

RECORD OF PROCEEDINGS

MINUTES OF A JOINT SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
AURORA CROSSROADS METROPOLITAN DISTRICT NOS. 1 – 3
(THE “DISTRICT”)
HELD
OCTOBER 28, 2021

A joint special meeting of the Board of Directors of the Aurora Crossroads Metropolitan District Nos. 1 – 3 (referred to hereafter as the “Board”) was convened on Thursday, October 28, 2021 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
Andrew R. Klein, Assistant Secretary

Also, In Attendance Were:

Jennifer Tanaka, Esq. and Audrey Johnson, Esq.; White Bear Ankele Tanaka & Waldron
Lisa Johnson and Krista Baptist; CliftonLarsonAllen LLP (“CLA”)
John Simmons and Joy Tatton; Simmons & Wheeler, PC

ADMINISTRATIVE MATTERS

Call to Order and Quorum: Director Smith called the meeting to order at 8:15 a.m. A quorum was confirmed.

Disclosures of Potential 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 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, collectively.

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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 to note the 2021 Budget Amend for District No. 2.

Public Comment: None.

CONSENT AGENDA

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

- A. Approval of Minutes from September 16, 2021 Joint Special Meeting.
- B. Adoption of Joint Annual Administrative Resolution No. 2021-10-01.
- C. Approval of CliftonLarsonAllen LLP Master Service Agreements and related statement(s) of work.
- D. Acceptance of Unaudited Financial Statements as of July 31, 2021.
- E. Ratification of Payment of Claims in the Amount of \$2,790.68.
- F. Ratification of Senior Project Fund Requisition Nos. 14 and 15 for the Series 2020A Bonds.
- G. Adoption of Joint Resolution No. 2021-10-02 Calling an Election for May 3, 2022 and Confirmation of Two Methods for Providing Call for Nominations: 1) Emailing/Mailing (as required by stature); and 2) Posting on District Website.

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

FINANCIAL MATTERS

MD 2 ONLY: Public Hearing to Consider Amendment to 2021 Budget and Adoption of Resolution No. 2021-10-06 Amending the 2021 Budget: The public hearing was opened to consider the proposed amendment to the 2021 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2021 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 the public hearing and the public hearing was closed.

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Mr. Simmons reported that District No. 2 needs to amend the 2021 Budget. Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board approved the 2021 budget amendment for District No. 2 and adopted Resolution No. 2021-10-06.

Public Hearings on the Proposed 2022 Budgets and Adoption of Resolution No. 2021-10-03: Adopting 2022 Budget for District No. 1, Imposing Mill Levy and Appropriating Funds; Resolution No. 2021-10-04: Adopting 2022 Budget for District No. 2 Imposing Mill Levy and Appropriating Funds; and Resolution No. 2021-10-05: Adopting 2022 Budget for District No. 3 Imposing Mill Levy and Appropriating Funds: The public hearings to consider the proposed 2022 budgets were opened.

It was noted that Notice stating that the Board would consider adoption of the 2022 Budgets and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Following review and discussion, upon a motion duly made by Director Smith, seconded by Director Schmitz and, upon vote, unanimously carried, the Board approved the proposed 2022 budgets and adopted Resolution No. 2021-10-03 Adopting 2022 Budget for District No. 1, Imposing Mill Levy and Appropriating Funds; Resolution No. 2021-10-04 Adopting 2022 Budget for District No. 2 Imposing Mill Levy and Appropriating Funds; and Resolution No. 2021-10-05 Adopting 2022 Budget for District No. 3 Imposing Mill Levy and Appropriating Funds.

LEGAL MATTERS

None.

CONSTRUCTION MATTERS

Payment of District Constructions Costs: No update was provided.

Overlot Grading Project: Director Smith reported that the overlot grading project should be complete in the next two weeks or so.

2022 Development / Construction Outlook: This item was not discussed.

MANAGER MATTERS

None.

OTHER BUSINESS


None.

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ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Klein, seconded by Director Schmitz and, upon vote, unanimously carried, the meeting was adjourned at 8:25 a.m.

Respectfully submitted,

By 
Patrick Schmitz (Apr 4, 2022 17:01 MDT)
Secretary for the Meeting