

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

HIGHPOINTE PARK METROPOLITAN DISTRICT

Held: Tuesday, May 19, 2020, at 10:30 A.M. 355 S. Teller Street, Lakewood, Colorado

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, and pursuant to the Supplemental Public Securities Act, 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:

AJ Beckman
Lisa A. Johnson
John Craig

Also present were: Jennifer Gruber Tanaka, Esq., and Trisha Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Diane Wheeler, Simmons & Wheeler, District Accountant; Kevin Parker, Bob Gustine, Kevin Christy, and Charlene Perhacs, Armstrong HighPointe, LLC; Tiffany Leichman, Esq., Sherman & Howard, Bond Counsel; and P. Jonathan Heroux, Piper Sandler, Placement Agent.

ADMINISTRATIVE MATTERS

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Tanaka noted that a quorum for the Board was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with 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. Tanaka noted that a quorum was present and 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda

Ms. Tanaka presented the Board with the agenda. Upon motion of Mr. Beckman, seconded by Ms. Johnson, the Board unanimously approved the agenda as presented.

PUBLIC COMMENT

There were no public comments.

CONSENT AGENDA

Ms. Tanaka presented the Board with the consent agenda items. Upon motion of Mr. Beckman, seconded by Ms. Johnson, the Board unanimously took the following actions:

- a. Approved the Board Meeting Minutes from November 6, 2019 Regular Meeting
- b. Ratified Resolution No. 2020-04-01: Resolution Establishing Electronic Signature Policy
- c. Adopted Resolution No. 2020-05-01: Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings
- d. Adopted Resolution No. 2020-03-02 Concerning the Location of Meetings of the Board of Directors
- e. Adopted Resolution No. 2020-05-03 Concerning Public Records Request Policy
- f. Ratified the Second Addendum to MMI Water Engineers, LLC Independent Contractor Agreement
- g. Ratified the Private Placement Agreement with Piper Sandler regarding the issuance of the Series 2020 Bonds
- h. Ratified the Special Bond Fee Disclosure Letter with White Bear Ankele Tanaka & Waldron regarding the issuance of the Series 2020 Bonds
- i. Ratified the Engagement Letter with Sherman & Howard as bond counsel in relation to the issuance of the Series 2020 Bonds
- j. Ratified the Payment of Claims as of December 31, 2019 (\$16,873.03)
- k. Ratified the Payment of Claims as of March 31, 2020 (\$28,424.55)
- l. Accepted the Unaudited Financial Statements as of December 31, 2019

FINANCIAL MATTERS

Public Hearing on 2020 Budget Amendment and Consider Adoption of Resolution No. 2020-05-04

Mr. Beckman opened the public hearing on the 2020 budget amendment. Ms. Tanaka reported that notice of the public hearing was published in accordance with Colorado law and no objections were received prior to the hearing. There being no public comment, Mr. Beckman closed the public hearing.

Ms. Wheeler reviewed the 2020 budget amendment with the Board. Upon motion of Mr. Beckman, seconded by Ms. Johnson, the Board unanimously adopted the 2020 budget amendment and adopted Resolution No. 2020-05-04.

Issuance of Series 2020 Bonds

Adoption of Resolution No. 2020-05-05 authorizing the issuance of the District's General Obligation (Limited Tax Convertible to Unlimited Tax) Bonds, Series 2020 in the maximum aggregate principal amount of \$1,850,000 (the "Series 2020 Bonds"); and authorizing the execution and delivery of all documents, agreements, and certificates in connection therewith.

Mr. Heroux reviewed the proposed bond issuance structure with the Board. It is anticipated that the par amount of the Series 2020 Bonds will be \$1,781,000, subject to any changes in market conditions. Ms. Leichman reviewed with the Board Resolution No. 2020-05-05 authorizing the issuance of the Series 2020 Bonds containing the parameters within which the Board is authorizing the transaction. Ms. Leichman updated the Board with regard to the bondholders from prior issuances for the Series 2020 Bonds to be issued on a parity basis with prior issuances. Ms. Leichman also reviewed the DTC consent process and timing.

Upon motion of Mr. Beckman, seconded by Ms. Johnson, the Board unanimously approved the issuance of the Series 2020 Bonds and adopted Resolution No. 2020-05-05.

Adoption of Resolution No. 2020-05-06 relating to Amendments to the Resolution Authorizing the District's General Obligation (Limited Tax convertible to Unlimited Tax) Bonds, Series 2016B

Ms. Leichman reviewed with the Board Resolution No. 2020-05-06 relating to Amendments to the Resolution Authorizing the District's General Obligation (Limited Tax convertible to Unlimited Tax) Bonds, Series 2016B which are necessary due to the issuance of the Series 2020 Bonds.

Upon motion of Mr. Beckman, seconded by Ms. Johnson, the Board unanimously approved the issuance of the Series 2020 Bonds and adopted Resolution No. 2020-05-06.

LEGAL MATTERS

None.

CONSTRUCTION MATTERS

Storm Water Inspection Update

Ms. Tanaka reported that Mr. Simons completed his annual inspection of the District's storm water system. The report was

provided to Armstrong so that the District's landscape contractor can address the concerns and make the necessary repairs and maintenance.

DEVELOPER MATTERS

Status of Development Mr. Parker reported that Bank of America received their permits recently from the City and will begin construction soon.
Status of Owners' Association for Development Mr. Gustine reported that Mr. Lasek is working on the covenants.

OTHER BUSINESS

Next Meeting The next regular meeting is scheduled for July 22, 2020, at 2:00 PM.

ADJOURNMENT

There being no further business to come before the Board, upon motion, second and unanimous vote, the meeting was adjourned.

Lisa A. Johnson
Lisa A. Johnson (Nov 23, 2020 16:38 MST)
Secretary for the District












2020-11-04 Meeting Packet - HPP

Final Audit Report

2020-11-23

Created:	2020-11-05
By:	Andie Eckstrum (aekstrum@wbapc.com)
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"2020-11-04 Meeting Packet - HPP" History

-  Document created by Andie Eckstrum (aekstrum@wbapc.com)
2020-11-05 - 9:09:29 PM GMT- IP address: 50.209.233.181
-  Document emailed to AJ Beckman (abeckman@highviewwater.com) for signature
2020-11-05 - 9:15:39 PM GMT
-  Email viewed by AJ Beckman (abeckman@highviewwater.com)
2020-11-09 - 10:51:35 PM GMT- IP address: 174.51.201.225
-  Document e-signed by AJ Beckman (abeckman@highviewwater.com)
Signature Date: 2020-11-10 - 0:00:40 AM GMT - Time Source: server- IP address: 174.51.201.225
-  Document emailed to lisa.johnson@claconnect.net for signature
2020-11-10 - 0:00:43 AM GMT
-  Email sent to lisa.johnson@claconnect.net bounced and could not be delivered
2020-11-15 - 0:17:46 AM GMT
-  Andie Eckstrum (aekstrum@wbapc.com) replaced signer lisa.johnson@claconnect.net with Lisa A. Johnson (Lisa.Johnson@claconnect.com)
2020-11-23 - 11:38:01 PM GMT- IP address: 50.209.233.181
-  Document emailed to Lisa A. Johnson (Lisa.Johnson@claconnect.com) for signature
2020-11-23 - 11:38:02 PM GMT
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2020-11-23 - 11:38:22 PM GMT- IP address: 104.47.41.254
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2020-11-23 - 11:39:01 PM GMT