

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF  
THE AURORA HIGHLANDS COMMUNITY AUTHORITY BOARD  
("CAB")  
HELD  
DECEMBER 23, 2020**

A special meeting of the Board of Directors of the CAB, County of Adams (referred to hereafter as the "Board") was convened on Wednesday, December 23, 2020, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via video enabled web conference, with Director Shearon attending in person at the physical meeting location. The meeting was open to the public via videoconference.

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**Directors In Attendance Were:**

Matt Hopper (AACMD Rep.)  
Michael Sheldon (TAH MD 1 – 3 Rep.)  
Carla Ferreira (AACMD Rep.)  
Cynthia ("Cindy") Shearon (AACMD Rep.)  
Deanna Hopper (ATEC 2 Rep.)

**Also In Attendance Was:**

MaryAnn McGeady, Esq., Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.;  
McGeady Becher P.C.  
Chad Rabon, Tony Felitsky and Jeff Dohlby; AECOM Technical Services, Inc.  
Debra Sedgeley, Denise Denslow, Anna Jones and Nic Carlson;  
CliftonLarsonAllen LLP  
Kamille Curylo, Esq. and Tanya Lawless, Esq.; Kutak Rock LLP  
Tim McCarthy; Schedio Group LLC  
Kevin Walsh, Esq.; Brownstein Hyatt Farber Schreck, LLP

**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 as required by Statute. No new conflicts were disclosed.

**Quorum/Confirmation of Meeting Location/Posting of Notice:** A quorum for the special meeting was confirmed. 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 Ferreira, seconded by Director M. Sheldon and, upon vote, unanimously carried, the Board determined to conduct this meeting at the above-stated location, with Director Shearon attending in person. Due to concerns regarding the spread of COVID-19, and the benefits to the control of the virus by limiting in-person contact, the remaining Board members and consultants attended via videoconference. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by any interested person have been received.

**Agenda:** The Board considered the proposed Agenda for the CAB's special meeting.

Following discussion, upon motion duly made by Director Ferreira, seconded by Director M. Sheldon and, upon vote unanimously carried, the Agenda was approved, as presented and the absence of Director K. Sheldon was excused.

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

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**CONSENT AGENDA** The Board considered the following actions:

- A. Approval of Minutes from the November 23, 2020 special meeting.

Following discussion, upon a motion duly made by Director M. Sheldon, seconded by Director D. Hopper and, upon vote, unanimously carried, the Board approved the items on the Consent Agenda.

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**LEGAL MATTERS** **Special Warranty Deed from Aurora Highlands, LLC to the CAB (Parcel 1 - Tracts G, H, L, M, N, O, P, Q, R and V, The Aurora Highlands Filing Subdivision No. 1, City of Aurora, County of Adams, State of Colorado; and Parcel 2 – Tracts A, B, C, D, F, G, H, I, L and M, The Aurora Highlands Subdivision Filing No. 2, City of Aurora, County of Adams, State of Colorado) (“Special Warranty Deed”):** Attorney Hoistad reviewed the Special Warranty Deed with the Board. Following review and discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board acknowledged the Special Warranty Deed.

**Service Agreement for Snow Removal Services by and between the CAB and Brightview Landscape Services, Inc. (“Service Agreement”)**: Attorney Hoistad reviewed the Service Agreement with the Board. Following review and discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the Service Agreement, subject to extension of the term of the Service Agreement through June 30, 2021.

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**FINANCIAL  
MATTERS**

**December 2020 Series 2020A Draw:**

**CAB and Aerotropolis Area Coordinating Metropolitan District (“District”) Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 30) Engineer’s Report and Verification No. 7 prepared by Schedio Group LLC (“Engineer’s Report”)**: Following review and discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board approved acceptance of the Engineer’s Report.

**Resolution of the Board of Directors of the CAB Authorizing a Draw on December 30, 2020 of the CAB Special Tax Revenue Draw-Down Bonds, Series 2020A**: Attorney Curylo reviewed the Resolution with the Board. Following discussion, upon a motion duly made by Director M. Sheldon, seconded by Director D. Hopper and, upon vote, unanimously carried by roll call, the Board adopted the Resolution of the Board of Directors of the CAB Authorizing a Draw on December 30, 2020 of the CAB Special Tax Revenue Draw-Down Bonds, Series 2020A.

**December 2020 Series 2020B Draw:**

**CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements / In-Tract Improvements (Draw Nos. 1-30 The Aurora Highlands Filing Nos. 01 and 02) Engineer’s Report and Verification of Costs No. 1 prepared by Schedio Group LLC (“In-Tract Cost Verification Report”)**: Following discussion, upon a motion duly made by Director M. Hopper, seconded by Director M. Sheldon and, upon vote, unanimously carried by roll call, the Board approved acceptance of the In-Tract Cost Verification Report.

**CAB and the District Engineer’s Report Concerning Acceptance of In-Tract Public Improvements No. 1 (The Aurora Highlands Filing No. 1) (“In-Tract Acceptance Report”)**: The Board deferred acceptance of the In-Tract Acceptance Report, which was not complete at the time of the meeting.

**Consent to Plans and Specifications by Aurora Highlands, LLC, as subordinate lender under the CAB’s Series 2020B Bondholder’s Agreement, dated June 30, 2020 (“Consent to Plans and Specifications”):** Attorney McGeady reviewed the Consent to Plans and Specifications with the Board. Following discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board acknowledged approval of the Consent to Plans and Specifications.

**Resolution of the Board of Directors of the CAB Authorizing a Draw on December 30, 2020 of the CAB Subordinate Special Tax Revenue Draw-Down Bonds, Series 2020B:** Attorney Curylo reviewed the Resolution with the Board. Following discussion, upon a motion duly made by Director D. Hopper, seconded by Director M. Sheldon and, upon vote, unanimously carried by roll call, the Board adopted the Resolution of the Board of Directors of the CAB Authorizing a Draw on December 30, 2020 of the CAB Subordinate Special Tax Revenue Draw-Down Bonds, Series 2020B.

**COVENANT  
ENFORCEMENT  
AND  
COMMUNITY  
ENGAGEMENT  
MATTERS**

**Report from Committee Regarding Recommendation for Engagement of Consultants for Covenant Enforcement Services:** It was confirmed that home sales are anticipated to close within the development soon.

**Engagement Letter with CliftonLarsonAllen LLP for Covenant Enforcement, Architectural Review and Community Engagement Services for The Aurora Highlands:** Attorney McGeady reviewed the Engagement Letter with the Board. Following discussion, upon a motion duly made by Director D. Hopper, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved the Engagement Letter with CliftonLarsonAllen LLP for Covenant Enforcement, Architectural Review and Community Engagement Services for The Aurora Highlands. Ms. Denslow confirmed that she had assembled welcome information to be provided at the first closings.

**Engagement Letter with Fairfield and Woods, P.C. for CAB Covenant Enforcement and Interpretation:** Attorney McGeady reviewed the Engagement Letter with the Board. Following discussion, upon a motion duly made by Director D. Hopper, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the Engagement Letter with Fairfield and Woods, P.C. for CAB Covenant Enforcement and Interpretation.

**EXECUTIVE  
SESSION**

It was determined that an executive session was not necessary.

**OTHER BUSINESS**

Attorney McGeady reminded the Board that in 2021 the meeting schedule will be shifting to the 3<sup>rd</sup> Thursday of each month per Board request, noting that the January meeting will be held on the 4<sup>th</sup> Monday and then the schedule will adjust thereafter.

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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Shearon, seconded by Director M. Sheldon and, upon vote, unanimously carried, the meeting was adjourned at 12:38 p.m.

Respectfully submitted,

DocuSigned by:  
*Denise Denstow* \_\_\_\_\_  
77517AF6E925439...  
Secretary for the Meeting

## Certificate Of Completion

Envelope Id: 74F678AD48994AE49C64247603D1BDE4	Status: Completed
Subject: Please DocuSign: 2.A. 12-23-20 Minutes (CAB) (FINAL).pdf	
Client Name: TAH CAB	
Client Number: 011-045984-OS03-2021	
Source Envelope:	
Document Pages: 5	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelope Stamping: Enabled	Kathy Suazo
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Kathy.Suazo@claconnect.com
	IP Address: 67.137.57.251

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Status: Original	Holder: Kathy Suazo	Location: DocuSign
1/26/2021 11:30:03 AM	Kathy.Suazo@claconnect.com	

## Signer Events

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

## Signature



Signature Adoption: Pre-selected Style  
Using IP Address: 165.225.216.188

## Timestamp

Sent: 1/26/2021 11:31:08 AM  
Viewed: 1/26/2021 3:27:01 PM  
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**Electronic Record and Signature Disclosure:**  
Accepted: 1/26/2021 3:27:01 PM  
ID: b1017e5e-59f5-4b38-8b4f-ab9e784354e2

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	1/26/2021 11:31:08 AM
Certified Delivered	Security Checked	1/26/2021 3:27:01 PM
Signing Complete	Security Checked	1/26/2021 3:27:07 PM
Completed	Security Checked	1/26/2021 3:27:07 PM

## Payment Events

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