

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARD
OF DIRECTORS

OF

CHERRY CREEK SOUTH METROPOLITAN DISTRICT NOS.
4-11

Held: Thursday, August 26, 2021 at 1:00 p.m. via teleconference.

Attendance

The Joint Special meeting of the Board of Directors of Cherry Creek South Metropolitan District Nos. 4-11 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Kurt Wolter
Kim Jensen

Also present were Kristin Bowers Tompkins, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Sarah Hunsche and Matt Janke, E5X Management, Inc.

**Call to Order/Declaration
of Quorum**

It was noted that a quorum of the Boards was present and the meeting was called to order at 1:03 p.m.

**Conflict of Interest
Disclosures**

Ms. Tompkins advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tompkins reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of 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. Tompkins inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. Ms. Tompkins noted that Chris, Sarah and Brian have not filed disclosures for this meeting. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

Ms. Tompkins presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as amended, to remove item 7.a. Consider Approval of Transaction Based Informed Consent to Representation from White Bear Ankele Tanaka &

Waldron, 7.b. Consider Engagement of Otten Johnson Robinson Neff + Ragonettie, PC, as Special Counsel (District Nos. 5 and 6), and 7.a. Consider approval of District Coordinating Services Intergovernmental Agreement.

Public Comment

None.

Director Matters

Consider Appointment of Directors to the Boards (District Nos. 4-6)

The Boards engaged in a discussion regarding the Appointment of Directors to the Boards of District Nos. 4-6. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the appointments of Brian Trybus, Christopher Elliott, and Sarah Hunsche to the Boards.

The Board determined to appoint Officers at the next meeting.

Consent Agenda

Ms. Tompkins provided the items on the consent agenda to the Board. Ms. Tompkins advised that any item can be removed from the consent agenda to the regular agenda upon a request from any Director. No items were requested to be moved from the consent agenda. Upon a motion duly made, seconded and unanimously carried, the Board approved, ratified and adopted the following items:

- Minutes from November 10, 2020 Special Meeting;
- Resolution Designating the Location of Meetings of the Board of Directors;
- Resolution Calling May 2022 Election;
- Engagement Letter with Piper, Sandler & Co. for Underwriting Services;
- 2020 Annual Report; and
- Audit Exemption for 2020.

Legal Matters

Conduct Public Hearing on Inclusion and Consider Adoption of Resolution and Order for Inclusion of Property owned by North Parker Investments, LLC (District No. 4)

Director Wolter opened the public hearing on the Petition for Inclusion of Property (Two Parcels). Ms. Tompkins noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Ms. Tompkins reviewed the Petition and Resolution and Order for Inclusion of Property (Two Parcels) with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 determined to grant the petition and adopt the resolution.

Conduct Public Hearing on Inclusion and Consider Adoption of Resolution and Order for Inclusion of Property owned by North Parker Investments, LLC (District No. 6)

Director Wolter opened the public hearing on the Petition for Inclusion of Property (One Parcel). Ms. Tompkins noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Ms. Tompkins reviewed the Petition and Resolution and Order for Inclusion of Property (One Parcel) with the Board of District No. 6. Following discussion, upon a motion duly made and seconded, the Board of District No. 6 determined to grant the petition and adopt the resolution.

Financial Matters

Consider Approval of Payment of Claims (District No. 11)

There were no claims to approve.

Other Financial Matters

None.

Discuss 2021 Bond Issuance

Approval of Engagement Letter with Ballard Spahr as Bond Counsel (District Nos. 5 and 6)

Ms. Tompkins presented the Engagement Letter with Ballard Spahr as Bond Counsel to the Boards of District Nos. 5 and 6. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement of Ballard Spahr.

Approval of Engagement Letter with Sherman & Howard as Disclosure Counsel (District No. 5)

Ms. Tompkins presented the Engagement Letter with Sherman & Howard as Disclosure Counsel to the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the engagement of Sherman & Howard.

Consider Approval of Special Bond Fee Disclosure Letter with White Bear Ankele Tanaka & Waldron (District No. 5)

Ms. Tompkins presented the Special Bond Fee Disclosure Letter with White Bear Ankele Tanaka & Waldron to the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the special bond fee disclosure letter.

Consider Approval of Engagement of Zonda Advisory to Prepare Market Study (District Nos. 4-6)

The Boards of District Nos. 4-6 engaged in a discussion regarding the Engagement of Zonda Advisory to Prepare Market Study. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the engagement of Zonda Advisory.

Open bank accounts for District Nos. 4-6

The Boards of District Nos. 4-6 engaged in a discussion regarding Opening Bank Accounts for the Districts. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved opening bank accounts for District Nos. 4-6.

Other Business

Next Meeting – November 9, 2021.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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


Kim Jensen (Nov 11, 2021 10:58 MST)

Secretary for the Meeting

The foregoing minutes were approved on the 9th day of November, 2021.