

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF ATEC METROPOLITAN DISTRICT NO. 2 HELD SEPTEMBER 21, 2022

A special meeting of the Board of Directors (the "Board") of ATEC Metropolitan District No. 2 ("District"), County of Adams, was convened on Wednesday, September 21, 2022 at 2:38 p.m. Due to a power outage, this meeting was held via Zoom video and/or telephone conference. The meeting was open to the public.

Directors in Attendance Were:

Matt Hopper
Carla Ferreira
Michael Sheldon

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

Also in Attendance Were:

Matthew Ruhland, Esq.; Cockrel Ela Glesne Greher & Ruhland, P.C.
MaryAnn McGeady, Esq., Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.;
McGeady Becher P.C.
Shauna D'Amato; CliftonLarsonAllen LLP
Christina Madrigal; Timberline District Consulting, LLC
William C. Westmoreland and Nicholas English; The Aurora Highlands
Metropolitan District No. 1
Curren Vite; JHL Constructors, Inc.
Cindy Shearon; Aurora Highlands, LLC

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney McGeady 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 and a quorum for the special meeting was confirmed.

Confirmation of Meeting Location/Posting of Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District Board meeting. Following discussion, it was noted that due to a power outage the special meeting was held solely via Microsoft Teams, with all Directors and the consultants attending via Zoom video and/or telephone

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conference and that notice of this change was posted at the physical meeting location. The Board further noted that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries have been received.

Agenda: The Board considered the proposed Agenda for the District's special meeting. Following discussion, upon motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote, unanimously carried, the Agenda was approved, as presented.

Public Comment: None.

CONSENT AGENDA

The Board considered approval and/or ratification of the following items:

November 4, 2021 Regular Meeting Minutes

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

FINANCIAL MATTERS

Other: None

LEGAL MATTERS

Public Hearing on Petition for Inclusion of Real Property: Attorney McGeady reviewed the proposed inclusion and described the authority of the District to include and exclude property from the District's boundaries pursuant to its Amended and Restated Service Plan, as well as the requirement to include property under the Amended and Restated Inclusion Agreement upon certain triggers. Attorney McGeady then addressed questions from those in attendance at the meeting and Attorney Hoistad presented a map detailing the parcel to be included. Upon a motion duly made by Director M. Hopper, the Board opened the public hearing to consider the inclusion of real property into the boundaries of the District.

It was noted that publication of Notice stating that the Board would consider approving the inclusion of approximately 39.967 acres of real property owned by NE Denver/Highlands, LLC into the boundaries of the District was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing. No further public comments were received, and the public hearing was closed.

Following review, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote, unanimously carried, the Board approved the inclusion of approximately 39.967 acres of property owned by NE Denver/Highlands, LLC into the District boundaries and adopted the Resolution for

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Inclusion of Real Property.

MANAGER
MATTERS

None.

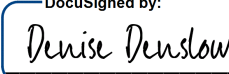
OTHER BUSINESS

None.

ADJOURNMENT

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

Respectfully submitted,

By  _____
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Secretary for the Meeting