

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

MURPHY CREEK METROPOLITAN DISTRICT NO. 5

Held: January 25, 2022, at 10:00 A.M.

**ATTENDANCE**

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

Rodney A. Alpert  
Harvey Alpert  
Tanya Alpert  
Brian Alpert

Also present were: Jennifer Gruber Tanaka, Esq. and Audrey G. Johnson, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law, District general counsel; Kimberly Johanns, Simmons & Wheeler, District accountant; Sam Hartman, D.A. Davidson & Co.; and Allison Altaras, Esq., Otten Johnson Robinson Neff + Ragonetti, Developer Counsel.

**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 Boards 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 that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, 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 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 participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Excusal of Absence The Board noted the absence Mr. M. Alpert. Upon motion of Mr. B. Alpert, seconded by Ms. Alpert, the Board unanimously excused his absence.

Agenda Ms. Tanaka presented the Board with the agenda for the meeting and requested the removal of item 5.B from the agenda. Upon motion of Mr. B. Alpert, seconded by Ms. Alpert, the Board unanimously approved the agenda, as amended to remove item 5.B from the agenda.

**PUBLIC COMMENT** None.

**CONSENT AGENDA** The Board was presented with the consent agenda items. Upon motion of Mr. R. Alpert, seconded by Mr. B. Alpert, the Board unanimously took the following actions:

- a. Approved the Updated Engagement Letter for WHITE BEAR ANKELE TANAKA & WALDRON for Legal Services

**FINANCIAL MATTERS**

Authorization of Opening of Checking Accounts and COLOTRUST Account Ms. Johanns noted the need to open a checking account and a ColoTrust account.

Upon motion of Ms. Alpert, seconded by Mr. B. Alpert, the Board unanimously authorized the opening of a checking account at FirstBank and the opening of a ColoTrust account. All directors will be signors and Tanya and Brian will review invoices through bill.com.

**LEGAL MATTERS**

Conduct Public Hearing on Inclusion of Property (17.152 Acres – Murphy Creek LLC) and Adoption of Resolution No. 2022-01-01: Resolution and Order for Inclusion of Property (17.152 Acres) Mr. R. Alpert opened the public hearing on the inclusion of 17.152 acres owned by Murphy Creek LLC. Ms. Tanaka reported that public notice of the hearing was published in accordance with Colorado law and no written objections were submitted. There being no public comment, the public hearing was closed.

Upon motion of Ms. Alpert, seconded by Mr. B. Alpert, the Board unanimously approved the inclusion and adopted Resolution No. 2022-01-01: Resolution and Order for Inclusion of Property (17.152 Acres).

Conduct Public Hearing on Exclusion of Property (77.852 Acres - Murphy Mr. R. Alpert opened the public hearing on the exclusion of 77.852 acres owned by Murphy Creek LLC from the District. Ms. Tanaka reported that public notice of the hearing was published in

Creek LLC) and Adoption of Resolution No. 2022-01-03: Resolution and Order for Exclusion of Property (77.852 Acres - Murphy Creek LLC)

accordance with Colorado law and no written objections were submitted. There being no public comment, the public hearing was closed.

Upon motion of Mr. R. Alpert, seconded by Mr. B. Alpert, the Board unanimously approved the exclusion and adopted Resolution No. 2022-01-03: Resolution and Order for Exclusion of Property (77.852 Acres - Murphy Creek LLC).

**OTHER BUSINESS**

Next Meeting

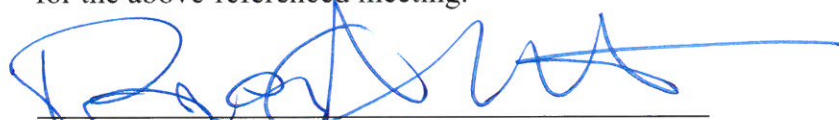
Ms. Tanaka noted the need to schedule a meeting to consider an additional inclusion. The Board determined to meet in special session on February 2, 2022, at 10:00 A.M.

The next regular meeting is scheduled for July 13, 2022.

**ADJOURNMENT**

There being no further business to be conducted, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes for the above-referenced meeting.

  
Secretary for the Meeting