

MINUTES OF A JOINT REGULAR MEETING OF THE  
BOARDS OF DIRECTORS

OF THE

CASTLEVIEW METROPOLITAN DISTRICT NOS. 1 & 2

Held: November 10, 2021, at 1:00 P.M.

**ATTENDANCE**

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

Harvey Alpert  
Rodney Alpert  
Tanya Alpert  
Neill Alpert

Also present were: Jennifer Gruber Tanaka, Esq., and Audrey G. Johnson, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; Kimberly Johanns, Simmons & Wheeler, District accountant; Brian Alpert, Castleview, L.L.C.; Sam Hartman, D.A. Davidson & Co., Private Placement Agent; and Steph Chichester, North Slope Advisors, LLC, Municipal Advisor.

**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 Castlevue Metropolitan District Nos. 1 and 2, collectively.

Excusal of Absence The Boards noted the absence of Mr. M. Alpert. Upon motion of Mr. R. Alpert, seconded by Ms. Alpert, the Boards unanimously excused his absence.

Approval of Agenda Ms. Tanaka presented the Boards with the agenda for the meeting. Upon motion of Mr. R. Alpert, seconded by Ms. Alpert, the Boards unanimously approved the agenda as amended to add under the Consent Agenda the approval of the Engagement of Haynie & Company for 2021 Audit Services for District No. 1 and No. 2, and the authorization to open a ColoTrust Account for District No. 1. Further, the agenda was amended to remove items c and f-j under the Consent Agenda and to remove the consideration of the adoption of the Bond Resolution No. 2021-11-04.

**PUBLIC COMMENT** None.

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

- a. Approved the Minutes from the September 28, 2021 Joint Special Meeting
- b. Approved the Payment of Claims as of November 10, 2021 (\$11,924.06) (District No. 1) (\$26,517.78) (District No. 2)
- c. REMOVED
- d. Adopted Resolution No. 2021-11-01: 2022 Joint Annual Administration Resolution
- e. Adopted Resolution No. 2021-11-02: Joint Resolution of Boards of Directors Calling May 2022 Election
  - i. Confirmed the Methods of Providing the Calls for Nomination: 1) Emailing/Mailing (as required by statute); and 2) Posting on Website
- f. REMOVED
- g. REMOVED
- h. REMOVED
- i. REMOVED
- j. REMOVED
- k. Adopted Resolution No. 2021-11-03: Determining That All Project Costs Have been Paid Under General Obligation

- Limited Tax Refunding Bonds, Series 2020A (District No. 2)
- l. Renewed the Consultant and Contractor Agreements for 2022 (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) (adjustment in rates to be provided)
  - m. Approval of Engagement of Haynie & Company for 2021 Audit Services for District No. 1 and No. 2
  - n. Approval of Opening of ColoTrust Account for District No. 1

## FINANCIAL MATTERS

2021 Bonds (District No. 2) Mr. Hartman provided the Board with an update regarding the issuance of the 2021 Bonds and noted that he is working to finalize the structure of the bonds for consideration by the Board. A separate meeting will be conducted to consider adoption of the bond resolution once the final structure has been determined.

Public Hearing on 2021 Budget Amendment and Adoption of Resolution No. 2021-11-05 (District No. 2) Mr. H. Alpert opened the public hearing on the 2021 budget amendment for District No. 2. Ms. Tanaka noted that the notice of public hearing was published in accordance with Colorado law and noted that no objections were received prior to the hearing. Ms. Johanns reviewed the proposed budget amendment with the Board. There being no public comment, the public hearing was closed.

Upon motion of Ms. Alpert, seconded by Mr. R. Alpert, the Board unanimously approved the 2021 budget amendment and adopted Resolution No. 2021-11-05.

Public Hearings on 2022 Budgets and Adoption Resolutions Nos. 2021-11-06 (District No. 1) and Resolution No. 2021-11-07 (District No. 2): Adopting Budget, Imposing Mill Levy and Appropriating Funds Mr. H. Alpert opened the public hearings on the 2022 budgets. Ms. Tanaka noted that the notices of public hearings were published in accordance with Colorado law and noted that no objections were received prior to the hearings. Ms. Johanns reviewed the proposed budgets with the Boards. There being no public comment, the public hearings were closed.

Upon motion of Mr. R. Alpert, seconded by Ms. Alpert, the Board unanimously approved the 2022 budgets and adopted Resolutions Nos. 2021-11-06 (District No. 1) and Resolution No. 2021-11-07 (District No. 2): Adopting Budget, Imposing Mill Levy and Appropriating Funds.

Discussion of Status of Cost Certification (District No. 1) Ms. Tanaka reported that Mr. Marrocco is working with Ms. McCormick to gather the documents needed by Mr. Marrocco to prepare a submittal for review and certification by Mr. Marrocco.

Other Financial Matters None.

**LEGAL MATTERS** None.

**OTHER BUSINESS**

Next Regular Meeting The next meeting is scheduled for July 13, 2022, at 1:00 P.M.

**ADJOURNMENT**

There being no further business to come before the Boards, 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*

---

Secretary for the Districts