

**MINUTES OF A SPECIAL MEETING OF  
THE BOARDS OF DIRECTORS OF  
ATEC METROPOLITAN DISTRICT NOS. 1 & 2  
HELD  
APRIL 27, 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 Wednesday, April 27, 2022 at 3:28 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; McGeady Becher P.C.  
Denise Denslow and Shauna D’Amato; CliftonLarsonAllen LLP (“CLA”)  
Jerry Jacobs, Christina Madrigal and Corey Pilato; Timberline District Consulting, LLC  
Matthew Ruhland, Esq.; Cockrel Ela Glesne Greher & Ruhland, P.C.  
Cindy Shearon; Aurora Highlands, LLC  
Nicholas English; member of the public

**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 Ferreira, seconded by Director M. Sheldon and, upon vote, unanimously carried, the Boards determined to conduct these meetings at the above-stated location, with participants attending both in person and via videoconference. The Board 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.

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

**Public Comment:** There was no public comment.

**CONSENT AGENDA** None.

**FINANCIAL MATTERS** None.

**LEGAL MATTERS** **The Aurora Highlands Community Authority Board ("CAB") Second Amended and Restated Establishment Agreement between and among Aerotropolis Area Coordinating Metropolitan District, The Aurora Highlands Metropolitan District No. 1, The Aurora Highlands Metropolitan District No. 2, The Aurora Highlands Metropolitan District No. 3, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), District No. 1, District No. 2 and the CAB ("Second A/R Establishment Agreement"):** Attorney McGeady reviewed the Second A/R Establishment Agreement with the Board.

**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 A/R Establishment 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 Second A/R Establishment Agreement and adopted respective Resolutions of the Boards 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 A/R Establishment Agreement.

**Amended and Restated Disclosure to Purchasers for Aerotropolis Area Coordinating Metropolitan District, The Aurora Highlands Metropolitan District No. 1, The Aurora Highlands Metropolitan District No. 2, The Aurora Highlands Metropolitan District No. 3, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch Metropolitan District), District No. 1, District No. 2 and the CAB:** Attorney McGeady explained the requirement for an Amended and Restated Disclosure to Purchasers with the Boards. Following discussion, the Boards directed staff to prepare an Amended and Restated Disclosure to Purchasers for Aerotropolis Area Coordinating Metropolitan District, The Aurora Highlands Metropolitan District No. 1, The Aurora Highlands Metropolitan District No. 2, The Aurora Highlands Metropolitan District No. 3, The Aurora Highlands Metropolitan District No. 6 (formerly known as First Creek Ranch

Metropolitan District), District No. 1, District No. 2 and the CAB, in compliance with requirements of the districts' service plans.

**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. Hopper and, upon vote, unanimously carried, the Boards adjourned the meeting.

Respectfully submitted,

DocuSigned by:

By Denise Denlow

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Secretary for the Meeting