

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT HELD FEBRUARY 8, 2021

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of the Aurora High Point at DIA Metropolitan District (referred to hereafter as the "District") was convened on Monday, the 8th day of February, 2021, at 10:00 a.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 District Board meeting was held and properly noticed to be held via telephone conference. The meeting was open to the public telephonically.

ATTENDANCE

Directors In Attendance Were:

Kevin Smith
Otis Moore, III
Theodore Laudick
Mark Witkiewicz

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the absences of Andrew Klein and Mark Witkiewicz were excused.

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Elizabeth Dauer, Esq.; Seter & Vander Wall, P.C.

Debra Sedgeley and Zach Leavitt; CliftonLarsonAllen LLP

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board noted it was in receipt of disclosures of potential conflicts of interest statements for each of the Directors and that the statements had been filed with the Secretary of State at least seventy-two hours in advance of the meeting. Ms. Finn requested that the Directors review the Agenda for the meeting and advised the Board of any new conflicts of interest which had not been previously disclosed. No further disclosures were made by Directors present at the meeting.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

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Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Agenda was approved, as presented.

Minutes: The Board reviewed the Minutes of the October 26, 2020, November 16, 2020 and January 25, 2021 Special Meetings.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the Minutes of the October 26, 2020, November 16, 2020 and January 25, 2021 Special Meetings.

PUBLIC COMMENT

There was no public comment.

FINANCIAL MATTERS

Claims: Ms. Sedgeley reviewed with the Board the claims for the period ending January 22, 2021, in the amount of \$996,043.65.

Following discussion, upon motion duly made by Director Moore, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the claims for the period ending January 22, 2021, in the amount of \$996,043.65.

Financial Statements / Cash Position: Ms. Sedgeley reviewed the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending December 30, 2020 and the schedule of cash position for the period ending December 30, 2020, updated as of February 2, 2021.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending December 30, 2020 and the schedule of cash position for the period ending December 30, 2020, updated as of February 2, 2021, as presented.

LEGAL MATTERS

Separation of Colorado International Center Metropolitan District No. 3 (“CICMD No. 3”) from the Aurora High Point at DIA Metropolitan District:

Attorney Dauer updated the Board on status of the separation from Colorado International Center Metropolitan District No. 3. The Board discussed the committees approval and denial of certain conditions outlined in the demand letter. Attorney Dauer noted that negotiations are on-going.

Assignment Agreement Regarding 64th Ave. Construction Project Agreements:
Attorney Dauer reviewed with the Board an Assignment Agreement Regarding 64th

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Ave. Construction Project Agreements between the Authority and Aurora High Point at DIA Metropolitan District.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Assignment Agreement Regarding 64th Ave. Construction Project Agreements between the Authority and Aurora High Point at DIA Metropolitan District.

CAPITAL PROJECTS

Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 1 (Report No. 1''), dated January 29, 2021, prepared by Schedio Group LLC: The Board reviewed the spreadsheet and summary of costs associated with Report No. 1.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 1, dated January 29, 2021, prepared by Schedio Group LLC, in the amount of \$1,423,278.98.

Verified public improvement costs and allocation of same among Aurora High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 4, and Colorado International Metropolitan District No. 8, pursuant to Report No. 1, dated January 29, 2021:

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board accepted the verified public improvement costs and allocation of same among Aurora High Point at DIA Metropolitan District, Colorado International Center Metropolitan District No. 4, and Colorado International Center Metropolitan District No. 8, pursuant to Report No. 1, dated January 29, 2021.

Bill of Sale and Deed for conveyance of real property and public improvements identified in Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 1 (Report No. 1''), dated January 29, 2021, prepared by Schedio Group LLC: The Board discussed the Bill of Sale and Deed for conveyance of real property and public improvements identified in Report No. 1.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board ratified approval of the Bill of Sale and Deed for conveyance of real property and public improvements identified in Report No. 1 prepared by Schedio Group, LLC.

Requisition(s) for reimbursement of verified public improvement costs, and any and all resolution(s) relating to such requisition(s), pursuant to Engineer's

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Report and Verification of Costs Associated with Public Improvements Report No. 1 (Report No. 1’), dated January 29, 2021, prepared by Schedio Group LLC

Report No. 1: The Board discussed Requisition No. 4 to be processed by Colorado International Center Metropolitan District No. 8, in the amount of \$1,423,278.98.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board adopted, approved, ratified or acknowledged (as appropriate) of requisition(s) for reimbursement of verified public improvement costs, and any and all resolution(s) relating to such requisition(s), pursuant to Report No. 1, in the amount of \$1,423,278.98.

Capital Improvement Projects:

Denali Street Project: Director Laudick reported to the Board that he is coordinating execution of the Construction Contract.

High Point Neighborhood Park West Civil Infrastructure Project: Director Laudick reported to the Board that the project will be completed by the end of April with the exception of the planting of the plant material which will be completed in the spring.

High Point Possum Gully Sanitary Sewer Project: Mr. Laudick reported to the Board that punch list is being prepared and will need to be completed prior to final acceptance by the city.

OTHER BUSINESS

There was no other business.

ADJOURNMENT

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting