

## RECORD OF PROCEEDINGS

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**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF  
THE AURORA HIGHLANDS COMMUNITY  
AUTHORITY BOARD (“CAB”)  
HELD  
NOVEMBER 16, 2023**

A special meeting of the Board of Directors of the CAB, County of Adams (referred to hereafter as the “**Board**”) was convened on Thursday, November 16, 2023 at 2:32 p.m. via Zoom. The meeting was open to the public.

**Directors in Attendance Were:**

Matt Hopper (AACMD Rep.)  
Carla Ferreira (AACMD Rep.)  
Michael Sheldon (TAH 1-6 Rep.)

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

**Also in Attendance Were:**

Denise Denslow, Jason Carroll and Jenna Trujillo; CliftonLarsonAllen LLP (“**CLA**”)  
MaryAnn McGeady, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.  
Cristina Madrigal; Timberline District Consulting, LLC (“**Timberline**”)  
Dr. William Westmoreland; The Aurora Highlands Metropolitan District No. 1

**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.

**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. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board determined that because there was not a suitable or convenient physical location to conduct this meeting it was determined to conduct this meeting virtually via Zoom. The Board further noted that notice providing the

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time, date and audio / video conference access for 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 CAB's boundaries have been received.

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

**Public Comment:** None.

**Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting 24-Hour Notices:** The Board determined to hold regular meetings in 2024 at 1:00 p.m. on the third Thursday of each month virtually via Zoom. Following review, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote, unanimously carried, the Board adopted the Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting 24-Hour Notices.

**Insurance Discussion:**

**Cyber Security and Increased Crime Coverage:** The Board deferred the potential addition of cyber security and increased crime coverage for consideration by a committee to be appointed for same.

**Insurance Committee:** The Board authorized the committee, consisting of Director Hopper and Director Ferreira to review and finalize the District's insurance coverage for 2024.

**Renewal of Insurance and Special District Association ("SDA") Membership for 2024:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board authorized the renewal of the CAB's insurance coverage and SDA membership for 2024.

**Fine Art Insurance Coverage through Tokio Marine Highland, or other carrier:** Attorney Hoistad updated the Board regarding the status of procurement of fine art insurance coverage, noting that an application for coverage has been submitted.

**Section 32-1-809, C.R.S., and direct staff regarding compliance for 2024 (Transparency Notice):** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board directed staff to comply with Section 32-1-809, C.R.S., (Transparency Notice) for 2024.

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### CONSENT AGENDA

The Board considered the following actions:

#### **Approval of the October 19, 2023 Special Meeting Minutes**

Following discussion, upon motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board approved of the Consent Agenda item, as presented.

### FINANCIAL MATTERS

**Payment of Claims for Operating Costs:** Following review, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the payment of claims for operating costs in the amount of \$88,956.13.

**Cash Position Report dated September 30, 2023, updated as of November 8, 2023:** Ms. Trujillo reviewed the Cash Position Report with the Board. Following review, upon a motion duly made by Director Ferreira, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board accepted the Cash Position Report dated September 30, 2023, updated as of November 8, 2023.

#### **SECOND READING (BUDGET MATTERS):**

**Public Hearing on Amendment to 2023 Budget:** Director M. Hopper opened the public hearing to consider an amendment to the 2023 Budget. It was noted that publication of Notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing was made pursuant to statute. No written objections were received prior to the public hearing.

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

Following discussion, it was determined that an amendment to the 2023 Budget was not necessary.

**Public Hearing on 2024 Budget:** Director Hopper opened the public hearing to consider the proposed 2024 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2024 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

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

Mr. Carroll reviewed the estimated 2023 expenditures and the proposed 2024

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expenditures with the Board. Following discussion, upon motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the 2024 Budget and adopted the Resolution to Adopt the 2024 Budget and Appropriate Sums of Money and authorized execution of the Certification of Budget. The CAB Accountant was directed to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2024.

**Payment Notice to PorterCare Adventist Health System for Annual Administration, Operations and Maintenance Contribution no later than January 31, 2024, pursuant to PorterCare Operation Funding and Contribution Agreement by and between PorterCare Adventist Health System and the CAB:** Attorney McGeady reviewed the Payment Notice requirements with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote carried with Director Ferreira abstaining, the Board directed the District Accountant to prepare and transmit the required Payment Notice to PorterCare Adventist Health System for Annual Administration, Operations and Maintenance Contribution no later than January 31, 2024, pursuant to the PorterCare Operation Funding and Contribution Agreement by and between PorterCare Adventist Health System and the CAB.

**Preparation of 2025 Budget:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board appointed the District accountant to prepare the 2025 Budget.

**Engagement of Fiscal Focus Partners LLC to perform the 2023 Audit:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board approved the engagement of Fiscal Focus Partners LLC to perform the 2023 Audit.

**Special District Master Service Agreement(s) and Statement(s) of Work for 2024 Accounting and Management Services:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board approved the Special Districts Master Service Agreement(s) and Special Districts Preparation Statement(s) of Work (SOW) between the CAB and CliftonLarsonAllen LLP for 2024 Accounting and Management Services, subject to final review by District Counsel.

**CAB and Aerotropolis Area Coordinating Metropolitan District (“AACMD”) Engineer’s Report and Verification of Costs Associated with Public Improvements Draw No. 65 Engineer’s Report and Verification of Costs No. 43 prepared by Schedio Group LLC (“Engineer’s Report No. 43”):** Director M. Hopper reviewed Engineer’s Report No. 43 with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon

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and, upon vote unanimously carried, the Board accepted Engineer's Report No. 43.

