Wewatta Street, Suite 540, Denver, CO 80202 and via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Amy Cara, President
Derrick Walker, Secretary/Treasurer
Lindsay Belluomo, Assistant Secretary
Jason Dorfman, Assistant Secretary

Assistant Secretary Michael Geiger was absent and excused.

Also, In Attendance Were:

Anna Jones, Shauna D’Amato, Courtney Hoff, Jason Carroll, Yelena Primachenko and Jenna Trujillo; CliftonLarsonAllen LLP
Dianne Miller, Esq. and Rhonda Bilek; Miller & Associates Law Offices, P.C.
Brandon Fries; East West Urban Management
Cole Kralik; Allied Universal
Andrew Uram; TK Elevator Corporation
Todd Wenskoski; Livable Cities Studio
Nessa Mogharreban; Denver Urban Gardens
Jason Whitlock, Steph Powell and Rachel Fitzgerald; Stantec
Jordan Kind; Hines

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director Cara called the meeting to order at 10:18 a.m. Following review, upon a motion duly made by Director Walker, seconded by Director Dorfman and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Disclosures of Potential Conflicts of Interest: Attorney Miller advised the Board that, pursuant to Colorado law, certain disclosures by the directors may be appropriate prior to taking official action at the meeting and that written disclosures of the interests of all directors were filed with the Secretary of State and the District prior to the meeting. The directors then reviewed the agenda for the meeting and previous written disclosures stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be

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taken at the meeting.

Director Cara disclosed that she is an owner of property located in the District and that she is employed by East West Partners, a developer within the District (affiliate of Union Center, LLC, and hired by Chestnut Denver, LLC under a development management agreement for the 16 Chestnut Building). She also disclosed that she is on the boards of the Denver Union Station Metropolitan Districts 1-3 and Central Platte Valley Metropolitan District. She also disclosed that she is a member of the Riverfront Park Community Foundation, and treasurer of the Railyard Dogs. This disclosure is associated with the approval of items on the agenda that may affect her interests.

Director Walker disclosed his interests as an owner of property located in the District. He also disclosed that he is an owner of Infield, which has an equity interest in the operating company that owns and manages 1801 Wewatta Street, Denver, Colorado, 80202. He also disclosed that he is on the board of the Central Platte Valley Metropolitan District. This disclosure is associated with the approval of items on the agenda that may affect his interests.

Director Belluomo disclosed her interests as an owner of property located in the District. She also disclosed she is on the Board of the Central Platte Valley Metropolitan District. She also disclosed her employment as Property Manager at 1601 Wewatta (a building within the District), which is owned by Morgan Stanley. This disclosure is associated with the approval of items on the agenda that may affect her interests.

Director Dorfman disclosed his interests as an owner of property located in the District. He also disclosed he is executive manager for MH Blue Union Station, LLC, SBA Indigo Hotel. This disclosure is associated with the approval of items on the agenda that may affect his interests.

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

Quorum, location of meeting, and posting of meeting notice: It was noted that a quorum was present allowing the Board to act on all matters to come before them at this meeting. The Board confirmed the location of the meeting and the posting of the meeting notice. Director Geiger was absent and excused.

Public comment: None.

CONSENT AGENDA

Minutes of the April 4, 2023 Regular Meeting:

March 31, 2023 Financial Statements and Cash Position Report:

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Current Claims:

Following review, upon a motion duly made by Director Walker, seconded by Director Dorfman and, upon vote, unanimously carried, the Board approved and accepted the Consent Agenda items.

FINANCIAL ITEMS

Draft 2022 Audit: Mr. Carroll reviewed the draft 2022 Audit with the Board, noting that there are new notes for debt included, but otherwise there are no changes from previous years and he expects to receive an unmodified clean opinion from the auditor.

Following review and discussion, upon a motion duly made by Director Walker, seconded by Director Dorfman and, upon vote, unanimously carried, the Board approved the draft 2022 Audit subject to receipt of an unmodified clean opinion from the auditor and subject to final legal review.

Mr. Carroll noted that Director Belluomo has been approving bills in Bill.com and another Board member needs to replace her in that role when she resigns from the Board. It was noted that Director Walker will take Director Belluomo's place as the approving party for Bill.com.

PROJECT UPDATES

Elevator Repairs:

Door Edge Repair from TK Elevator Corporation: Mr. Fries reviewed the work order with the Board. Following review, upon a motion duly made by Director Walker, seconded by Director Dorfman and, upon vote, unanimously carried, the Board ratified the approval of the door edge repair work order from TK Elevator Corporation in the amount of \$5,045.60, as presented.

Proposals for Elevator Door Clutch and Operator Repairs from TK Elevator Corporation and Proposal Breakdown: Following discussion, upon a motion duly made by Director Dorfman, seconded by Director Walker and, upon vote, unanimously carried, the Board authorized Directors Walker and Geiger as an elevator subcommittee and authorized the subcommittee to approve materials and/or entire elevator repair projects. It was noted that the elevator subcommittee will meet with Mr. Fries and Mr. Uram to determine future courses of action.

Proposals for Millennium Bridge Painting and Recoating from WSP USA, Michael Baker International and Bergeman Group: Ms. Jones reviewed the proposals with the Board. Discussion ensued. Following review and discussion, upon a motion duly made by Director Walker, seconded by Director Dorfman and, upon vote, unanimously carried, the Board approved the proposal for Millennium Bridge painting and recoating from WSP USA in the amount of

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\$180,152.64, as presented.

MANAGER ITEMS

CliftonLarsonAllen LLP Statements of Work for 2023: Attorney Miller provided an update to the Board, noting she will circulate her revisions to the Statements of Work for Directors Geiger and Walker to review. She will then circulate all revisions back to CLA within the next couple of weeks.

DIRECTOR ITEMS

None.

ATTORNEY ITEMS

Board Status: Attorney Miller provided an update to the Board, noting that Director Belluomo will send an email to her with her resignation. Once received, Attorney Miller will discuss next steps with the Board.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Walker, seconded by Director Dorfman and, upon vote, unanimously carried, the Board adjourned the meeting at 10:37 a.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting