

**MINUTES OF A JOINT SPECIAL MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
ATEC METROPOLITAN DISTRICT NOS. 1 AND 2  
HELD  
May 21, 2020**

A joint special meeting of the Boards of Directors (the “**Boards**”) of the ATEC Metropolitan District Nos. 1 and 2, County of Adams hereinafter referred to as “District No. 1”, “District No. 2” and collectively (the “**Districts**”) was convened on Thursday, May 21, 2020, at 1:00 p.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 Districts’ Board meeting was held and properly noticed to be held via video enabled web conference without any individuals (neither District representatives nor the general public) attending in person.

**Directors In Attendance Were:**

Matt Hopper  
Carla Ferreira  
Michael Sheldon

**Also In Attendance Was:**

MaryAnn McGeady, Esq., Elisabeth Cortese, Esq., Jon Hoistad, Esq., Drew Rippey, Esq. and Courtney Diguardi, Esq.; McGeady Becher P.C.  
Todd Johnson; Terra Forma Solutions, Inc.  
Debra Sedgeley, Denise Denslow and Anna Jones; CliftonLarsonAllen LLP (“CLA”)  
Matt Ruhland, Esq. And Sarah Luetjen; Collins Cockrel & Cole P.C.  
Cynthia (“Cindy”) Shearon; AACMD  
Carlo Ferreira; 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 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 presented.

**Approval of Meeting Location:** The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Board meeting. Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote unanimously carried, the Boards determined that because there was not a suitable or convenient location within the Districts' boundaries to conduct this meeting and due to concerns related to COVID-19, it was determined to conduct the meeting via videoconference. It was reported that notices were duly posted and that no objections, or any requests that the meeting venue be changed by taxpaying electors within the Districts' boundaries have been received.

**Results of the May 5, 2020 Regular Elections:** Attorney McGeady discussed the results of the May 5, 2020 Regular Elections with the Boards, noting that pursuant to Section 1-13.5-513, C.R.S. that as there were not more candidates than open seats on the Boards, the Regular Elections had been cancelled.

**Appointment of Director:** Upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried, the Boards appointed Deanna Hopper to fill the vacant seats on the Boards.

**Appointment of Officers:** Upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried, the Boards re-appointed the current slate of officers, and confirmed the re-appointment of Kathleen Sheldon to be a District Representative on the Aurora Highlands Community Authority Board ("CAB") Board for District No. 1 and Deanna Hopper to be a District Representative on the CAB Board for District No. 2, through their current terms on the Boards.

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

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

- Review and consider approval of Minutes from the April 10, 2020 Special Meeting and 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** **Rescission of Intergovernmental Agreement regarding Coordination of Facilities Funding for District No. 1 Projects by and among District No. 1, the CAB and Aurora Highlands, LLC (“IGA with Aurora Highlands, LLC”):** Following discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried by roll call, the District No. 1 Board approved the rescission of the IGA with Aurora Highlands, LLC

**Intergovernmental Agreement regarding Coordination of Facilities Funding for District No. 1 Projects by and among District No. 1, the CAB and Aurora Tech Center Holdings, LLC (“IGA”)**. Following discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried by roll call, the District No. 1 Board approved the IGA, subject to confirmation of appropriate entity name.

**FINANCIAL MATTERS** **Status of Proposed CAB Bond Issuance:** Attorney McGeady updated the Boards on the status of the CAB’s Bond issuance.

**CONSTRUCTION MATTERS** None.

**OTHER BUSINESS** None.

**ADJOURNMENT** There being no further business to come before the Boards at this time, upon motion duly made by Director M. Sheldon, seconded by Director Ferreira and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

DocuSigned by:  
*Denise Denlow*  
77517AF6E925439...

Secretary for the Meeting

## Certificate Of Completion

Envelope Id: A58A3CB284E54621B5063070CCE5A6BE	Status: Completed
Subject: Please DocuSign: 2.A. May 21 2020 Special Meeting Minutes - ATEC 1 and 2 FINAL.pdf	
Client Name: ATEC	
Client Number: 011-042659-OS03-2020	
Source Envelope:	
Document Pages: 3	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

## Record Tracking

Status: Original	Holder: Kathy Suazo	Location: DocuSign
11/17/2020 3:43:11 PM	Kathy.Suazo@claconnect.com	

## Signer Events

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

## Signature

Signature Adoption: Pre-selected Style  
Using IP Address: 165.225.10.158

## Timestamp

Sent: 11/17/2020 3:45:34 PM  
Viewed: 11/17/2020 4:18:47 PM  
Signed: 11/17/2020 4:18:54 PM

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Accepted: 11/17/2020 4:18:47 PM  
ID: 126de214-200e-48c1-ad0d-aa0e9dbb91cf

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	11/17/2020 3:45:34 PM
Certified Delivered	Security Checked	11/17/2020 4:18:47 PM
Signing Complete	Security Checked	11/17/2020 4:18:54 PM
Completed	Security Checked	11/17/2020 4:18:54 PM

Payment Events	Status	Timestamps
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