

MINUTES OF A JOINT REGULAR MEETING OF THE  
BOARDS OF DIRECTORS

OF

MURPHY CREEK METROPOLITAN DISTRICT NOS. 1, 2, 4, &  
5

Held: July 10, 2024, at 10:00 A.M.

*The meeting was held via teleconferencing.*

**ATTENDANCE**

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

District No. 1

Tanya Alpert  
Rodney Alpert  
Michael Alpert  
Brian Alpert

District No. 2

Tanya Alpert  
Rodney Alpert  
Michael Alpert  
Brian Alpert

District No. 4

Rodney Alpert  
Michael Alpert  
Brian Alpert

District No. 5

Tanya Alpert  
Rodney Alpert  
Michael Alpert  
Brian Alpert

Also present were: Audrey G. Johnson, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, District General Counsel; Ashley B. Frisbie, WHITE BEAR ANKELE TANAKA & WALDRON, District Manager; Cathy Hamilton, Simmons & Wheeler, P.C., District Accountant; and Allison Altaras, Otten Johnson Robinson Neff + Ragonetti.

**ADMINISTRATIVE  
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and  
Confirmation of Director  
Qualifications

Ms. Frisbie noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve. It was noted that Director H. Alpert has resigned from the Boards of District Nos. 1, 2 and 4.

Reaffirmation of Disclosures  
of Potential or Existing  
Conflicts of Interest

Ms. Frisbie advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Frisbie 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Frisbie inquired into whether members of the Boards 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 Boards to act.

Combined Meetings

The Districts are meeting in a combined Board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Murphy Creek Metropolitan District Nos. 1, 2, 4, and 5, collectively.

Director Absences

Director Barry Talley (District No. 4) was absent. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 unanimously excused his absence.

Agenda

Ms. Frisbie presented the Boards with the agenda for the meeting. Upon motion of Mr. R. Alpert, seconded by Ms. Alpert, the Boards unanimously approved the agenda.

**PUBLIC COMMENT**

None.

**CONSENT AGENDA**

Ms. Frisbie reviewed the items on the consent agenda with the Boards. Ms. Frisbie advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon motion of Mr. R. Alpert, seconded by Ms. Alpert, the Boards unanimously took the following actions:

- a. Approved Minutes from November 8, 2023 Joint Special Meeting
- b. Approved Minutes from November 8, 2023 Joint Annual Meeting (District Nos. 4 & 5)
- c. Ratified Claims Payment as of July 10, 2024: District No. 1 (\$68,131.48), District No. 4 (\$13,319.67), and District No. 5 (\$7,802.42)
- d. Accepted Unaudited Financial Statements as of December 31, 2023

- e. Ratified First Amendment to Funding and Reimbursement Agreement (Operations and Maintenance) by and between District No. 1 and Murphy Creek LLC
- f. Ratified First Amendment to Funding and Reimbursement Agreement (Operations and Maintenance) by and between District No. 5 and Murphy Creek Development, Inc.
- g. Ratified Public Improvements Acquisition and Reimbursement Agreement by and among District No. 2, Murphy Creek LLC, and KB Home Colorado Inc.
- h. Ratified Engagement of John Burns Research and Consulting, LLC for Market Study Services (District No. 2)
- i. Terminated Independent Contractor Agreement with Independent District Engineering Services, LLC for Cost Certification Services (District No. 2) (*amended to remove District No. 4*)
- j. Approved Independent Contractor Agreement with The Connexion Group, LLC for District Engineering Services (District No. 5)
- k. Approved Independent Contractor Agreement with AzTec Consultants, Inc. for Engineering Design Services
- l. Approved Special Disclosure of Costs for Legal Services in Connection with Bonds with White Bear Ankele Tanaka & Waldron
- m. Approved Termination of Sherman & Howard, LLC as Bond Counsel (District No. 2)
- n. Approved Termination of Thompson Coburn LLP as Disclosure Counsel (District No. 2)
- o. Approved Engagement of Ballard Spahr LLP as Bond and Disclosure Counsel (District No. 2)

**FINANCIAL MATTERS**

Consider Acceptance of 2023 Audit and Approval of Client Representation Letter (District Nos. 1, 4 & 5)

Ms. Hamilton reviewed the 2023 Audit with the Board of District No. 1. Following discussion, upon motion of Ms. Alpert, seconded by Mr. R. Alpert, the Board of District No. 1 unanimously accepted the 2023 Audit and Client Representation Letter, subject to final review by the auditor and receipt of a clean opinion.

Ms. Hamilton reviewed the 2023 Audit with the Board of District No. 4. Following discussion, upon motion of Mr. R. Alpert, seconded by Mr. B. Alpert, the Board of District No. 4 unanimously

accepted the 2023 Audit and Client Representation Letter, subject to final review by the auditor and receipt of a clean opinion.

Ms. Hamilton reviewed the 2023 Audit with the Board of District No. 5. Following discussion, upon motion of Mr. B. Alpert, seconded by Mr. M. Alpert, the Board of District No. 5 unanimously accepted the 2023 Audit and Client Representation Letter, subject to final review by the auditor and receipt of a clean opinion.

Discuss Status of Bond Issuance (District No. 2)

Ms. Johnson and Mr. B. Alpert provided the Boards with an update on the status of the bond issuance for District No. 2, noting it is currently in process and moving forward.

Discuss Status of Cost Certifications and Bond Funds (District No. 5)

Ms. Johnson provided the Boards with an update on the status of cost certifications and bond funds for District No. 5, noting they will be working with The Connexion Group on cost certifications.

## **LEGAL MATTERS**

Discuss Website Accessibility and Documentation Remediation Requirements

Ms. Frisbie discussed website accessibility and documentation remediation requirements with the Boards. Following discussion, upon motion of Mr. B. Alpert, seconded by Ms. Alpert, the Boards unanimously approved the engagement of Heatherly Creative, LLC for website accessibility and remediation services.

Consider Adoption of Resolution No. 2024-07-01: Adopting a Digital Accessibility Policy and Designating a Compliance Officer

Ms. Frisbie presented the Boards with Resolution No. 2024-07-01: Adopting a Digital Accessibility Policy and Designated a Compliance Officer. Following discussion, upon motion of Mr. B. Alpert, seconded by Ms. Alpert, the Boards unanimously adopted the resolution.

Conduct Public Hearing on Exclusion of Property (7 lots, Murphy Creek Filing No. 18) and Consider Adoption of Resolution No. 2024-07-02: Resolution and Order for Exclusion of Property (7 lots, Murphy Creek Filing No. 18) (District No. 2)

The public hearing on the Petition for Exclusion of Property (7 lots, Murphy Creek Filing No. 18) was opened. Ms. Frisbie noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Ms. Johnson reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2. The Board of District No. 2 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon motion of Ms. Alpert, seconded by Mr. B. Alpert, the Board of District No. 2 unanimously determined to grant the petition and adopt the resolution for exclusion.

Discuss Cost Certifications  
(District Nos. 2 and 4)

Ms. Johnson informed the Boards that the cost certification work that was completed for District No. 2 last year was performed by Independent District Engineering Services, LLC. Mr. B. Alpert noted no additional cost certifications are anticipated for District No. 2 at this time.

Mr. B. Alpert reported that the cost certifications for District No. 4 are in process and are being handled by Independent District Engineering Services, LLC.

**OTHER BUSINESS**

Next Meeting

The next regular meeting is scheduled for November 13, 2024, at 10:00 A.M.

**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.

*Rodney Alpert*  
Rodney Alpert (Oct 4, 2024 13:12 MDT)

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Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 2<sup>nd</sup> day of October, 2024.