

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

ANTHOLOGY WEST METROPOLITAN DISTRICT  
NOS. 2-6

Held: Monday, March 14, 2022 at 4:00 p.m. held at 7200  
S. Alton Way, Suite C-400, Centennial, Colorado  
and via Zoom Teleconference

**Attendance**

The meeting referenced above was called and held in  
accordance with the applicable statutes of the State of  
Colorado. The following directors were in attendance:

Jerry Richmond, District Nos. 2-6  
Kurtis Williams, District Nos. 2-6  
Joe Knopinski, District Nos. 2-6

Also present were Trisha K. Harris, Esq., White Bear  
Ankele Tanaka & Waldron, Attorneys at Law, District  
General Counsel; Brooke Hutchens, D.A. Davidson;  
Kristine Lay, Kutak Rock; Cathy Hamilton, Simmons &  
Wheeler; and Mark Eames, PCMS.

**Call to Order/Declaration of  
Quorum**

Director Richmond noted that a quorum of each of the  
Boards was present and therefore called the meeting to  
order at 4:04 p.m.

**Director Disclosures**

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

## **Approval of Agenda**

Ms. Harris presented the Boards with the proposed agenda for the meeting. After consideration, a motion was made and seconded to approve the agenda as presented. The motion was unanimously approved.

## **Public Comment**

None.

## **Consent Agenda**

Ms. Harris reviewed the items on the consent agenda with the Boards. Ms. Harris 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 or were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- Minutes from November 22, 2021 Meeting
- Minutes from November 29, 2021 Meeting
- Minutes from December 8, 2021 Meeting

## **Legal Matters**

Consider Approval of Resolution of the Board of Directors of Anthology West Metropolitan District No. 5 Regarding Acceptance of District Eligible Costs

Following discussion, upon a motion duly made and seconded, the Board of District No. 5 unanimously approved the Resolution accepting District Eligible Costs in the amount of \$508,185.15, and approval of reimbursement of the same to Century.

Consider Approval of Resolution of the Board of Directors of Anthology West Metropolitan District No. 6 Regarding Acceptance of District Eligible Costs

Following discussion, upon a motion duly made and seconded, the Board of District No. 6 unanimously approved the Resolution accepting District Eligible Costs in an amount equal to the proceeds of District No. 4's 2022B(3) Subordinate Bonds deposited into the project fund established thereunder, and approved reimbursement of that amount to Anthology Acquisition Recovery. Any remaining costs certified by the District's engineer and accountant may be certified and accepted by the District at a later date if revenue is available for reimbursement.

Consider Approval by the Board of Directors of Anthology West Metropolitan District No. 6 of Termination of Capital Fees

Following discussion, upon a motion duly made and seconded, the Boards of District No. 4 and District No. 6 unanimously approved the Termination of Capital Fees Pledge Agreement.

## Pledge Agreement

### **Financial Matters**

Review and consider approval of revised engagement letters with White Bear Ankele Tanaka and Waldron, Lewis Young Robertson & Burningham and Kutak Rock LLP

Ms. Harris presented the engagement letters with White Bear Ankele Tanaka and Waldron, Lewis Young Robertson & Burningham, and Kutak Rock LLP. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 unanimously approved the engagement letters.

Consider adoption of a resolution authorizing Anthology West Metropolitan District No. 4 (“District No. 4”) to issue indebtedness in the form of its Subordinate General Obligation Limited Tax Bonds, Series 2022B(3), in an aggregate principal amount of approximately \$1,100,000 (the “Bonds”), which amount is subject to increase or decrease as determined by the Board or as otherwise permitted by such resolution, for the purpose of paying or reimbursing costs of public improvements and paying the costs of issuance of the Bonds; authorizing the levy of ad valorem property taxes for the payment of the Bonds; approving the forms of an Indenture of Trust, Bond Purchase Agreement, Continuing Disclosure Agreement, Termination of Capital Fees Pledge Agreement and other documents and instruments; authorizing the execution and delivery thereof and performance by District No. 4 thereunder; appointing a District Representative to act on behalf of District No. 4 under the Indenture; appointing an Authorized Delegate to make certain determinations relating to the Bonds as authorized

Ms. Lay presented the Resolution Authorizing Anthology West Metropolitan District No. 4 (“District No. 4”) to issue indebtedness in the form its Subordinate General Obligation (Limited Tax Bonds) Refunding Loan, Series 2022B(3) to the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 unanimously adopted the resolution.

under Section 11-57-205, C.R.S.;  
authorizing incidental action;  
repealing prior inconsistent  
actions; and establishing the  
effective date thereof

Public Hearing on 2022 Budget  
Amendment (District Nos. 2 and  
4) No action taken.

Consider Adoption of a Resolution  
Amended 2022 Budget No action taken.

Adjourn  
There being no further business to come before the Boards  
and upon motion duly made, seconded, and unanimously  
carried, the meeting was adjourned at 5:15 p.m.

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

The foregoing minutes were approved on September 2,  
2022 by the Boards of Directors of District Nos. 2-6.

*Kurtis Williams*  
Kurtis Williams (Sep 6, 2022 10:50 MDT)

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Secretary for Anthology West Metropolitan District Nos.  
2-6