

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT (THE
"DISTRICT")
HELD
MAY 3, 2022

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 3, 2022, at 9:00 a.m. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Amy Cara, President
Josh Fine, Secretary/Treasurer
Derrick Walker, Assistant Secretary
Lindsay Belluomo, Assistant Secretary
Jay Lambiotte, Assistant Secretary

Also, In Attendance Were:

Anna Jones, Shauna D'Amato and Deb Sedgeley; CliftonLarsonAllen LLP
Dianne Miller and Rhonda Bilek; Miller & Associates Law Offices, P.C.
A.J. Zabbia; 68 West Engineers
Brandon Fries; East West Urban Management
Cole Kralik; Allied Universal
Amanda Miller; Downtown Denver Partnership
Mike Geiger; DaVita, Inc.
Liz Viscardi; LV Events and PR
Andrew Wheeler, Brooke Hutchens, Patrick Colleran, and Rachel Romansky;
D.A. Davidson

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Director Cara called the meeting to order at 9:05 a.m. Following review, upon a motion duly made by Director Lambiotte, seconded by Director Fine and, upon vote, unanimously carried, the Board approved the agenda as presented.

Disclosures of potential conflicts of interest: Ms. 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 taken at the meeting.

RECORD OF PROCEEDINGS

Director Fine disclosed his interests as an owner of property located in the District and an employment relationship with Focus Property Group, which manages property located within and without the boundaries of the District. He also disclosed that he is on the board of the Central Platte Valley Coordination Metropolitan District and the RiNo Business Improvement District. This disclosure is associated with the approval of items on the agenda that may affect his interests.

Director Lambiotte disclosed his interests as an owner of property located in the District and an employment relationship with East West Partners (affiliate of Union Center, LLC, and hired by Chestnut Denver, LLC under a development management agreement for the 16 Chestnut Building). He also disclosed that he is on the boards of the Denver Union Station Metropolitan District Nos. 1-5 and the Central Platte Valley Metropolitan District. This disclosure is associated with the approval of items on the agenda that may affect his 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 Coordination 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 disclosure 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.

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.

Public comment: None.

FINANCIAL ITEMS

Bond refinancing update: Ms. Hutchens reviewed the bond refinancing options for 2013/2014 Bonds with the Board. She stated that the Midwest One 2013 and 2014 Bonds will be refinanced at a 16-year term/full amortization for maturity in 2038, and at the 21-year/full amortization for maturity in 2043. The

RECORD OF PROCEEDINGS

Board requested that D.A. Davidson reevaluate the legal counsel fees. Following review and discussion, upon a motion duly made by Director Lambiotte, seconded by Director Walker and, upon vote, unanimously carried, the Board authorized D.A. Davidson to execute a refinancing term sheet. Following discussion, upon a motion duly made by Director Walker, seconded by Director Lambiotte and, upon vote, unanimously carried, the Board appointed Directors Lambiotte and Cara to a refinancing subcommittee to oversee the ongoing process and review and approve the term sheet. Attorney Miller noted that she recommends Mike McGuinness as primary Bond counsel and Kimberley Reed as a backup. Ms. Hutchens excused herself from the meeting at this time.

2021 audit: Director Cara called the Central Platte Valley Coordination Metropolitan District meeting to order at 9:34 a.m. Following review, upon a motion duly made by Director Walker, seconded by Director Belluomo and, upon vote, unanimously carried, the Board approved the Central Platte Valley Coordination Metropolitan District agenda as presented. Director Cara resumed the Board's business on the Central Platte Valley Metropolitan District agenda. Ms. Sedgeley reviewed the draft 2021 audit with the Board, noting that the auditor issued a clean opinion. Following review, upon a motion duly made by Director Fine, seconded by Director Walker and, upon vote, unanimously carried, the Board approved the draft 2021 audit as presented. At this time, the Board moved to the Central Platte Valley Coordination Metropolitan District agenda to discuss the draft 2021 audit.

Other: None.

CONSENT AGENDA

Minutes of the April 5, 2022 Special Meeting:

March 31, 2022 Financial Statements and Cash Position Report:

Current Claims:

Information items:

Other:

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

ENGINEER'S REPORT - A.J. ZABBIA

Holiday lighting update: Mr. Zabbia provided an update to the Board regarding the holiday lighting, noting that the process is slowly moving. He stated that he is receiving the bid for the holiday lighting and is finishing up the specs now. No action was taken.

RECORD OF PROCEEDINGS

Other: Mr. Zabbia informed the Board that he is currently coordinating the electrical irrigation/infrastructure while waiting for replacement trees.

MANAGER ITEMS

Other: None.

DIRECTOR ITEMS

Other: None.

ATTORNEY ITEMS

Other: None.

OTHER BUSINESS

Other: 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 Lambiotte and, upon vote, unanimously carried, the Board adjourned the meeting at 9:58 a.m.

Respectfully submitted,

DocuSigned by:

Josh Fine

3FFE5AFDBC4D4E5...

Secretary for the Meeting