

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

THE CANYONS METROPOLITAN DISTRICT NO. 5

Held: Friday, June 18, 2021 at 9:30 a.m. via teleconference.

Due to the threat posed by the COVID-19 coronavirus, this meeting was held via teleconference.

Attendance

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance.

Jonathan Alpert  
Scott Alpert

Director Everett was absent and excused.

Also present were Clint C. Waldron, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Shelby Clymer, CliftonLarsonAllen, LLP, District Accountant; Kaitlin Crandell, Alpert Companies; Kim Reed, Ballard Spahr, LLP, Bond Counsel; Stephanie Chichester and Nick Taylor, North Slope Capital Advisors; and Brooke Hutchens and Laci Knowles, D.A. Davidson & Co.

Call to Order

Director Jonathan Alpert called the meeting to order.

Declaration  
Quorum/Director  
Qualifications

of Mr. Waldron 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. Mr. Waldron 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. 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. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as presented.

Public Comment                            None.

**Consent Agenda**                        Ms. Murphy presented the items on the consent agenda to the Board for consideration. 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. No items were requested removed from the consent agenda. Upon motion duly made and seconded, the following items on the consent agenda were unanimously approved and/or adopted:

– Minutes from May 10, 2021 Special Meeting

**Bond Matters**

Discuss Secondary Market Transaction Related to Series 2016 Bonds                      Ms. Hutchens discussed the secondary market transaction related to the series 2016 Bonds with the Board.

Consider Approval of a Resolution Authorizing the Execution and Delivery by The Canyons Metropolitan District No. 5, in The City of Castle Pines, Douglas County, Colorado, of a Third Supplemental Indenture of Trust for the Purpose of Amending Certain Provisions of an Indenture of Trust Pertaining to the District’s Limited Tax General Obligation and Special Revenue Bonds, Series 2016, and Related Documents                      Ms. Reed reviewed the Resolution Authorizing the Execution and Delivery by The Canyons Metropolitan District No. 5, in the City of Castle Pines, Douglas County, Colorado, of a Third Supplemental Indenture of Trust for the purpose of amending certain provisions of an Indenture of Trust pertaining to the District’s Limited Tax General Obligation and Special Revenue Bonds, Series 2016, and related documents with the Board. It was noted that the bond holder is marketing the bonds and working with D.A. Davidson & Co., and the District is not part of the bond sales. Ms. Reed also noted that in exchange for the District modifying the indenture the District is increasing minimum denomination of the Bonds to \$500,000 and the Bonds will be transferred electronically through DTC which decreases the chance that mom and pop investors will purchase these Bonds. In addition, the District is receiving an investor letter to ensure there are protections for the benefit of the District. Ms. Chichester noted that the District is not participating in the market study, cash flow analysis, or other marketing materials and these documents should clearly state that these documents are prepared for the Bond holders. Following discussion, upon a motion duly made and seconded, the Board unanimously approved and adopted the Resolution Authorizing the Execution and Delivery by The Canyons Metropolitan District No. 5, in The City of Castle Pines, Douglas County, Colorado, of a Third Supplemental Indenture of Trust for the Purpose of

Amending Certain Provisions of an Indenture of Trust Pertaining to the District's Limited Tax General Obligation and Special Revenue Bonds, Series 2016, and Related Documents.

Other Bond Matters None.

**Legal Matters**

Other Legal Matters None.

**Financial Matters**

Update on Review of Costs Associated with the Completion of District-Eligible Public Improvements Ms. Clymer updated the Board on the review of costs associated with the completion of district-eligible public improvements noting that the remaining of the second quarter costs will be presented at the August meeting, and the third quarter at the November meeting, with a transition to bi-annual acceptance in 2022.

Consider Approval and Adoption of Resolution Regarding Acceptance of Verified Costs No. 19 Ms. Clymer reviewed the Resolution Regarding Acceptance of Verified Costs No. 19 with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved and adopted the Resolution Regarding Acceptance of Verified Costs No. 19.

Consider Approval and Adoption of Resolution Regarding Acceptance of Verified Costs No. 20 Ms. Clymer reviewed the Resolution Regarding Acceptance of Verified Costs No. 20 with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved and adopted the Resolution Regarding Acceptance of Verified Costs No. 20.

Acknowledge Receipt of Eligible Deposit(s) and Authorize Written Representation, Written Covenant and Written Acknowledgement as set forth in the Master Reimbursement Agreement Ms. Reed discussed the acknowledgment of receipt of eligible deposit(s) and authorizing the written representation, written covenant, and written acknowledgement, as set forth in the Master Reimbursement Agreement with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized the written representation, written covenant, and written acknowledgement as set forth in the Master Reimbursement Agreement.

Other Financial Matters None.

**Other Business** None.

**Adjourn** There being no further business to come before the Board, and following discussion and upon 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.

DocuSigned by:

*Scott Alpert*

Secretary for the Meeting

The foregoing minutes were approved on this 9th day of August, 2021.