

**MINUTES OF THE ORGANIZATIONAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
RIVERPARK METROPOLITAN DISTRICT (THE “DISTRICT”)  
HELD  
FEBRUARY 18, 2020**

An organizational meeting of the Board of Directors of the District (referred to hereafter as the “Board”) was convened on Tuesday, the 18<sup>th</sup> day of February, 2020, at 1:00 P.M., at the offices of Evergreen Devco, Inc., 1873 South Bellaire Street, Suite 1200, Denver, Colorado. The meeting was open to the public.

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**Directors In Attendance Were:**

Tyler Carlson  
Erika Shorter  
Jeffrey Wikstrom  
Amber Carlson  
Susan Wikstrom

**Also In Attendance Was:**

Megan M. Becher, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

Cathy Hamilton; Simmons & Wheeler, P.C.

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**DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST**

The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Becher requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Becher noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes.

**ADMINISTRATIVE  
MATTERS**

**Agenda:** Ms. Becher distributed for the Board’s review and approval a proposed Agenda for the District's organizational meeting.

Following discussion, upon motion duly made by Director J. Wikstrom, seconded by Director T. Carlson and, upon vote unanimously carried, the Agenda was approved.

**Approval of Meeting Location:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director J. Wikstrom, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board determined that because there was not a suitable or

convenient location within its boundaries, or within the county in which the District is located, to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of this location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

**Public Comment:** There was no public comment.

**Oaths of Office and Organizational Documents:** It was confirmed by Attorney Becher that the oaths of office and organizational documents had been filed with the proper offices.

**Special District Public Disclosure Document:** Attorney Becher explained the requirements of Section 32-1-104.8, C.R.S., to the Board and acknowledged the recording of the General Disclosure Document as required thereunder. No action was required by the Board.

**Appointment of Officers:** Following discussion, upon a motion duly made by Director J. Wikstrom, seconded by Director T. Carlson and, upon vote, unanimously carried, the following officers were appointed for the District:

President:	Tyler Carlson
Secretary:	Erika Shorter
Assistant Secretary:	Amber Carlson
Assistant Secretary:	Susan Wikstrom
Treasurer/Assistant Secretary:	Jeffrey Wikstrom

**Engagement of McGeady Becher P.C. as District General Counsel:** The Board considered the engagement of McGeady Becher P.C. as District General Counsel. Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board engaged McGeady Becher P.C. as District General Counsel.

**Engagement of District Manager:** The Board deferred consideration of the engagement of a District Manager.

**Engagement of Simmons & Wheeler, P.C. as District Accountant:** The Board considered the engagement of Simmons & Wheeler, P.C. as District Accountant. Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board engaged Simmons & Wheeler, P.C. as District Accountant.

**Engagement of District Bond Counsel:** The Board discussed the engagement of District Bond Counsel. No action was taken by the Board.

**Engagement of District Underwriter:** The Board considered the engagement of District Underwriter. No action was taken by the Board.

**Eligible Governmental Entity Agreement by and between the District and the Statewide Internet Portal Authority of the State of Colorado (“SIPA IGA”):**

Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom, and upon vote unanimously carried, the Board approved the SIPA IGA.

**2020 Regular Meeting Schedule/Resolution Establishing Regular Meeting Dates, Times and Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices (“Resolution No. 2020-02-01”):**

The Board determined to hold its regular meetings in 2020 on October 26<sup>th</sup> at 2:00 p.m. at Evergreen Devco, Inc., 1873 South Bellaire Street, Suite 1200, Denver, Colorado 80222. Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom, and upon vote unanimously carried, the Board approved Resolution No. 2020-02-01.

**Resolution Authorizing District Insurance Coverage through the Colorado Special Districts Property and Liability Pool and the Special District Association:**

Attorney Becher reviewed the statutory requirements for insurance coverage with the Board. Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote unanimously carried, the Board adopted Resolution No. 2020-02-02; Resolution Authorizing District Insurance Coverage through the Colorado Special Districts Property and Liability Pool and the Special District Association.

**Agency Services Agreement by and between the District and T. Charles Wilson Insurance Service:**

Following review and discussion, upon motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote unanimously carried, the Board approved the Agency Services Agreement by and between the District and T. Charles Wilson Insurance Service.

**Directors’ Fees:** The Board discussed the payment of directors’ fees. Following discussion, it was determined that directors would not be paid at this time.

