

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
CENTRAL PLATTE VALLEY METROPOLITAN DISTRICT (THE
“DISTRICT”)
HELD
JUNE 7, 2022

A regular meeting of the Board of Directors of the Central Platte Valley Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, June 7, 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, Esq. and Rhonda Bilek, Esq.; 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
Jennifer Black; Hines Interests Limited Partnership
Patrick Colleran; D.A. Davidson
Andrew Rubin; Greenburg Taurig, LLP
Jason Dorfman; McWhinney Real Estate Development

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Director Cara called the meeting to order at 9:02 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 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 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.

CONSENT AGENDA

Minutes of the May 3, 2022 Special Meeting:

April 30, 2022 Financial Statements and Cash Position Report:

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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/or accepted the Consent Agenda items.

FINANCIAL ITEMS

Other: None.

ENGINEER'S REPORT – A.J. ZABBIA

Holiday lighting update: Mr. Zabbia provided an update to the Board regarding the holiday lighting, noting that a contractor will be onboard for the work this summer.

Other: None.

MANAGER ITEMS

Other: None.

DIRECTOR ITEMS

Other: None.

ATTORNEY ITEMS

Final determination for the District to issue and refund general obligation indebtedness, and to approve the adoption of a Resolution authorizing the District's Unlimited Tax General Obligation Refunding Loan, Taxable Convertible to Tax-Exempt, Series 2022A/Series2022B in a maximum principal amount not to exceed \$35,885,000 for the Series 2022A loan and a maximum principal amount not to exceed \$16,245,000 for the Series 2022B loan for the purpose of refunding outstanding bonds which financed the costs of public improvements for the District: Mr. Colleran reviewed the loan refinancing terms and conditions with the Board. Attorney Miller stated that she will draft a letter to property owners regarding the refinance and share with CLA to distribute. It was noted that Directors Fine and Walker will be the designated signers for the refinancing documents. Following review and discussion, upon a motion duly made by Director Fine, seconded by Director Walker and, upon vote, unanimously carried, the Board adopted the Resolution authorizing the District's Unlimited Tax General Obligation Refunding Loan, Taxable Convertible to Tax-Exempt, Series 2022A/Series2022B in a maximum principal amount not to exceed \$35,885,000 for the Series 2022A loan for the purpose of refunding outstanding bonds which financed the costs of public improvements for the District, as presented.

Following review and discussion, upon a motion duly made by Director Fine, seconded by Director Walker and, upon vote, unanimously carried, the Board

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adopted the Resolution authorizing the District's Unlimited Tax General Obligation Refunding Loan, Taxable Convertible to Tax-Exempt, Series 2022A/Series2022B in a maximum principal amount not to exceed \$16,245,000 for the Series 2022B loan for the purpose of refunding outstanding bonds which financed the costs of public improvements for the District, as presented.

License Agreement with Cupbop Highlands Square CO, LLC regarding a sidewalk café/kiosk in the 17th Street Gardens: Attorney Miller reviewed the License Agreement with the Board. Discussion ensued regarding the \$1,500 license fee and \$1,500 deposit. Following review and discussion, upon a motion duly made by Director Walker, seconded by Director Belluomo and, upon vote, unanimously carried, the Board approved the License Agreement with Cupbop Highlands Square CO, LLC regarding a sidewalk café/kiosk in the 17th Street Gardens, as presented.

Other: None.

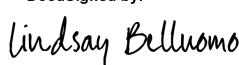
OTHER BUSINESS

Other: Director Lambiotte resigned his office on the Board of Directors of the District.

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 Fine and, upon vote, unanimously carried, the Board adjourned the meeting at 9:47 a.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting