

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

WESTERLY CREEK METROPOLITAN DISTRICT

Held: August 26, 2021 at 9:00 A.M. held at the Master Community Association offices, 8351 E. Northfield Blvd., Denver, CO 80238 and via teleconferencing
Link: <https://us02web.zoom.us/j/82626606224>;
Phone: 346-248-7799

ATTENDANCE

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

Justin Ross;
Katie Dell;
Dave Ungemah; and
Kristin Rozansky.

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

Also present were:

- Jennifer Gruber Tanaka, Esq. and Megan J. Murphy, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District General Counsel;
- Marcus Lock, Esq., Law of the Rockies;
- Jan Bevier, Stapleton Development Corporation;
- Tammi Holloway, Stapleton Development Corporation;
- Diane Wheeler, Simmons & Wheeler;
- Barbara Neal, Public Art Consultant to Park Creek Metropolitan District;
- Forrest Hancock and Sarah French, Brookfield Properties Development;
- Dawn Bookhardt, Esq., Butler Snow;
- Robbi Jones, Kipling Jones;
- Keven Burnett, MCA;
- Kerry O'Connell, M.A. Mortenson;
- Shannon Gifford, City and County of Denver;
- Ty Holt, Esq., The Holt Group;
- Joseph Stanoch, CRL Associates;
- Richard Anderson;
- Ray Coffey;

- John Holt;
- Tamara Gaffney;
- Debra Jackson;
- Matt Quinn;
- Terry Whitney;
- Rebekeh Henderson;
- Dana Elkind;
- Matthew Ackerman;
- John R. Walling;
- Paul R. Cockrel, Esq., David A. Greher, Esq., Micki L. Mills, and Sarah Luetjen, Collins Cockrel & Cole; and
- King Harris, Rus Heise, James Chrisman, and Brian Fennelly from Park Creek Metropolitan District Board of Directors.

JOINT MEETING

This meeting was held as a joint meeting with Park Creek Metropolitan District.

**OPEN DISCUSSION WITH
PARK CREEK
METROPOLITAN
DISTRICT BOARD OF
DIRECTORS**

The Board engaged in open discussion with Park Creek Metropolitan District regarding the issues and consequences of the settlement offers that have been presented by both the District and Park Creek Metropolitan District.

EXECUTIVE SESSION

Regarding receiving legal advice as it relates to SDC Reduced Operations Plan and Intergovernmental Financing 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.

Upon motion of Mr. Ross seconded by Mr. Ungemah, and upon an affirmative vote of at least two-thirds of the quorum present, the Board entered in executive session at 11:15 A.M. for the purpose of obtaining legal advice related to the SDC Reduced 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 11:45 A.M.

Mr. Ross acknowledged that progress has been made to resolve the issue between the District and Park Creek Metropolitan District and advised that the District has determined to call a special meeting to discuss Park Creek Metropolitan District's request for the District to withdrawal its threatened litigation letter and sign the settlement agreement with all Board members present.

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.

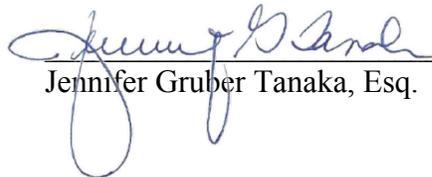
Katie Bedard Dell
Katie Bedard Dell (Sep 27, 2021 11:25 MDT)

Secretary for the District

The foregoing minutes were approved by the Board of Directors on the 27th day of September, 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 11:15 A.M. on August 26, 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.


Jennifer Gruber Tanaka, Esq.