

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS  
OF DIRECTORS

OF THE

CASTLEVIEW METROPOLITAN DISTRICT NOS. 1 & 2

Held: November 11, 2020, at 1:00 P.M.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Tanya Alpert  
Michael Alpert  
Neill Alpert

Also present were: Jennifer Gruber Tanaka, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; and Kimberly Johanns, Simmons & Wheeler, District accountant.

**ADMINISTRATIVE  
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and  
Confirmation of Director  
Qualifications

Ms. Tanaka noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures  
of Potential or Existing  
Conflicts of Interest

Ms. Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Tanaka noted that a quorum was present and inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters

scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings                      The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Castleview Metropolitan District Nos. 1 and 2, collectively.

Approval of Agenda                      Ms. Tanaka presented the Boards with the agenda for the meeting. Upon motion of Mr. M. Alpert, seconded by Ms. Alpert, the Boards unanimously approved the agenda as amended to remove items d and e under Consent Agenda and to add discussion regarding the opening of a checking account and ColoTrust account under Financial Matters.

Excusal of Absences                      The Boards noted the absences of Mr. R. Alpert and Mr. H. Alpert. Upon motion of Mr. M. Alpert, seconded by Ms. Alpert, the Boards unanimously excused their absences.

**PUBLIC COMMENT**                      None.

**CONSENT                      AGENDA**                      The Board was presented with the consent agenda items. Upon **MATTERS**                      motion of Mr. M. Alpert, seconded by Ms. Alpert, the Boards unanimously took the following actions:

- a. Approved the Minutes from the September 29, 2020 Special Meeting
- b. Adopted Resolution No. 2020-11-01: 2021 Annual Administration Resolution
- c. Adopted Resolution No. 2020-11-02: Resolution Concerning the Location of Special and Regular Meetings of the Board of Directors
- d. Removed.
- e. Removed.
- f. Approved the Renewal of Consultant and Contractor Agreements for 2021 (copies of all agreements available upon request; no changes in scope or fees unless otherwise noted. New Agreements to be signed with District as necessary):
  - i. WHITE BEAR ANKELE TANAKA & WALDRON for General Counsel Services
  - ii. Simmons & Wheeler, P.C., for Accounting Services
  - iii. Innovative Land Consultants, Inc. for Cost Certification Services (District No. 2)

## FINANCIAL MATTERS

Public Hearing on 2020 Budget Amendment and Adoption of Resolution No. 2020-11-03 (District No. 2) Ms. Alpert opened the public hearing on the 2020 budget amendment for District No. 2. Ms. Tanaka reported that notice of the public hearing was published in accordance with Colorado law and no objections were received prior to the hearing. Ms. Johanns reviewed the budget amendment with the Board. There being no public comment, the hearing was closed.

Upon motion of Mr. M. Alpert, seconded by Ms. Alpert, the Board of District No. 2 unanimously approved the budget amendment and adopted Resolution No. 2020-11-03.

Public Hearing on 2021 Budget and Adoption of Resolution No. 2020-11-04 (District No. 1), 2020-11-05 (District No. 2): Adopting Budget, Imposing Mill Levy Appropriating Funds Ms. Alpert opened the public hearings on the 2021 budgets. Ms. Tanaka reported that notices of the public hearings were published in accordance with Colorado law and no objections were received prior to the hearings. Ms. Johanns reviewed the budgets with the Boards. There being no public comment, the hearings were closed.

Upon motion of Mr. M. Alpert, seconded by Ms. Alpert, the Boards unanimously approved the budgets and adopted Resolution No. 2020-11-04 (District No. 1), 2020-11-05 (District No. 2): Adopting Budget, Imposing Mill Levy Appropriating Funds.

Discuss and Consider Use of Bill.Com for Processing of District Claims Ms. Johanns discussed bill.com with the Boards for the processing of the payment of claims.

Upon motion of Mr. M. Alpert, seconded by Mr. N. Alpert, the Boards unanimously approved the use of bill.com and authorized Ms. Alpert, Mr. M. Alpert and Mr. N. Alpert as the authorized signors.

Checking Account and ColoTrust Account for District No. 2 Ms. Johanns recommended that a checking account for District No. 2 be opened now that the District has issued bonds and imposes a mill levy. Ms. Johanns also recommended opening a ColoTrust account for the District as well.

Upon motion of Mr. M. Alpert, seconded by Mr. N. Alpert, the Board of District No. 2 unanimously authorized the opening of a checking account at FirstBank and opening of a ColoTrust account.

Status of Certification of Remaining Capital Costs The Board of District No. 2 discussed the status of the certification of the remaining capital costs. Ms. Tanaka reported that Innovative Land Consultants, the District's third party engineer, is

reviewing costs submitted by Richmond American Homes and hopes to finalize the cost certification in the near term. Ms. Tanaka noted that because the improvements are not yet accepted by the Town, they will need to be conveyed to the District during the initial acceptance period to enable the reimbursement of those costs. This will require that a Warranty Agreement be entered in by the District and Richmond and/or Castleview, L.L.C. Once the costs are certified, the District can meet to accept the costs, approve the required agreements and conveyance documents, and approve the requisition under the Series 2020 Bonds.

## **LEGAL MATTERS**

Update Regarding District Website and Engagement of Heatherly Creative, LLC for Website Design Services

Ms. Tanaka noted that the Statewide Internet Portal Authority (“SIPA”) has been inundated with websites and has not yet created a website for the Districts. Ms. Tanaka presented the Boards with a proposal from Heatherly Creative, LLC for website design services as an alternative. The initial cost to set up the website, including hosting services, is approximately \$2,200. Afterwards, the costs are minimal for any updates and maintenance.

Upon motion of Mr. M. Alpert, seconded by Mr. N. Alpert, the Boards unanimously approved the engagement of Heatherly Creative, LLC for website design services.

## **OTHER BUSINESS**

Next Regular Meeting

The next meeting is scheduled for July 14, 2021, at 1:00 P.M.

## **ADJOURNMENT**

There being no further business to come before the Board, upon motion, second and unanimous vote, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

*Tanya Alpert*

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Secretary for the District