

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

THE CANYONS METROPOLITAN DISTRICT NO. 6

Held: Friday, June 4, 2021 at 9:00 a.m. via teleconference.

*Due to the risk posed by the COVID-19 coronavirus, this meeting was held via teleconference.*

Attendance

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance.

Mark Nickless  
Matt Deibel  
Amber Sands

Director Nelson and Director Handlin were absent and excused.

Also present were Clint C. Waldron, Esq. and Megan J. Murphy, Esq. White Bear Ankele Tanaka & Waldron, District General Counsel; Shelby Clymer, CliftonLarsonAllen, District Accountant; Sheila Mares and Laci Knowles, D.A. Davidson & Co.; Kaitlin Crandell, Alpert Companies; Stephanie Chichester and Nick Taylor, North Slope Capital Advisors; Kim Reed, Ballard Spahr, LLP; Jonathan Alpert and Darren Everett.

Call to Order

Director Nickless called the meeting to order.

Declaration of Quorum/Director Qualifications/Reaffirmation of Disclosures

Ms. Murphy reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of 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. Murphy 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.

Approval of Agenda

The Board reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as amended.

**Public Comment**

None.

**Bond Matters**

Discuss Junior Lien Bond Sale and Risk Related to Sale

Ms. Knowles reviewed the overview of the junior lien bond sale with the Board noting that these are physical bonds which need to be converted to DTC eligible bonds with an amendment to the indenture to increase the denomination amount pursuant to a resolution adopted by the Board.

Ms. Reed informed the Board that the bonds are developer held drawn down bonds, and the physical form bonds include a traveling investor letter. Ms. Reed noted that the structure of the bonds is being changed because it is preferred by institutional investors to have DTC electronic bonds which are transferrable. Ms. Reed also noted that the new structure means they will be transferrable only in amounts of \$500,000 and the institutional investor will provide a letter stating that they understand the risk and the District has not provided disclosure documents. Ms. Reed noted for the Board that the District's participation is limited. Ms. Reed went on to note that the District is not participating in the sale of the securities.

Ms. Chichester noted that a Municipal Advisor would be engaged on behalf of the District with a fiduciary duty to the District to analyze the proposed amendments to the indenture to give the District comfort that these changes are in the best interest of the District.

The Board engaged in general discussion regarding the sale of the bonds and the new bond structure.

Consider Proposals for Municipal Advisor Services and Approval of Engagement

Mr. Waldron reviewed the proposals for Municipal Advisor Services with the Board noting that Hilltop provided a proposal for \$30,000 and North Slope Capital Advisors has a fee of \$3,500. Following discussion, upon motion duly made and seconded, the Board unanimously approved the engagement of North Slope Capital Advisors for Municipal Advisor Services.

Consider Approval of Special Bond Disclosure with White

Deferred.

Bear Ankele Tanaka &  
Waldron

Consider Approval of Ms. Reed reviewed the engagement letter with Ballard Spahr, Engagement Letter with LLP as Bond Counsel with the Board. Following discussion, Ballard Spahr, LLP as Bond Counsel upon motion duly made and seconded, the Board unanimously approved the engagement of Ballard Spahr, LLP.

Other Bond Matters None.

**Legal Matters**

Other Legal Matters None.

**Other Business**

The Board determined to hold the next meeting on June 11, 2021 at 9:30 a.m.

**Adjourn**

There being no further business to come before the Board, and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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

*Matthew J Deibel*

Matthew J Deibel (Aug 27, 2021 09:32 MDT)

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Secretary for the Meeting

The foregoing minutes were approved on the 12th day of August, 2021.