

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
DENVER CONNECTION WEST
METROPOLITAN DISTRICT (THE “DISTRICT”)
HELD
January 7, 2025

A special meeting of the Board of Directors of the District (referred to hereafter as the “Board”) was convened on Tuesday, January 7, 2025, at 6:00 p.m. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Jeffery Hall
Tina Woodard
Marc Robson
Rachelle Weigold
Shawn Hampleton

Also In Attendance Were:

Elisabeth A. Cortese, Esq. and Suzanne Meintzer, Esq.; McGeady Becher Cortese Williams P.C.
Jerry Jacobs and Shanda Flores; Timberline District Consulting, LLC (“Timberline”)
Yelena Primachenko; CliftonLarsonAllen LLP (“CLA”)
Public: Tom Buckett; Brenda Melgar; Brian; Carina Della Betta; Vanessa Roman; Laysa Shreves; Tye Brown; Mia Janes; Alec; Josi Sharp; Jamila Bryant; Johanna Sprunk; CN Dickens; two phones without name identification

ADMINISTRATIVE MATTERS

Quorum and Disclosures of Potential Conflicts of Interest: The Board 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. No disclosures were made, and it was noted that all Directors are residents of the District.

Agenda: The Board reviewed the Agenda for the District’s Special Meeting. Following discussion, upon motion duly made by Director Hall, seconded by Director Robson, and upon vote unanimously carried, the Board approved the Agenda as amended.

Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), of the Colorado Revised Statutes (“C.R.S.”), concerning the location of the District’s Board meeting. Following discussion, the Board noted this District Board meeting was held via Zoom. The Board further noted that notice of this meeting and the conference/video access was duly posted and that it had not received any objections to the format of the meeting or any requests that the meeting format be changed by taxing electors within the District’s boundaries.

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PUBLIC COMMENT

Public Comment: Public comment was moved to the end of the meeting.

LEGAL MATTERS

Updated on Avion Park Funding Agreement by and between the District and the City and County of Denver (the "City"): Attorney Cortese provided a brief update on the status of the Avion Park Funding Agreement, reporting that the City approved the Avion Park Funding Agreement in November, 2024 and signed on December 9, 2024.

Update on 2024 Loan between the District and NBH Bank: Attorney Cortese reported that, following receipt of the signed Avion Park Funding Agreement, the District closed on the 2024 Loan on December 20, 2024.

CAPITAL IMPROVEMENTS

Public bidding requirements related to park improvements: Attorney Meintzer briefly summarized public bidding requirements, noting that special districts that wished to construct public improvements over a certain amount were required to publicly bid for the contractor, and that the City had additional requirements, including prevailing wage, minimum wage, and women/minority owned businesses.

City public art requirements: Attorney Meintzer briefly summarized the City's public art requirement, which requires 1% of the construction budget to be dedicated to public art. Attorney Cortese noted that William Lyon Homes/Taylor Morrison had set aside \$200,000 for this purpose.

Engagement of Brownstein Hyatt Farber Schreck, LLP ("BHFS") for special counsel: Attorney Meintzer discussed the recommendation to engage BHFS as special construction counsel. The Board wished to receive legal advice on this topic in Executive Session (discussed below).

District engineer services: Attorney Meintzer explained the proposal from The Connexion Group and asked whether the Board wished to change engineers. The Board wished to receive legal advice on this topic in Executive Session (discussed below).

Requirements under Avion Park Funding Agreement related to coordination with the City and County of Denver: Attorney Meintzer briefly summarized the monthly reporting requirements and reimbursement/payment request terms under the Avion Park Funding Agreement with the City.

Executive session pursuant to Sections 24-6-402(4)(b), C.R.S., to receive legal advice regarding capital improvement matters: Pursuant to Sections 24-6-402(4)(b), C.R.S., upon motion duly made by Director Hall, seconded by Director Robson, and upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 6:26 p.m. for the purpose of receiving legal advice regarding capital improvement matters, as authorized by Section 24-6-402(4)(b), C.R.S. Furthermore, pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will

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be kept of those portions of the executive session that, in the opinion of the Board's attorney, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

Following discussion, upon motion duly made by Director Hall, seconded by Director Robson, the Board reconvened in regular session at 6:50 p.m.

Following discussion, upon motion duly made by Director Robson, seconded by Director Hall, and upon vote unanimously carried, the Board approved the engagement of BHFS as special construction counsel.

Following discussion, the Board determined to conduct work session interviews with The Connexion Group and Independent District Engineering Services, LLC for engineering services.

Public Comment: Brenda Melgar asked whether the Board wished to hire The Connexion Group. Attorney Meintzer clarified that the Board wishes to first conduct interviews and then will make a decision.

OTHER BUSINESS

Next Regular Meeting: The Board confirmed quorum for the next regular meeting scheduled for January 28, 2025 at 6:00 p.m. via Zoom.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made, and upon vote unanimously carried, the meeting was adjourned.

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

Respectfully submitted,

By: Tina Woodard
Secretary for the Meeting

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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 the Denver Connection West Metropolitan District, I attended the executive session meeting for the Denver Connection West Metropolitan District which convened at 6:26 p.m. and adjourned at 6:50 p.m. on January 7, 2025 for the purpose of receiving legal advice regarding capital improvement matters, 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)(d.5)(II)(B), C.R.S.

Signed Elisabeth A. Cortese
Elisabeth A. Cortese, Attorney for the District
Dated: January 7, 2025

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Denver Connection West Metropolitan District, I attended the executive session meeting for the Denver Connection West Metropolitan District which convened at 6:26 p.m. and adjourned at 6:50 p.m. on January 7, 2025 for the purpose of receiving legal advice regarding capital improvement matters, 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)(d.5)(II)(B), C.R.S.

Signed Suzanne Meintzer
Suzanne Meintzer, Attorney for the District
Dated: January 7, 2025