

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT HELD FEBRUARY 27, 2023

A Regular 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 27th day of February, 2023, at 10:00 a.m. This District Board meeting was held and properly noticed to be held by via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Otis Moore, III
Theodore Laudick
Mark Witkiewicz

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, unanimously carried, the absence of Director Andrew Klein was excused.

Also In Attendance Were:

Ann Finn; Special District Management Services, Inc.

Colin B. Mielke, Esq. and Elizabeth A. Dauer, Esq.; Seter & Vander Wall, P.C.

Zachary 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. Attorney Mielke 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. Director Laudick identified his relationship with Silverbluff Companies, and confirmed that he would not participate in discussions or voting on the Silverbluff Companies change order identified on the agenda. 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 Regular Meeting.

RECORD OF PROCEEDINGS

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

Minutes: The Board reviewed the Minutes of the February 27, 2023 Regular Meeting.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Board approved the Minutes of the February 27, 2023 Regular Meeting.

ANNUAL ADMINISTRATIVE MATTERS FOR 2023

Director Qualification Statement: Attorney Mielke noted his office will be reaching out to the Board members concerning updating the Director Qualification Statements.

Disclosure Matters/Update General Conflict Forms: Attorney Mielke noted that his office will be distributing Disclosure Matters/Update General Conflict Forms to all Board members the for updating.

Renewal of Consultants: The Board discussed the renewal of the District Consultants for 2023. Following discussion, it was determined that no changes were needed.

PUBLIC COMMENT

There was no public comment.

FINANCIAL MATTERS

Claims: The Board reviewed the payment of claims for the period beginning October 17, 2022 through February 21, 2023, in the amount of \$8,653,853.64.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Board approved the payment of claims for the period beginning October 17, 2022 through February 21, 2023, in the amount of \$8,653,853.64.

Unaudited Financial Statements: Mr. Leavitt reviewed with the Board the Cash Position Schedule, dated December 31, 2022, updated as of February 21, 2023.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule, dated December 31, 2022, updated as of February 21, 2023.

RECORD OF PROCEEDINGS

LEGAL MATTERS

Status of May 2, 2023 Election: Attorney Mielke discussed the status of the May 2, 2023 Election for Directors. It was noted that no more self-nomination forms were received than positions available so the election can be cancelled if no write-in are submitted.

First Amended and Restated Intergovernmental Agreement Regarding Cost Sharing of the Extension of Denali Street between HM Metropolitan District No. 1, the District and Colorado International Center Metropolitan District No. 7:

The Board reviewed the First Amended and Restated Intergovernmental Agreement Regarding Cost Sharing of the Extension of Denali Street between HM Metropolitan District No. 1, the District and Colorado International Center Metropolitan District No. 7. Mr. Mielke informed the Board that the purpose of the amendment is to identify American Civil Constructors as the applicable contractor and to clarify that the scope is limited to Phase 1 of the Denali Street Improvements.

Following discussion, upon motion duly made by Director Witkiewicz, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the First Amended and Restated Intergovernmental Agreement Regarding Cost Sharing of the Extension of Denali Street between HM Metropolitan District No. 1, the District and Colorado International Center Metropolitan District No. 7.

Statement of Authority regarding the Master License Agreement No. 05-80 from Aurora High Point at DIA Metropolitan District to Colorado International Center Metropolitan District No. 3:

The Board reviewed the Statement of Authority regarding the Master License Agreement No. 05-80 from Aurora High Point at DIA Metropolitan District to Colorado International Center Metropolitan District No. 3. Mr. Mielke informed the Board that the Statement of Authority is required by the City of Aurora to process the assignment of the Master License Agreement for underdrain improvements from the District to Colorado International Center Metropolitan District No. 3, as contemplated by the Termination Agreement executed by the District and Colorado International Center Metropolitan District No. 3.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, unanimously carried, the Board approved the Statement of Authority regarding the Master License Agreement No. 05-80 from Aurora High Point at DIA Metropolitan District to Colorado International Center Metropolitan District No. 3.

Mr. Mielke further noted that he has coordinated with the City of Aurora to identify all documentation necessary for the City to process the assignment of the Master License Agreement. Mr. Mielke also confirmed he delivered a Statement of Authority to the management company for Colorado International Center Metropolitan District No. 3 to complete, as required by the City of Aurora. Mr. Mielke noted that his firm

RECORD OF PROCEEDINGS

has made multiple attempts via email and telephone to coordinate on this matter with the management company for Colorado International Center Metropolitan District No. 3, but they have not returned his firm's messages.

CAPITAL PROJECTS

Capital Improvement Projects:

Lisbon Street Extension Project (Millstone Weber, LLC): Director Laudick reported the project is complete and he is waiting on as-builts from the contractor before processing final payment.

64th Avenue and Denali Street Lighting Package Project: Director Laudick reported the project is complete and is waiting on Xcel Energy to power up the lights.

Possum Gully Channel Improvement Project: Director Laudick reported the project is 100% complete.

High Point 66th & 67th Ave Improvement Project: Director Laudick reported the project is 100% complete and he is waiting on as-builts from the contractor before processing final payment.

High Point North Pinon Sanitary Sewer Improvement Project: Director Laudick reported the project is 100% complete and he is waiting on as-builts from the contractor before processing final payment.

Gun Club Road Project ("Project"): Director Laudick reported the project is shut down for the winter.

Public Improvement Inspections Permit Center Acceptance Letter: Director Laudick discussed the Public Improvement Inspections Permit Center Acceptance Letter. No action was needed by the Board.

Final Payment to Zak Dirt, Inc. for the High Point PDI Pond Project: Director Laudick discussed with the Board the final payment to Zak Dirt, Inc. for the High Point PDI Pond Project.

Following discussion, upon motion duly made by Director Laudick, seconded by Director Klein, and upon vote, unanimously carried, the Board ratified approval of the final payment to Zak Dirt, Inc. for the High Point PDI Pond Project.

66th & 67th Avenue Street Light Project:

Award of 66th & 67th Avenue Street Light Project: The Board discussed the award of

RECORD OF PROCEEDINGS

66th & 67th Avenue Street Light Project to Dynalectric Company Inc., in the amount of \$215,955.13.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz, and upon vote, unanimously carried, the Board ratified approval of the award of the 66th & 67th Avenue Street Light Project to Dynalectric Company Inc., in the amount of \$215,955.13.

Construction Contract/Project Manual with Dynalectric Company Inc.: The Board discussed the Construction Contract/Project Manual with Dynalectric Company Inc.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz, and upon vote, unanimously carried, the Board ratified approval of the Construction Contract/Project Manual with Dynalectric Company Inc.

Change Order with Silverbluff Companies for Construction Management Services: The Board, with Director Laudick abstaining from discussion, discussed the Change Order with Silverbluff Companies for construction management services.

Following discussion, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, carried with Directors Moore and Witkiewicz voting "Yes" and Director Laudick abstaining, the Board approved the Change Order with Silverbluff Companies for construction management services.

OPERATIONS
AND
MAINTENANCE

2022 Operation and Maintenance Services: Mr. Laudick noted there is no need for 2022 operation and maintenance services at this time.

OTHER BUSINESS

There was no other business to discuss at this time.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Moore, seconded by Director Witkiewicz and, upon vote, unanimously carried, the meeting was adjourned at approximately 10:20 a.m.

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting