

RECORD OF PROCEEDINGS

MINUTES OF A JOINT SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
AURORA CROSSROADS METROPOLITAN DISTRICT NOS. 1 – 3
(THE “DISTRICTS”)
HELD
JUNE 2, 2022

A joint special meeting of the Boards of Directors of the Aurora Crossroads Metropolitan District Nos. 1 – 3 (referred to hereafter as the “Boards”) was convened on Thursday, June 2, 2022 at 8:00 a.m. The meeting was held via conference call and was open to the public.

ATTENDANCE

Directors in Attendance Were:

Kevin Smith, President
Patrick Schmitz, Secretary/Treasurer

Director Klein was absent and excused.

Also, In Attendance Were:

Jennifer Tanaka, Esq., Erin Stutz, Esq. and Audrey G. Johnson, Esq.; White Bear Ankele Tanaka & Waldron
Lisa Johnson, Alonso Duran Rodriguez, and Nancy Bach; CliftonLarsonAllen LLP (“CLA”)
Joy Tatton; Simmons & Wheeler, PC
Otis Moore; Westside Property Investment Company, Inc.

ADMINISTRATIVE MATTERS

Call to Order and Quorum: Director Smith called the meeting to order at 8:00 a.m. A quorum was confirmed.

Disclosures of Potential Conflicts of Interest: Attorney Tanaka advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Tanaka reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Attorney Tanaka noted that a quorum was present and inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings: The Districts are meeting in a combined board meeting. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Aurora Crossroads Metropolitan District Nos. 1, 2, and 3,

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collectively.

Location of Meeting and Posting of Meeting Notices. Approve Agenda: The Boards reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards approved the Agenda, as amended for the removal of the Construction Management Agreement with Westside Investment Properties, Inc., and excused the absence of Director Klein.

May 3, 2022 Directors' Election; Appointment of Eligible Electors to the Board of Directors (Notice of Vacancy was published on April 28, 2022): Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards acknowledged the cancellation of the elections and appointed Mr. Otis Moore to the Boards of Directors.

Election of Officers: Following discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards elected the following Officers:

Office:	
President	Kevin Smith
Treasurer	Otis Moore
Secretary	Andrew R. Klein
Assistant Secretary	Patrick Schmitz
Assistant Secretary	VACANT

Public Comment: None.

CONSENT AGENDA

The Boards were presented with the following Consent Agenda for consideration:

- A. Approval of Minutes from March 31, 2022 Joint Special Meeting.
- B. Ratification of payment of claims in an amount totaling \$23,051.97.
- C. Review and acceptance of December 31, 2021 Unaudited Financial Statements.
- D. Ratification of Senior Project Fund Requisition Nos. 22, 23 and 24 for the Series 2020A Bonds.

Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Boards approved and/or ratified approval, as appropriate, the Consent Agenda items as listed above.

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MANAGER
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 Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the meeting was adjourned at 8:10 a.m.

Respectfully submitted,

By *Otis C Moore III*
Otis C Moore III (Jul 28, 2022 15:49 MDT)
Secretary for the Meeting







2022-07-28 Execution Packet (Aurora Crossroads Nos. 1 & 2 and Crossroads East)

Final Audit Report

2022-07-28

Created:	2022-07-28
By:	Andie Eckstrum (aekstrum@wbapc.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAArdJzKInuHSYM-VRqYAu5mmEFLJtJZYx

"2022-07-28 Execution Packet (Aurora Crossroads Nos. 1 & 2 and Crossroads East)" History

-  Document created by Andie Eckstrum (aekstrum@wbapc.com)
2022-07-28 - 9:45:27 PM GMT- IP address: 50.209.233.181
-  Document emailed to omoore@westsideinv.com for signature
2022-07-28 - 9:47:28 PM GMT
-  Email viewed by omoore@westsideinv.com
2022-07-28 - 9:48:42 PM GMT- IP address: 52.53.214.78
-  Signer omoore@westsideinv.com entered name at signing as Otis C Moore III
2022-07-28 - 9:49:11 PM GMT- IP address: 96.93.223.173
-  Document e-signed by Otis C Moore III (omoore@westsideinv.com)
Signature Date: 2022-07-28 - 9:49:12 PM GMT - Time Source: server- IP address: 96.93.223.173
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2022-07-28 - 9:49:12 PM GMT