

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE AURORA HIGH POINT AT DIA METROPOLITAN DISTRICT HELD JULY 12, 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 12th day of July, 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 by video/telephone conference. The meeting was open to the public.

#### ATTENDANCE

#### Directors In Attendance Were:

Andrew Klein  
Kevin Smith  
Otis Moore, III  
Theodore Laudick

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

#### Also In Attendance Were:

Matt Cohrs; Special District Management Services, Inc.

Colin B. Mielke, Esq.; Seter & Vander Wall, P.C.

Debra Sedgeley; 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. No further disclosures were made by Directors present at the meeting.

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### ADMINISTRATIVE MATTERS

**Agenda:** Mr. Cohrs distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

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

**Minutes:** The Board reviewed the Minutes of the May 28, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Smith, seconded by Director Moore and, upon vote, unanimously carried, the Board approved the Minutes of the May 28, 2021 Special Meeting.

### PUBLIC COMMENT

There was no public comment.

### FINANCIAL MATTERS

**Cash Position / Claims:** Ms. Sedgeley reviewed with the Board the Cash Position Schedule dated May 31, 2021, updated as of July 7, 2021, and the claims for the period beginning May 26, 2021 through July 7, 2021, in the amount of \$1,729,396.09.

Following discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board accepted the Cash Position Schedule dated May 31, 2021, updated as of July 7, 2021, and the claims for the period beginning May 26, 2021 through July 7, 2021, in the amount of \$1,729,396.09.

**2020 Audit:** Ms. Sedgeley reviewed the 2020 draft Audit with the Board. Attorney Mielke discussed minor modifications to the draft and confirmed a final version will be prepared with the modifications discussed.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the 2020 Audit as discussed and authorized execution of the Audit Representations Letter.

### LEGAL MATTERS

**Public Hearing on Petition for Inclusion of approximately 0.009 acres of real property owned by ACM High Point VI LLC, and adoption of Resolution for Inclusion of Real Property:** Attorney Mielke presented the Board with a petition for inclusion of approximately .009 acres of real property into the boundaries of the District received from 100% of the fee owners of such property and an accompanying Resolution for Inclusion of Real Property. Attorney Mielke opened the public hearing for discussion. It was noted that a publication was made and no written objections

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were received. There being no members of the public present, the public hearing was closed.

Following review and discussion by the Board, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the inclusion of approximately 0.009 acres of real property owned by ACM High Point VI LLC, and in addition adopted the Resolution for Inclusion of Real Property.

**Public Hearing on Petition for Exclusion of approximately 0.009 acres of real property owned by ACM High Point VI LLC, and adoption of Resolution for Exclusion of Real Property:** Attorney Mielke presented the Board with a petition for exclusion of approximately .009 acres of real property out of the boundaries of the District received from 100% of the fee owners of such property and an accompanying Resolution for Exclusion of Real Property. Mr. Mielke explained the statutory considerations that must be made by the Board when considering a petition for exclusion and identified the factors in an accompanying resolution of the Board. Attorney Mielke opened the public hearing for discussion. It was noted that a publication was made and no written objections were received. There being no members of the public present, the public hearing was closed.

Following review and discussion of the resolution and the statutory factors for exclusion, and upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the exclusion of approximately 0.009 acres of real property owned by ACM High Point VI LLC, and in addition adopted the Resolution for Exclusion of Real Property.

**First Amendment to Capital Funding and Reimbursement Agreement and First Amendment to Operations Funding and Reimbursement Agreement:** The Board discussed consideration of the First Amendment to Capital Funding and Reimbursement Agreement and First Amendment to Operations Funding and Reimbursement Agreement. Mr. Mielke informed the Board that he discussed both agreements with the District's accountant and it has been determined that no amendment is needed to the Capital Funding Agreement at this time, and consideration of that amendment was therefore tabled. Mr. Mielke further informed the Board that the First Amendment to Operations Funding and Reimbursement Agreement is needed and that the authorized amount should be increased from \$1 million to \$5 million based on discussions with the District's accountant.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the First Amendment to Operations Funding and Reimbursement Agreement and directed Attorney Mielke to revise the final draft to include the \$5 million amount discussed.

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### CAPITAL PROJECTS

**Capital Improvement Projects:** Director Laudick reported on the Capital Improvement Projects.

Lisbon Street Extension Project (Millstone Weber, LLC): There was no report.

High Point North Grading Project (Summit Excavation & Grading, LLC): There was no report.

High Point at DIA Neighborhood Park West Civil Infrastructure Project (Catamount Constructor Inc.): The Board discussed the one-year warranty period for the project.

64<sup>th</sup> Ave. and Denali Street Lighting Package Project: Director Laudick reported to the Board that he received only one bid for the 64<sup>th</sup> Ave. and Denali Street Lighting Package Project.

Review Bids: Director Laudick reviewed with the Board the bid received from Dynalectric Company, a Delaware corporation (“Dynalectric”) for the 64<sup>th</sup> Ave and Denali Street Lighting Package Project.

Award Contract: Director Laudick recommended the contract be awarded to Dynalectric.

Following review and discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board awarded the contract to Dynalectric.

Notice of Award and Notice to Proceed: The Board entered into discussion regarding authorizing issuance of Notice of Award and Notice to Proceed.

Following discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board authorized Director Laudick to issue the Notice of Award and Notice to Proceed to Dynalectric.

Construction Contract: The Board entered into discussion regarding the Construction Contract with Dynalectric.

Following discussion, upon motion duly made by Director Smith, seconded by Director Klein and, upon vote, unanimously carried, the Board approved the Construction Contract with Dynalectric.

Lisbon Street Lighting Package Project: Director Laudick reported the Lisbon Street Lighting Package Project bid opening is scheduled for June 16, 2021. No further action was taken by the Board at this time.

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Poosum Gully Channel Improvement Project: Director Laudick reported the Bid opening was held July 1, 2021 and noted he could not make a recommendation to award the contract at this time. Following discussion, the Board rejected the bids and directed Director Laudick to rebid the project.

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### **OTHER BUSINESS**

There was no other business.

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### **ADJOURNMENT**

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

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting