

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE AURORA CENTRETECH METROPOLITAN DISTRICT (THE “DISTRICT”) HELD NOVEMBER 17, 2022

A Regular Meeting of the Board of Directors of the Aurora CentreTech Metropolitan District (the “Board”) was duly held on Thursday, the 17th day of November, 2022, at 10:30 a.m. The District Board meeting was held and properly noticed to be held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Tyler L. Carlson
Amber L. Carlson
Erika K. Shorter

Following discussion, upon motion duly made by Director T. Carlson, seconded by Director Shorter and, upon vote, unanimously carried, the absences of Directors J. Wikstrom and S. Wikstrom were excused.

Also In Attendance Were:

Steve Beck and Larry Loftin; Special District Management Services, Inc. (“SDMS”)
Erica Montague, Esq. and MaryAnn McGeady, Esq.; McGeady Becher P.C.
Zach Lauterbach; Evergreen Devco, Inc.
David Firmin; Altitude Community Law P.C.

PUBLIC COMMENTS

None.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Mr. Beck noted that a quorum was present and requested members of the Board 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 the statute. No additional conflicts were disclosed.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Agenda: Mr. Beck reviewed the proposed Agenda for the District's Regular Board Meeting with the Board. Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board approved the Agenda, as amended.

Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that the meeting would be held by video/telephonic means and encouraged public participation. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the Board did not receive any objections to the video/telephonic manner of the meeting, or any requests that the manner of the meeting be changed, by taxpaying electors within the District's boundaries.

Minutes: The Board reviewed the Minutes of the June 17, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board approved the Minutes of the June 17, 2022 Regular Meeting.

Resignation of Secretary: The Board discussed the resignation of David M. Solin as Secretary to the Board and considered the appointment of Steve Beck as Secretary to the Board.

Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board acknowledged the resignation of David M. Solin and appointed Steve Beck as Secretary to the Board.

Resolution No. 2022-11-01 Establishing Regular 2023 Meeting Dates, Times and Location, Establishing District Website and Designating Locations for Posting of 24-Hour Notices: The Board considered Resolution No. 2022-11-01, Resolution Establishing 2023 Regular Meeting Dates, Times and Location, Establishing District Website and Designating Locations for Posting of 24-Hour Notices.

Mr. Beck reviewed the business to be conducted in 2023 to meet the statutory compliance requirements. Following discussion, the Board determined to meet on June 15, 2023 and November 16, 2023 at 11:00 a.m. via Zoom.

Following review, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-01 Establishing 2023 Regular Meeting Dates, Times

and Location, Establishing District Website and Designating Locations for

RECORD OF PROCEEDINGS

Posting of 24-Hour Notices.

District Website: Mr. Beck reported to the Board that the District's website is live.

Section §32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification: Mr. Beck discussed with the Board the §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2023.

Following discussion, the Board directed staff to post the Transparency Notice on the Special District Association website and the District's website.

FINANCIAL MATTERS

Payment of Claims: Mr. Beck reviewed with the Board the payment of claims as follows:

Fund	Period Ending June 30, 2022	Period Ending July 31, 2022	Period Ending Aug. 31, 2022	Period Ending Sept. 30, 2022
General	\$ 10,493.27	\$ 10,493.27	\$ 17,214.74	\$ 19,161.30
Debt	\$ 7,000	\$ 7,000	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 17,493.27	\$ 17,493.27	\$ 17,214.74	\$ 19,161.30

Fund	Period Ending Oct. 31, 2022	Period Ending Nov. 30, 2022
General	\$ 10,338.15	\$ 11,781.47
Debt	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-
Total	\$ 10,338.15	\$ 11,781.47

Following review and discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

Unaudited Financial Statements: Mr. Beck reviewed with the Board the unaudited financial statements of the District for the period ending September 30, 2022.

Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through the period ending on September 30, 2022.

2022 Audit: The Board discussed the engagement of Schilling & Company, Inc. to perform 2022 Audit.

Following review and discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board

RECORD OF PROCEEDINGS

approved the engagement of Schilling & Company, Inc. for the preparation of the 2022 Audit, in an amount not to exceed \$6,500.

2022 Budget Amendment Hearing: The President opened the public hearing to consider the Resolution to Amend the 2022 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of the Public Hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this Public Hearing. No public comments were received and the Public Hearing was closed.

Following discussion, it was determined that a 2022 Budget Amendment was not necessary.

2023 Budget Hearing: The President opened the public hearing to consider the proposed 2023 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the Budget and the date, time and place of the Public Hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this Public Hearing. No public comments were received and the Public Hearing was closed.

Mr. Beck reviewed the estimated 2022 expenditures and the proposed 2023 expenditures with the Board.

Following discussion, the Board considered the adoption of Resolution No. 2022-11-02; Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-11-03; Resolution to Set Mill Levies (for the General Fund at 9.568 mills, the Debt Service Fund at 28.497 mills, and the Refund and Abatement at 0.734 mills, for a total mill levy of 38.799 mills). Upon motion duly made by Director T. Carlson, seconded by Director Shorter and, upon vote, unanimously carried, the Board: adopted the Resolutions, as discussed; authorized the execution of the Certification of Budget and Certification of Mill Levies, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022; authorized Mr. Beck to transmit the Certification of Mill Levy to the Board of County Commissioners of Arapahoe County and the Division of Local Government, not later than December 15, 2022; and authorized Mr. Beck to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification

RECORD OF PROCEEDINGS

form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director T. Carlson seconded by Director Shorter and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

2024 Budget Preparation: The Board entered into discussion regarding appointing the District Accountant to prepare the 2024 Budget and setting the date for the Public Hearing to adopt the 2024 Budget.

Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget and set the date for the Public Hearing to adopt the 2024 Budget for November 16, 2023.

Options for Process to Handle Reserve Shortages: The Board determined this was not necessary.

LEGAL MATTERS

Engineer's Report and Certification No. 2 ("Report No. 2"), dated November 17, 2022, prepared by Ranger Engineering, LLC: Attorney Montague reviewed with the Board Report No. 2, dated November 17, 2022, prepared by Ranger Engineering, LLC.

Following discussion, upon motion duly made by Director T. Carlson, seconded by Director Shorter and, upon vote, unanimously carried, the Board accepted Report No. 2, dated November 17, 2022, prepared by Ranger Engineering, LLC, in the amount of \$673,832.57.

Reimbursement of Evergreen-Airport & Alameda, L.L.C. (the "Developer") under Engineer's Report and Certification No. 2, dated November 17, 2022, and Project Funding, Acquisition, and Reimbursement Agreement between the District and Developer: Attorney Montague discussed with the Board the reimbursement of Evergreen-Airport & Alameda, L.L.C. (the "Developer") under Engineer's Report and Certification No. 2 dated November 17, 2022, and the Project Funding, Acquisition, and Reimbursement Agreement between the District and Developer.

Following discussion, upon motion duly made by Director T. Carlson, seconded by Director Shorter and, upon vote, unanimously carried, the Board approved the reimbursement of Evergreen-Airport & Alameda, L.L.C. (the "Developer") under Engineer's Report and Certification No. 2 dated November 17, 2022, and the Project Funding, Acquisition, and Reimbursement Agreement between the District and Developer.

RECORD OF PROCEEDINGS

Resolution No. 2022-11-04; Resolution Calling May 2, 2023 Regular Election: The Board discussed Resolution No. 2022-11-04; Resolution Calling a Regular Election for Directors May 2, 2023, appointing the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Following discussion, upon motion duly made by Director T. Carlson, seconded by Director Shorter and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-04; Resolution Calling a Regular Election for Directors May 2, 2023, appointing Steve Beck as the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Estoppel Certificate for Master License Agreement: The Board deferred discussion and no action was taken.

Master License Agreement between the District and the City of Aurora: Attorneys Montague and McGeady discussed with the Board the Master License Agreement between the District and the City of Aurora.

Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board approved the Master License Agreement between the District and the City of Aurora, subject to final approval by Director T. Carlson.

Sidewalk Easement with the City of Aurora (the “City”): The Board discussed the sidewalk easement requested by the City for sidewalks and ramps on Buckley Road.

Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board approved the sidewalk easement requested by the City for sidewalks and ramps on Buckley Road, subject to final legal review..

Proposal for Landscape Maintenance Services: The Board discussed the proposal from CDI Environmental Contractor for landscape maintenance services. Following discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board approved the proposal from CDI Environmental Contractor for landscape maintenance services, subject to review and final approval by Director T. Carlson.

Proposal for Snow Removal Services: The Board discussed the proposal from CDI Environmental Contractor for snow removal services. Following

RECORD OF PROCEEDINGS

discussion, upon motion duly made by Director Shorter, seconded by Director T. Carlson and, upon vote, unanimously carried, the Board approved the proposal from CDI Environmental Contractor for snow removal services, subject to review and confirmation of price increases by Mr. Beck.

OTHER BUSINESS

Status of Development: Mr. Lauterbach discussed with the Board the construction development within the District. Paving is expected to start by mid-December. Landscaping is expected be installed in March or April of 2023.

Status of Engagement with Altitude Community Law: Mr. Firmin and Attorney McGeady discussed with the Board the engagement with Altitude Community Law. The Board took no further action.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director T. Carlson, seconded by Director Shorter and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By 

Secretary for the Meeting