MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS

OF THE

AURORA CROSSROADS METROPOLITAN DISTRICT NOS. 1-3

Held: September 8, 2020, at 8:00 A.M. at 4100 East Mississippi Avenue, Suite 500, Glendale, CO 80246

#### **ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Kevin Smith Andrew R. Klein

Also present was: Jennifer Gruber Tanaka, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District general counsel (*via* telephone).

## ADMINISTRATIVE MATTERS

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications Ms. Tanaka noted that a quorum for each of the Boards was present and that the directors had confirmed their qualification to serve.

**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, collectively.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest Ms. 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. Ms. 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

1141.0006; 1066447

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.

Approval of Agenda

Ms. Tanaka presented the Boards with the proposed agenda for the meeting. Upon motion of Mr. Klein, seconded by Mr. Smith, the Boards unanimously approved the agenda presented.

Excusal of Absence

The Boards noted the absence of Mr. Schmitz. Upon motion of Mr. Klein, seconded by Mr. Smith, the Boards unanimously excused his absence.

#### **PUBLIC COMMENT**

None.

## CONSENT AGENDA MATTERS

The Board was presented with the consent agenda items. Upon motion of Mr. Klein, seconded by Mr. Smith, the Boards unanimously took the following actions:

- a. Approved the Minutes from July 20, 2020 Special Meeting
- b. Ratified the Engagement Letter with Law of the Rockies for Bond Dispute Services
- c. Ratified the Approval of the Independent Contractor Agreement with Scheido Group, LLC for Third-Party Cost Certification Services (District No. 1)
- d. Ratified the Approval of the Independent Contractor Agreement with Scheido Group, LLC for Third-Party Cost Certification Services (District No. 2)

#### **LEGAL MATTERS**

Approval of Public Improvements Acquisition and Reimbursement Agreement with JPMorgan Chase Bank, NA

The Board of District No. 2 was presented with the Public Improvements Acquisition and Reimbursement Agreement with JPMorgan Chase Bank, NA.

Upon motion of Mr. Klein, seconded by Mr. Smith, the Board of District No. 2 unanimously approved the agreement.

1141.0006; 1066447 Page 2

**FINANCIAL MATTERS** 

2020 Bonds The Boards noted that the bonds are scheduled to close on

Thursday, September 10, 2020.

**OTHER BUSINESS** 

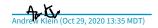
Next Regular Meeting The next meeting is scheduled for October 29, 2020, at 8:00 a.m.

ADJOURNMENT There being no further business to come before the Boards, upon

motion, second and unanimous vote, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes

of the above-referenced meeting.



Secretary for the Districts

1141.0006; 1066447

# 2020-10-29 Execution Packet (ac)

Final Audit Report 2020-10-29

Created: 2020-10-29

By: Andie Eckstrum (aeckstrum@wbapc.com)

Status: Signed

Transaction ID: CBJCHBCAABAAiKqdQRtpGqll-8Asmz8BnlPVeg-laAxP

### "2020-10-29 Execution Packet (ac)" History

- Document created by Andie Eckstrum (aeckstrum@wbapc.com) 2020-10-29 7:18:41 PM GMT- IP address: 50.209.233.181
- Document emailed to Kevin Smith (ksmith@westsideinv.com) for signature 2020-10-29 7:28:55 PM GMT
- Email viewed by Kevin Smith (ksmith@westsideinv.com) 2020-10-29 7:30:14 PM GMT- IP address: 96.93.223.173
- Document e-signed by Kevin Smith (ksmith@westsideinv.com)

  Signature Date: 2020-10-29 7:31:32 PM GMT Time Source: server- IP address: 96.93.223.173
- Document emailed to Andrew Klein (aklein@westsideinv.com) for signature 2020-10-29 7:31:35 PM GMT
- Email viewed by Andrew Klein (aklein@westsideinv.com) 2020-10-29 7:33:32 PM GMT- IP address: 96.93.223.174
- Document e-signed by Andrew Klein (aklein@westsideinv.com)

  Signature Date: 2020-10-29 7:35:34 PM GMT Time Source: server- IP address: 96.93.223.174
- Agreement completed. 2020-10-29 - 7:35:34 PM GMT