

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF
THE AURORA HIGHLANDS
METROPOLITAN DISTRICT NOS. 1, 2, & 3
HELD
APRIL 27, 2022**

A special meeting of the Boards of Directors (the “Boards”) of The Aurora Highlands Metropolitan District No. 1 (“District No. 1”), The Aurora Highlands Metropolitan District No. 2 (“District No. 2”) and The Aurora Highlands Metropolitan District No. 3 (“District No. 3”, along with District No. 1 and District No. 2, the “Districts”), County of Adams, was convened on Wednesday, April 27, 2022 at 3:17 p.m. at the Construction Trailer (formerly Information Center), 3900 E. 470 Beltway, Aurora, Colorado. The Districts’ Board meeting was held with all Directors attending in person at the physical meeting location. The meeting was also open to the public via videoconference.

Directors in Attendance Were:

Matt Hopper
Carla Ferreira
Michael Sheldon
Cynthia (Cindy) Shearon

Also in Attendance Were:

Matthew Ruhland, Esq. of Cockrel Ela Glesne Greher & Ruhland, P.C.
MaryAnn McGeady, Esq., Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.
of McGeady Becher P.C.
Denise Denslow and Shauna D’Amato of CliftonLarsonAllen LLP
Jerry Jacobs, Christina Madrigal and Corey Pilato of Timberline District
Consulting, LLC
Nicholas English, member of the public

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Mr. Ruhland discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards 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 Boards’ 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 Hopper confirmed a quorum for the special meeting. The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location

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of the Districts' Board meeting. Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried, the Boards determined that because there was not a suitable or convenient location within the Districts' boundaries to conduct this meeting it was determined to conduct this meeting at the above-stated location, with all Directors attending in person, and the consultants attending via videoconference. The Boards 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 taxpaying electors within the Districts' boundaries have been received.

Agenda: The Boards considered the proposed Agenda for the Districts' special meeting. Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried, the Agenda was approved, as presented.

Public Comment: Nicholas English expressed overall concerns about the new Service Plan and development in the community. He also expressed concerns regarding Director Hopper, and he believes the relationship between Summit Strategies and the Districts has not been adequately explained and inquired whether there was a conflict of interest.

CONSENT AGENDA

November 4, 2021 Special Meeting Minutes: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried, the Consent Agenda was approved.

LEGAL MATTERS

Consolidated Second Amended and Restated Service Plan: Mr. Ruhland reviewed the Consolidated Second Amended and Restated Service Plan with the Boards, noting this has been discussed at a previous meeting. He also reported that this has been in effect since April 23, 2022.

Amended and Restated Intergovernmental Agreement by and between the City of Aurora, Colorado and the Districts: Mr. Ruhland reviewed the Amended and Restated Intergovernmental Agreement with the Boards. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira, and upon vote, unanimously carried, the Boards approved the Amended and Restated Intergovernmental Agreement by and between the City of Aurora, Colorado and the Districts.

The Aurora Highlands Community Authority Board ("CAB") Second Amended and Restated Establishment Agreement between and among Aerotropolis Area Coordinating Metropolitan District, the Districts, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2 and the CAB:

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Resolutions of the Boards of Directors of the Districts Approving the Addition of The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District) into the CAB and authorizing execution of the Second Amended and Restated Establishment Agreement between and among Aerotropolis Area Coordinating Metropolitan District, the Districts, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2 and the CAB: Mr. Ruhland reviewed the Second Amended and Restated Establishment Agreement with the Boards. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Board approved The Aurora Highlands Community Authority Board (“CAB”) Second Amended and Restated Establishment Agreement between and among Aerotropolis Area Coordinating Metropolitan District, the Districts, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2 and the CAB and adopted the Resolutions of the Boards of Directors of the Districts Approving the Addition of The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District) into the CAB and authorized execution of the Second Amended and Restated Establishment Agreement between and among Aerotropolis Area Coordinating Metropolitan District, the Districts, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2 and the CAB.

Amended and Restated Disclosure to Purchasers for Aerotropolis Area Coordinating Metropolitan District, the Districts, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2 and the CAB: Mr. Ruhland reviewed the Amended and Restated Disclosure to Purchasers with the Boards. Following discussion, the Boards directed staff to prepare, record and file the Amended and Restated Disclosure to Purchasers for Aerotropolis Area Coordinating Metropolitan District, the Districts, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2 and the CAB, in compliance with requirements of the districts’ service plans and to post it on the Districts’ website.

Public Hearing on Petition for Inclusion of approximately 58.990 acres of Real Property owned by Aurora Highlands, LLC into the Aurora Highlands Metropolitan District No. 1 boundaries; Consider adoption of the Aurora Highlands Metropolitan District No. 1 of Resolution for Inclusion of Real

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Property: Upon a duly made motion by Director Hopper, the District No. 1 Board opened the public hearing at 3:21 p.m. to consider the inclusion of approximately 58.990 acres of real property into the boundaries of District No. 1 and to consider adoption of Resolution for Inclusion of Real Property. It was noted that publication of notice stating that the District No. 1 Board would consider approving the inclusion of approximately 58.990 acres of real property into of the boundaries of District No. 1 was made in a newspaper having general circulation within District No. 1. No written objections were received prior to this public hearing. No further public comments were received and the public hearing was closed at 3:22 p.m.

Mr. Ruhland reviewed the Petition for Inclusion with District No. 1 Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the District No. 1 Board approved the Petition for Inclusion of approximately 58.990 real property into of the boundaries of District No. 1 and adopted the Resolution for Inclusion of Real Property.

Update on the Districts' Regular Elections: Mr. Ruhland updated the Boards on the election, noting that District Nos. 2 and 3 have canceled their elections with no change to their Boards. District No. 1 also canceled its election and will have two new Board members in May.

FINANCIAL
MATTERS

None.

MANAGER
MATTERS

None.

CONSTRUCTION
MATTERS

None


OTHER BUSINESS

None.

ADJOURNMENT

There being no further items before the Boards, upon motion duly made by Director Ferreira, seconded by Director Shearon and, upon vote, unanimously carried, the meeting was adjourned at 3:23 p.m.

Respectfully submitted,

By  77517AE6E925439
Secretary for the Meeting

Certificate Of Completion

Envelope Id: 6F73ADDF2C454D3D9AFF726B65F14CF3	Status: Completed
Subject: TAH MD 1-3 : Minutes 04-27-2022 TAHMD 1-3 Final.pdf	
Client Name: TAH MD 1-3	
Client Number: 011-043603-OS01-2022	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Kathy Suazo
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Kathy.Suazo@claconnect.com
	IP Address: 4.28.101.70


Record Tracking

Status: Original	Holder: Kathy Suazo	Location: DocuSign
9/22/2022 2:10:25 PM	Kathy.Suazo@claconnect.com	

Signer Events

Denise Denslow
denise.denslow@claconnect.com
Secretary
Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

77517AF6E925439...
Signature Adoption: Pre-selected Style
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Timestamp

Sent: 9/22/2022 2:13:21 PM
Viewed: 9/23/2022 10:59:56 AM
Signed: 9/23/2022 11:00:07 AM

Electronic Record and Signature Disclosure:
Accepted: 9/23/2022 10:59:56 AM
ID: 7f6f23d6-4545-45a0-b53e-0e6b185e8453

In Person Signer Events	Signature	Timestamp
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Editor Delivery Events	Status	Timestamp
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Agent Delivery Events	Status	Timestamp
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Jenny Pino jpino@specialdistrictlaw.com Security Level: Email, Account Authentication (None)	COPIED	Sent: 9/23/2022 11:00:09 AM
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Cristina Madrigal theaurorahighlands@timberlinedc.com Security Level: Email, Account Authentication (None)	COPIED	Sent: 9/23/2022 11:00:10 AM Viewed: 9/23/2022 12:16:21 PM
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Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	9/22/2022 2:13:21 PM
Certified Delivered	Security Checked	9/23/2022 10:59:56 AM
Signing Complete	Security Checked	9/23/2022 11:00:07 AM
Completed	Security Checked	9/23/2022 11:00:10 AM

Payment Events	Status	Timestamps
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