

**MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF
ATEC METROPOLITAN DISTRICT NOS. 1 & 2
HELD
APRIL 21, 2022**

A special meeting of the Boards of Directors (referred to hereafter collectively as the “Boards”) of ATEC Metropolitan District Nos. 1 & 2 (“District No. 1”, “District No. 2”, and collectively the “Districts”), County of Adams was convened on Thursday, April 21, 2022 at 1:18 p.m. at the Information Center, 3900 E. 470 Beltway, Aurora, Colorado. The Districts’ Board meeting was accessible both in person at the physical meeting location, and via videoconference.

Directors In Attendance Were:

Matt Hopper
Carla Ferreira
Michael Sheldon

The absence of Directors Kathleen Sheldon and Deanna Hopper were excused.

Also In Attendance Was:

MaryAnn McGeady, Esq., Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.
Denise Denslow, Anna Jones, Shauna D’Amato and Jason Carroll; CliftonLarsonAllen LLP (“CLA”)
Michael Baldwin, Aliraza Hassan and Pedro Ramos; Jefferies LLC
Jerry Jacobs, Christina Madrigal and Corey Pilato; Timberline District Consulting, LLC
Hanna Harriman and Arianne Meyers; JHL Constructors, Inc.
Alaina Bomar; Schedio Group, LLC
Cindy Shearon; Aurora Highlands, LLC

ADMINISTRATIVE MATTERS **Disclosure of Potential Conflicts of Interest/Quorum:** Attorney McGeady 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 as required by statute. No new conflicts were disclosed and a quorum was confirmed.

Meeting Location/Posting of Notice: The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting. Following discussion, upon motion duly made by Director M. Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Boards determined to conduct this

meeting at the above-stated location, with participants attending both in person and via videoconference. The Boards further noted that notice providing the time, date and location of the meeting 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.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried, the Boards determined that notices of meetings of the Boards required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the Districts' website, and, if said website is unavailable within the boundaries of the District(s) at the following location: the southern boundary of the Districts, north of E. 26th Avenue, Aurora, Colorado.

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

Public Comment: There was no public comment.

CONSENT AGENDA The Boards considered the approval of the following:

November 4, 2021 Special Meetings Minutes

Following discussion, upon a motion duly made by Director Ferreira, seconded by Director M. Sheldon and, upon vote, unanimously carried, the Boards approved the Consent Agenda.

FINANCIAL MATTERS

Public Hearing on Amendment to 2022 Budget (District No. 1): The District No. 1 Board opened the public hearing to consider an amendment to the 2022 Budget.

It was noted that publication of Notice stating that the District No. 1 Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within District No. 1. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Mr. Carroll informed the Board that an amendment to the 2022 Budget was not necessary.

LEGAL MATTERS

May 3, 2022 Regular Elections: Attorney McGeady informed the Boards that the May 3, 2022 Elections had been cancelled pursuant to Section 1-13.5-503, C.R.S., as there were not more candidates than open seats on the Boards. She further noted that Director M. Hopper, Director Ferreira and Director M. Sheldon were each deemed elected by acclamation to 3-year terms ending in May, 2025 on each Board, and Director D. Hopper was deemed elected by acclamation to a 1-year term ending in May, 2023 on each Board.

Amended and Restated Service Plan: Attorney McGeady informed the Board that the Amended and Restated Service Plan for the Districts had been approved by the City of

Aurora and would be effective as of April 23, 2022.

Notice of Intent to Undertake Certain Actions under the Districts' Amended and Restated Service Plan on April 14, 2022 (District No. 1): Attorney McGeady reviewed District No. 1's Notice of Intent to Undertake Certain Actions with the Board. The Board acknowledged District No. 1's publication, filing and transmittal of the Notice of Intent to Undertake Certain Actions under the District' Amended and Restated Service Plan on April 14, 2022.

Amended and Restated Intergovernmental Agreement by and between the City of Aurora, Colorado, District No. 1 and District No. 2: Attorney McGeady reviewed the Agreement with the Board, noting that the City has approved the Agreement. Following discussion, upon a motion duly made by Director M. 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, District No. 1 and District No. 2.

Amendment to the CAB First Amended and Restated Establishment Agreement between and among Aerotropolis Area Coordinating Metropolitan District, The Aurora Highlands Metropolitan District Nos. 1, 2 and 3, District No. 1 and District No. 2: Attorney McGeady described potential updates to the CAB First Amended and Restated Establishment Agreement to the Board. Following discussion, the Board directed staff to prepare the proposed updates, as discussed.

MANAGER MATTERS

Other: None.

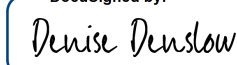
OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Boards at this time, upon a motion duly made by Director Ferreira, seconded by Director M. Sheldon, the Boards adjourned the meeting at 1:22 p.m.

Respectfully submitted,

By  _____
77517AF6E925439
Secretary for the Meeting