

**MINUTES OF A JOINT SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
AURORA HIGHLANDS METROPOLITAN DISTRICT NOS. 1 - 3
HELD
May 21, 2020**

A joint special meeting of the Boards of Directors (the “**Boards**”) of the Aurora Highlands Metropolitan District Nos. 1 - 3, County of Adams (the “**Districts**”) was convened on Thursday, May 21, 2020, at 1:00 p.m. Due to concerns related to COVID-19, all participants attended by GoToMeeting at <https://global.gotomeeting.com/join/250765349> **United States (Toll Free): 1 877 568 4106 - One-touch: tel: +18775684106, 250765349# United States: +1 (224) 501-3216 - One-touch: tel: +12245013216, 250765349# Access Code: 250-765-349**

The meeting was open to the public via both means.

Directors In Attendance Were:

Matt Hopper
Carla Ferreira
Michael Sheldon
Cynthia (“Cindy”) Shearon

Also In Attendance Was:

MaryAnn McGeady, Esq., Elisabeth Cortese, Esq., Jon Hoistad, Esq., and Drew Rippey, Esq.; McGeady Becher P.C.
Todd Johnson; Terra Forma Solutions, Inc.
Debra Sedgeley, Denise Denslow and Anna Jones; CliftonLarsonAllen LLP
Matt Ruhland, Esq. And Sarah Luetjen; Collins Cockrel & Cole

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney Ruhland discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards 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 members of the Boards 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.

Agenda: The Boards considered the proposed Agenda for the Districts’ special meeting.

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

Results of the May 5, 2020 Regular Election: Attorney Ruhland discussed the results of

the May 5, 2020 Regular Election, noting that as there were not more candidates than open seats on the Board, the Regular Election was cancelled.

Appointment of Officers: Upon a motion duly made by Director Sheldon, seconded by Director Ferreira, and upon vote unanimously carried, the Board kept the current slate of officers.

Discuss Vacancies on the Board of Directors: This item was tabled.

Status of Website Creation and Consider Alternate Platform (Wix) for Website Hosting: After discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira, and upon vote unanimously carried, the Board authorized CLA to establish the website.

**CONSENT
AGENDA**

The Boards considered the following actions:

- Review and consider approval of Minutes from the April 10, 2020 Special Meeting.
- Review and consider approval of Minutes from the April 16, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Boards ratified and/or approved, as applicable, the above actions, as presented.

LEGAL MATTERS **Assignment of Responsibilities under Restated Agreement for Reimbursement of Costs between and among Aerotropolis Area Coordinating Metropolitan district (“AACMD”), the Districts, Green Valley Aurora Metropolitan District and Town Center Metropolitan District:** Attorneys Ruhland and McGeady provided an over of the cost sharing history and service plan amendments that assign the responsibilities of the Green Valley Ranch East, LLC to Green Valley Aurora Metropolitan District No. 1 due to the improvements near their area. Attorney McGeady noted that under this Assignment, AACMD and TAH Metropolitan District Nos. 1, 2 and 3 would no longer responsible for the costs. Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Boards approved the Assignment of Responsibilities under Restated Agreement for Reimbursement of Costs between and among AACMD, the Districts, Green Valley Aurora Metropolitan District and Town Center Metropolitan District, subject to final review and negotiations by legal counsel.

Notice of Withdrawal from Aurora Regional Improvement Authority No. 2: Attorneys Ruhland and Cortese reviewed the background, noting that the City never executed the agreement, no documentation was filed with DOLA and a Board was never established. She further noted that this is a 60 day notice that will be jointed filed with The Aurora

Highlands Metropolitan District Nos. 1, 2 and 3. Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Boards approved the Notice of Withdrawal from Aurora Regional Improvement Authority No. 2.

FINANCIAL MATTERS

None.

CONSTRUCTION MATTERS

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 Sheldon, seconded by Director Ferreira, and upon vote, unanimously carried, the Boards adjourned the meeting.

Respectfully submitted,

DocuSigned by:
Denise Denlow
77517AF6E925439...

Secretary for the Meeting

Certificate Of Completion

Envelope Id: BDE6BDAD0CDC46D789C2C263CA47A0DB	Status: Completed
Subject: Please DocuSign: May 21, 2020 minutes (TAH MD 1 - 3).pdf	
Client Name: AACMD TAH MD 1 - 3	
Client Number: 011-042659 OS03-2020	
Source Envelope:	
Document Pages: 3	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
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Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Kathy.Suazo@claconnect.com
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Signer Events

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

Signature

Signature Adoption: Pre-selected Style
Using IP Address: 165.225.10.181

Timestamp

Sent: 7/21/2020 9:33:56 AM
Viewed: 7/24/2020 12:35:01 PM
Signed: 7/24/2020 12:35:09 PM

Electronic Record and Signature Disclosure:
Accepted: 7/24/2020 12:35:01 PM
ID: 1572c313-cbe9-4bc6-85f1-a1352441fb86

In Person Signer Events

Signature

Timestamp

Editor Delivery Events

Status

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Agent Delivery Events

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Timestamp

Intermediary Delivery Events

Status

Timestamp

Certified Delivery Events

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Timestamp

Carbon Copy Events

Status

Timestamp

Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

Envelope Sent	Hashed/Encrypted	7/21/2020 9:33:56 AM
Certified Delivered	Security Checked	7/24/2020 12:35:01 PM
Signing Complete	Security Checked	7/24/2020 12:35:09 PM
Completed	Security Checked	7/24/2020 12:35:09 PM

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