

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

WESTERLY CREEK METROPOLITAN DISTRICT

Held: Monday, June 7, 2021 at 1:00 P.M. held via Zoom Conferencing at 1-346-248-7799; meeting ID: 973 2856 3481 Password: 185291

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Public 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:

Director Ungemah;
Katie Dell;
Kristin Rozansky; and
Justin Ross – Arrived at 1:22 p.m.

Tim Thornton was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were:

- Megan J. Murphy, Esq. and Jennifer Gruber Tanaka, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District General Counsel;
- John Simmons, Simmons & Wheeler, District Accountant;
- Michael Kerrigan, City and County of Denver Mayor's Office; and
- Marcus Lock, Esq., and Jacob With, Esq., Law of the Rockies.

ADMINISTRATIVE MATTERS

Call to Order

Ms. Murphy noted that a quorum of the Board was present and called the meeting to order.

Declaration of Quorum and Confirmation of Director Qualifications A quorum for the Board was confirmed present and the directors' qualifications to serve were also confirmed.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest Ms. Murphy advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Murphy 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 Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Murphy 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda The Board reviewed the proposed agenda for the meeting. Following discussion, upon motion by Mr. Ungemah and seconded by Ms. Rozansky, the Board unanimously approved the agenda as amended.

PUBLIC COMMENT None.

CONSENT AGENDA Ms. Murphy reviewed the items on the consent agenda with the Board. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. Upon a motion duly made by Mr. Ungemah and seconded by Ms. Rozansky, the following items on the consent agenda were approved, ratified and adopted:

- a. Minutes from May 18, 2021 Special Meeting; and
- b. Payment of Claims in the amount of \$3,770.93.

SDC UPDATE
Updates from SDC The Board deferred this agenda item.

EXECUTIVE SESSION

Regarding receiving legal advice as it relates to SDC Reduced Operations Plan and Intergovernmental Financing Upon motion of Mr. Ungemah seconded by Ms. Rozansky, and upon an affirmative vote of at least two-thirds of the quorum present, the Board entered in executive session at 1:09 P.M. for the purpose of obtaining legal advice related to the SDC Reduced

and Construction Agreement with Park Creek Metropolitan District and pursuant to § 24-6-402(4)(e), C.R.S., for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, instructing negotiators pursuant to § 24-6-402(4)(e), C.R.S.

Operations Plan and Intergovernmental Financing and Construction Agreement with Park Creek Metropolitan District pursuant to Section 24-6-402(4)(e), C.R.S.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of legal counsel to the District, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

Also pursuant to § 24-6-402(4), C.R.S., the Board did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Board reconvened in regular session at 1:52 P.M.

**MATTERS RELATED TO
PARK CREEK
METROPOLITAN
DISTRICT**

Updates from Park Creek Metropolitan District

The Board deferred this agenda item.

Discuss Volunteers for Attendance at Next Park Creek Metropolitan District Meeting

Ms. Dell noted that she will attend the next Park Creek Metropolitan District meeting.

Consider Consent to Mediation with Park Creek Metropolitan District and Appointment of Committee to Attend Mediation

The Board engaged in discussion regarding the mediation with Park Creek Metropolitan District and the need to appointment a committee to attend mediation. Following discussion, upon a motion duly made by Mr. Ross and seconded by Ms. Rozansky, the Board unanimously consented to mediation with Park Creek Metropolitan District and appointed Mr. Ross and Ms. Rozansky to attend mediation on behalf of the Board.

FINANCIAL MATTERS

None.

LEGAL MATTERS

None.

OTHER BUSINESS

Next Meeting

The Board noted the next regular meeting scheduled for June 16, 2021 will be cancelled.

ADJOURNMENT

There being no further business to come before the Board, upon motion, second 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.

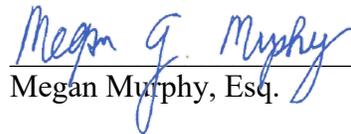

David Ungemah (Aug 23, 2021 16:03 MDT)

Secretary for the District

The foregoing minutes were approved by the Board of Directors on the 18th day of August, 2021.

**ATTORNEY STATEMENT
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION**

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Westerly Creek Metropolitan District, I attended the executive session at a special meeting of Westerly Creek Metropolitan District convened at 1:09 P.M. on June 7, 2021 for the sole purpose of discussing the SDC Reduced Operations Plan and Intergovernmental Financing and Construction Agreement with Park Creek Metropolitan District as authorized by Section 24-6-402(4)(b), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.


Megan Murphy, Esq.