

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
AURORA HIGHLANDS COMMUNITY AUTHORITY BOARD
("CAB")
HELD
DECEMBER 22, 2021**

A special meeting of the Board of Directors of the CAB, County of Adams (referred to hereafter as the "Board") was convened on Wednesday, December 22, 2021 at 1:00 p.m. via videoconference.

Directors in Attendance Were:

Matt Hopper (AACMD Rep.)
Carla Ferreira (AACMD Rep.)
Michael Sheldon (TAH MD Nos. 1 – 3 Rep.)
Cynthia (Cindy) Shearon (AACMD Rep.)
Deanna Hopper (ATEC MD No. 2 Rep.)

Also in Attendance Were:

MaryAnn McGeady, Esq., Elisabeth Cortese, Esq. and Jon Hoistad, Esq.;
McGeady Becher P.C.
Denise Denslow, Celeste Terrell, Anna Jones and Debra Sedgeley;
CliftonLarsonAllen LLP ("CLA")
Anthony DeVito and Dave Center; AECOM
Rita Connerly; Fairfield & Woods P.C.

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney Cortese discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted that the disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors. No new conflicts were disclosed.

Quorum/Confirmation of Meeting Location/Posting of Notice: Director M. Hopper confirmed a quorum for the special meeting. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the CAB's Board meeting. Following discussion, upon motion duly made by Director M. Sheldon, seconded by Director Shearon and, upon vote, unanimously carried, the Board determined to conduct this meeting via teleconference. The Board further noted that notice providing the time, date and location was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by any interested persons have been received.

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Agenda: The Board considered the proposed Agenda for the CAB's special meeting. Following discussion, upon motion duly made by Director M. Sheldon, seconded by Director Shearon and, upon vote, unanimously carried, the Agenda was approved, as presented and the absence of Director Kathleen Sheldon was excused.

Public Comment: None.

**CONSENT
AGENDA**

None.

**FINANCIAL
MATTERS**

CAB and Aerotropolis Area Coordinating Metropolitan District (“AACMD”) Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 43) Engineer’s Report and Verification of Costs No. 20 prepared by Schedio Group LLC (“Engineer’s Report (Draw 43)”): Following review and discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board accepted the Engineer’s Report (Draw 43).

Project Fund Requisition No. 02, under the CAB’s 2021A Bonds for reimbursement to Aurora Highlands, LLC: Attorney McGeady and Ms. Sedgeley reviewed the Requisition with the Board. Following discussion, upon a motion duly made by Director D. Hopper, seconded by Director M. Sheldon and, upon vote, unanimously carried by roll call, the Board approved the Project Fund Requisition No. 02, under the CAB’s 2021A Bonds for reimbursement to Aurora Highlands, LLC, in an amount not to exceed \$2,165,113.07.

Project Fund Requisition No. 03, under the CAB’s 2021A Bonds for funding of Construction Reserve Fund: Attorney McGeady and Ms. Sedgeley reviewed the Requisition with the Board. Following discussion, upon a motion duly made by Director D. Hopper, seconded by Director M. Sheldon and, upon vote, unanimously carried by roll call, the Board approved the Project Fund Requisition No. 03, under the CAB’s 2021A Bonds for funding of Construction Reserve Fund, in the amount of \$2,000,000.00.

OTHER BUSINESS

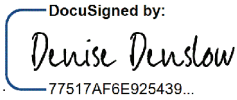
None.

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ADJOURNMENT

There being no further items before the Board, upon motion duly made by Director M. Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  _____
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Secretary for the Meeting