**FINANCIAL MATTERS**

**Federal Employer Identification Number (“FEIN”), Sales Tax Exemption and PDPA Numbers:**

Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board approved the execution of the following documents:

1. Form SS-4 Application for FEIN;
2. Application for Sales Tax Exemption for Colorado Organizations; and
3. Application by Official Custodian for Assignment of PDPA Number for Public Funds Deposited in Banks.

**Investment Policy:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board approved the establishment of a policy authorizing investments in accordance with state statutes.

**Appointment of District Accountant to Prepare 2020 Budget:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board ratified appointment of the District Accountant to prepare the District's 2020 Budget.

**Operation Funding Agreement by and between the District and Evergreen-Mineral & Santa Fe, L.L.C.:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board approved the Operation Funding Agreement by and between the District and Evergreen-Mineral & Santa Fe, L.L.C., subject to finalization by District General Counsel.

**Public Hearing on 2020 Budget:** The Board then opened the public hearing to consider the District's proposed 2020 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of the 2020 Budget, and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing. There was no public in attendance. The public hearing was closed.

Ms. Hamilton reviewed the proposed 2020 expenditures.

Following review and discussion, upon a motion made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote unanimously carried, Resolution No. 2020-02-03; Resolution to Adopt the 2020 Budget and Appropriate Sums of Money was adopted, as discussed, and execution of the Certification of Budget was authorized. District General Counsel was also authorized to transmit the Certification of Budget to the Division of Local Government.

**District Bank Account:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board approved the establishment of an operating account with all Board members being authorized signatories and checks requiring one signature.

**Proposed Bond Issuance:** The Board deferred discussion of this matter.

**LEGAL  
MATTERS**

**Intergovernmental Agreement by and between the District and the City of Littleton:** Attorney Becher reviewed the Intergovernmental Agreement by and between the District and the City of Littleton, required pursuant to the District's Service Plan. Following discussion, upon motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board approved the Intergovernmental Agreement by and between the District and the City of Littleton.

**Intergovernmental Agreement by and between the District and Southwest**

**Metropolitan Water and Sanitation District:** Attorney Becher reviewed the Intergovernmental Agreement by and between the District and Southwest Metropolitan Water and Sanitation District. Following discussion, upon motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board approved the Intergovernmental Agreement by and between the District and Southwest Metropolitan Water and Sanitation District.

**Resolution Providing Policy Regarding Recording of Public and Executive Session Meetings:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-02-04; Resolution Providing Policy Regarding Recording of Public and Executive Session Meetings.

**Resolution Providing for the Defense and Indemnification of Directors and Employees of the District:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-02-05; Resolution Providing for the Defense and Indemnification of Directors and Employees of the District.

**Resolution Declaring the District's Intent to Reimburse Expenditures with the Proceeds of Future Tax-Exempt Bonds:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-02-06; Resolution Declaring the District's Intent to Reimburse Expenditures with the Proceeds of Future Tax-Exempt Bonds.

**Resolution Regarding the District's Intent to Reimburse Developer for Advances for Operations, Maintenance and Capital Expenses:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-02-07; Resolution Regarding the District's Intent to Reimburse Developer for Advances for Operations, Maintenance and Capital Expenses.

**Resolution Regarding Colorado Open Records Act Requests:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-02-08; Resolution Regarding Colorado Open Records Act Requests.

**Resolution Regarding the Retention and Disposal of Public Records and Adopting a Public Record Retention Schedule:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-02-09; Resolution Regarding the Retention and Disposal of Public Records and Adopting a Public Records Retention Schedule.

**Facilities Funding and Acquisition Agreement by and between the District and Evergreen-Mineral & Santa Fe, L.L.C.:** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board approved Facilities Funding and Acquisition Agreement by and between the District and Evergreen-Mineral & Santa Fe, L.L.C., subject to finalization by District General Counsel.

**Imposition of District Fees:** Following discussion, it was determined that District fees would not be imposed.

**Resolution Calling a Regular Election for Directors on May 5, 2020, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election (“2020 Election Resolution”):** Following discussion, upon a motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board adopted the 2020 Election Resolution.

**CONSTRUCTION MATTERS**

**Schedule for Construction Activity:** Discussion ensued regarding the anticipated schedule for construction activity and the need for agreements related to management, project management, engineering and cost verification services.

**OTHER BUSINESS**

**Website Consent:** Following discussion, upon motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote, unanimously carried, the Board consented to have the District be listed on the McGeady Becher P.C. website.

**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director T. Carlson, seconded by Director J. Wikstrom and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

Secretary 