

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF
CCP METROPOLITAN DISTRICT NO. 1
HELD
OCTOBER 8, 2024

A special meeting of the Board of Directors (“Board”) of the CCP Metropolitan District No. 1 (“District”) was convened on Tuesday, October 8, 2024, at 3:00 p.m. The District Board meeting was held in person at the offices of Public Alliance, LLC, 405 Urban Street, Ste. 310, Lakewood, Colorado 80228 and virtually via Zoom video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors present and acting:

Sarah Laverty; President
Cameron R. Bertron, Treasurer
Don Stage, Assistant Secretary
Joel Scott, Assistant Secretary
Judy Duran; Assistant Secretary

Also present were:

Ann Finn, District Manager; Public Alliance, LLC (via Zoom)
Arielle Campo, Operations Supervisor; Public Alliance, LLC (in-Person)
Jon Hoistad, Esq.; McGeady Becher P.C. (via Zoom)
Margaret Henderson; CliftonLarsonAllen LLP (via Zoom)
Tiffany Leichman; Sherman and Howard L.L.C. (via Zoom)
Laci Knowles; D.A. Davidson & Co. (via Zoom)

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney Hoistad noted a quorum was present and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Hoistad that disclosures of potential conflicts of interest were filed with the Secretary of State by the statutory deadline.

Agenda: The Board reviewed the Agenda for the meeting.

Following discussion, upon motion duly made by Director Stage, seconded by Director Bertron and, upon vote unanimously carried, the Board approved the Agenda.

Meeting Location: The Board entered into discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting.

Following discussion, upon motion duly made by Director Stage, seconded by Director Bertron and, upon vote unanimously carried, the Board determined to conduct this meeting at Public Alliance, LLC, 405 Urban Street, Suite 310, Lakewood, CO 80228 and via Zoom video/teleconference. The Board noted that notice of the date, time and physical location / Zoom meeting information was duly posted on the District's website and the Board has not received any objections to the format or any requests that the meeting format be changed by taxpaying electors within the boundaries of the District.

August 2, 2024 Regular Meeting Minutes: Following review, upon a motion duly made by Director Scott, seconded by Director Stage and, upon vote unanimously carried, the Board approved the Minutes of the August 2, 2024 Regular Meeting.

Public Comment: There was no public comment.

**OPERATIONS AND
MAINTENANCE**

Managers' Report: None.

**FINANCIAL
MATTERS**

Public Hearing on Amendment to 2024 Budget: Director Lavery opened the public hearing to consider the proposed 2024 Budget Amendment and to discuss related issues.

Ms. Finn noted that a Notice stating that the Board would consider amending the 2024 budget and the date, time, and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

There were no comments, and the public hearing was closed.

It was noted that an amendment was not necessary.

Proposed Issuance of Series 2024 Bonds by CCP Metropolitan District No. 3 ("District No. 3"):

Consent and Waiver – Adams County, dated September 18, 2024: Attorney Hoistad noted that the Consent and Waiver from Adams County was received on September 18, 2024.

Consent and Waiver - City and County of Denver: Attorney Hoistad informed the Board that Denver had requested additional documents, which have been provided, and he anticipates receiving the Consent and Waiver prior to closing.

Engagement Letter by and among the District, District No. 3 and North Slope Capital Advisors for Financial Advisor Scope of Services: The Board reviewed the Engagement Letter by and among the District, District No. 3 and North Slope Capital Advisors for Financial Advisor Scope of Services.

Following review, upon a motion duly made by Director Scott, seconded by Director Bertron and, upon vote unanimously carried, the Board ratified approval of the Engagement Letter by and among the District, District No. 3 and North Slope Capital Advisors for Financial Advisor Scope of Services.

Resolution Authorizing a Capital Pledge Agreement by and among the District, District No. 3 (together, the “Districts”), and UMB Bank, N.A. for the purpose of providing revenue to District No. 3 for the repayment of the General Obligation Limited Tax Refunding Bonds, Series 2024 to be issued by District No. 3 for the refinancing of indebtedness previously incurred by the Districts; approving the form of such Capital Pledge Agreement; authorizing the execution and delivery by the District thereof and performance by the District thereunder; approving related financing documents in connection therewith; authorizing incidental action; repealing prior inconsistent actions; and establishing the effective date thereof (“Capital Pledge Resolution”): Ms. Knowles discussed the structure of District No. 3’s Bond issuance. Ms. Leichman reviewed the Capital Pledge Resolution and underlying documents with the Board.

Following discussion, upon motion duly made by Director Duran, seconded by Director Bertron and, upon vote unanimously carried, the Board adopted the Capital Pledge Resolution.

Necessary Actions in Connection with District No. 3’s Proposed Series 2024 Bond Issuance: Following discussion, upon motion duly made by Director Duran, seconded by Director Bertron and, upon vote unanimously carried, the Board authorized any necessary actions in connection with District No. 3’s proposed Series 2024 Bond issuance.

LEGAL MATTERS

None.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

Signed by:

Secretary D8A7B76654324CB...