**Project Funding Requisition No. 52, under the CAB's Special Tax Revenue Refunding and Improvement Bonds, Series 2021A related to Engineer's Report No. 43 ("Project Funding Requisition No. 52"):** Director M. Hopper reviewed Project Funding Requisition No. 52 with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board approved Project Funding Requisition No. 52.

**Project Funding Requisition No. 13, under the CAB's Subordinate Special Tax Revenue Refunding and Improvement Bonds, Series 2022B related to Engineer's Report No. 43 ("Project Funding Requisition No. 13):** Director M. Hopper reviewed Project Funding Requisition No. 13 with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board approved Project Funding Requisition No. 13.

**CAB and AACMD Engineer's Report and Verification of Costs Associated with Public Improvements, In-Tract Improvements / In Tract Home Builder Expenses, Engineer's Report and Verification of Costs No. 25 prepared by Schedio Group LLC ("Engineer's In-Tract Report No. 25"):** Director M. Hopper reviewed Engineer's In-Tract Report No. 25 with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board accepted Engineer's In-Tract Report No. 25.

**Project Funding Requisition No. 53 under the CAB's Special Tax Revenue Refunding and Improvement Bonds, Series 2021A related to Engineer's In-Tract Report No. 25 ("Project Funding Requisition No. 53"):** Director M. Hopper reviewed Project Funding Requisition No. 53 with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved Project Funding Requisition No. 53 and authorized reimbursement to Aurora Highlands, LLC pursuant to the Amended and Restated Capital Construction and Reimbursement Agreement (In-Tract Improvements) by and between the CAB and Aurora Highlands, LLC.

### MANAGER MATTERS

**Manager's Report:** There was no report.

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COVENANT  
ENFORCEMENT  
AND COMMUNITY  
MANAGEMENT  
MATTERS

**Update from Timberline:** Ms. Madrigal reviewed the information provided in the meeting packet, noting there was nothing additional to add.

LEGAL MATTERS

**Task Order No. 3 under the Master Service Agreement (“MSA”) for Landscape Maintenance Services by and between the CAB and BrightView Landscape Services, Inc. for 2024 Landscape Maintenance in Filing Nos. 4 and 5, and the Gas Line Easement Area:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved **Task Order No. 3** under the MSA for Landscape Maintenance Services by and between the CAB and **BrightView Landscape Serviecs, Inc.** for 2024 Landscape Maintenance in Filing Nos. 4 and 5, and the Gas Line Easement Area, in an amount not to exceed \$42,396.00, upon review of the Construction Committee.

**Task Order No. 4 under the MSA for Landscape Maintenance Services by and between the CAB and BrightView Landscape Serviecs, Inc. for 2024 Landscape Maintenance in the Main Street Area:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved **Task Order No. 4** under the MSA for Landscape Maintenance Services by and between the CAB and **BrightView Landscape Serviecs, Inc.** for 2024 Landscape Maintenance in the Main Street Area, in an amount not to exceed \$26,255.00, upon review of the Construction Committee.

**Task Order No. 1 under the MSA for Landscape Maintenance Services by and between the CAB and Landtech Contractors, LLC for 2023-2024 Landscape Maintenance Services:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved Task Order No. 1 under the MSA for Landscape Maintenance Services by and between the CAB and Landtech Contractors, LLC for 2023-2024 Landscape Maintenance Services.

**Intergovernmental Agreement Regarding E-470/38<sup>th</sup> Avenue Interchange Area Improvements Maintenance by and between E-470 Public Highway Authority and the CAB:** Attorney Hoistad reviewed the Intergovernmental Agreement with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the Intergovernmental Agreement Regarding E-470/38<sup>th</sup> Avenue Interchange Area Improvements Maintenance by and between E-470 Public Highway Authority and the CAB.

**Agreement for Commission and/or Purchase of Public Artwork by and between the CAB and Michael Benisty:** Attorney Hoistad reviewed the Agreement with the

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Board. Following discussion, upon a motion duly made by Director Ferreira, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board approved the Agreement for Commission and/or Purchase of Public Artwork by and between the CAB and Michael Benisty.

**Waiver and Release of Reimbursement Rights by and among the CAB, Aurora Highlands, LLC and Richmond American Homes, Inc. (In-Tract Improvements):** Attorney Hoistad reviewed the Waiver and Release with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board ratified approval of the Waiver and Release of Reimbursement Rights by and among the CAB, Aurora Highlands, LLC and Richmond American Homes, Inc. (In-Tract Improvements).

**Service Agreement for 2023/2024 Snow Removal Services by and between the CAB and High Plains Landscape & Water Systems, LLC:** Attorney Hoistad reviewed the Service Agreement with the Board. Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the Service Agreement for 2023/2024 Snow Removal Services by and between the CAB and High Plains Landscape & Water Systems, LLC.

**Resolution Amending Policy on Colorado Open Records Act Requests:** Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote unanimously carried, the Board adopted the Resolution Amending Policy on Colorado Open Records Act Requests.

OTHER BUSINESS      None.

BOARD MEMBER MATTERS      None.

EXECUTIVE SESSION      Not needed.

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

Respectfully submitted,

DocuSigned by:  
*Denise Denstow*  
By \_\_\_\_\_  
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Secretary for the Meeting