

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT (THE
“DISTRICT”)
HELD
MARCH 1, 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, March 1, 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 and Deb Sedgely; CliftonLarsonAllen LLP
Dianne Miller and Rhonda Bilek; Miller & Associates Law Offices, P.C.
A.J. Zabbia, 68 West Engineers
David Booth, East West Urban Management
Amanda Miller, Downtown Denver Partnership
Andrew Wheeler, D.A. Davidson

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Director Cara called the meeting to order at 9:04 a.m. Following review, upon a motion duly made by Director Lambiotte, seconded by Director Walker 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.

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

RECORD OF PROCEEDINGS

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.

CONSENT AGENDA

Minutes of the February 1, 2022 Special Meeting:

January 31, 2022 Financial Statements and Cash Position Report:

Current Claims:

Information items:

RECORD OF PROCEEDINGS

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.

FINANCIAL ITEMS

Bond refinancing update: Ms. Sedgeley introduced Mr. Wheeler, who reviewed the potential refinancing scenarios with the Board. Discussion ensued. Director Cara noted that she would review the refinancing options more thoroughly before taking any action. She directed Ms. Sedgeley to coordinate a sensitivity analysis for the multiple refinancing scenarios with D.A. Davidson and Piper Sandler.

Bill.com utilization: Ms. Sedgeley reviewed the logistics of Bill.com with the Board. It was noted that this agenda item will be discussed further at the April meeting after staff discusses this option internally and presents a recommendation to the Board.

Other: None.

**ENGINEER'S
REPORT – A.J.
ZABBIA**

Tree replacement bidding update and consider appointment of award committee: This item was discussed at the Central Platte Valley Coordination Metropolitan District meeting. No further action was taken.

Holiday lighting update: Mr. Zabbia provided an update to the Board regarding holiday lighting, noting that the holiday lighting bid will be ready in April.

Millennium Bridge painting update: Mr. Zabbia stated that there are no updates at this time and he will present a recommendation to the Board at the April meeting.

Other: None.

MANAGER ITEMS

Other: None.

DIRECTOR ITEMS

Meeting document execution: Ms. Bilek discussed the coordination of meeting signatures via DocuSign with the Board. It was determined this item would be discussed by staff.

Other: None.

ATTORNEY ITEMS

Election update: Attorney Miller provided an update to the Board regarding the May 2022 election, noting that Directors Fine, Lambiotte and Walker are re-elected to 3-year terms. She stated that Notices of Cancellation of the election

RECORD OF PROCEEDINGS

will be published and Oaths of Office will be sent to the Board in May.

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 Fine, seconded by Director Belluomo and, upon vote, unanimously carried, the Board adjourned the meeting at 10:28 a.m.

Respectfully submitted,

DocuSigned by:

Josh Fine

3FFE6AFDBG4D4E5...

Secretary for the Meeting