

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS  
OF DIRECTORS

OF THE

AURORA CROSSROADS METROPOLITAN DISTRICT NOS. 1-  
2 AND CROSSROADS EAST METROPOLITAN DISTRICT

Held: November 19, 2025, at 11:00 a.m. at 7555 E. Hampden  
Avenue, Suite 501, Denver, Colorado and via teleconference.

**ATTENDANCE**

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

Mark Witkiewicz  
Megan Waldschmidt  
Paige Langley

Also present were: Justin Janca, Public Alliance LLC, District  
Manager, Kristin J. Bowers, Esq. and Audrey G. Johnson, Esq.,  
WBA PC, District General Counsel; Diane Wheeler, Simmons &  
Wheeler, P.C., District Accountant; Tiffany Leichman, Taft Law,  
Bond Counsel, Katie Cooksey, Piper Sandler, Underwriter, and  
Ethan Anderson, Ballard Spahr, Special Counsel to the District.

**ADMINISTRATIVE  
MATTERS**

**Call to Order:** The meeting was called to order at 11:01 a.m.

**Declaration of Quorum and Confirmation of Director  
Qualifications:** Mr. Janca noted that a quorum for each of the  
Boards was present and that the directors had confirmed their  
qualifications to serve.

**Reaffirmation of Disclosures of Potential or Existing Conflicts of  
Interest:** Ms. Bowers advised the Boards that, pursuant to  
Colorado law, certain disclosures might be required prior to taking  
official action at the meeting. Ms. Bowers 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. Bowers 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. 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:** Mr. Janca presented the Boards with the proposed agenda for the meeting. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agenda as amended.

**PUBLIC COMMENT**

None.

**DIRECTOR MATTERS**

**Election of Officers:** Following discussion, upon motion duly made by Director Witkiewicz and seconded by Director Waldschmidt, the Boards unanimously elected the following officers:

Mark Witkiewicz - President  
Megan Waldschmidt – Secretary  
Paige Langley – Treasurer

**CONSENT AGENDA**

The consent agenda items were presented to the Boards. Mr. Janca advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Following discussion, upon motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified, or adopted, as applicable.

- a. Approval of Minutes from September 10, 2025 Joint Special Meeting.
- b. Ratification of Payment of Claims as of November 10, 2025 (District Nos. 1 & 2).
- c. Ratification of Payment of Claims as of November 10, 2025 (CEMD).
- d. Acceptance of Unaudited Financial Statements dated September 30, 2025.
- e. Adoption of 2026 Joint Annual Administrative Resolution.
  - i. Meeting Dates: Second Tuesday of February, May, August, and November at 10:30 a.m.
- f. Adoption of Joint Resolution Adopting an Amended and Restated Digital Accessibility Policy and Designating a Compliance Officer.
- g. Approval of First Addendum with Silverbluff Companies, Inc. for Engineering Services.
- h. Approval of Independent Contractor Agreement with Architectural Engineering Design Group, Inc. d/b/a/ AE Design for Electrical Engineering, Lighting Design, and

- Construction Administration Services.
- i. Ratification of Second Addendum to Independent Contractor Agreement with Martin/Martin, INC. for Civil Engineering Professional Services (District No. 1).
- j. Ratification of Subordinate Project Fund Requisitions:
  - i. Requisition No. 50 - \$1,338,673.91 (District No. 2).
  - ii. Requisition No. 51 - \$47,804.69 (District No. 2).
  - iii. Requisition No. 52 - \$417,524.68 (District No. 2).
- k. Ratification of Engagement Letter with Ballard Spahr for Special Counsel Services (District No. 1 and CEMD).
- l. Ratification of Transaction-Based Informed Consent to Representation with WBA, PC regarding District Coordinating Services Agreement.
- m. Ratification of Change Order No. 1 with Landtech Contractors LLC related to Landscape Project (District No. 1).
- n. Ratification of Agreement with Xcel Energy Public Service Company of Colorado for Overhead to Underground Conversion (District No. 1).

**FINANCIAL MATTERS**

**2025 Budget Amendment (District No. 2):** Director Witkiewicz opened the public hearing on the 2025 Budget Amendment. Ms. Bowers noted that the notice of public hearing was provided in accordance with Colorado law. No written objections were received prior to the meeting. There being no comment from the public, the hearing was closed.

Ms. Wheeler reviewed the 2025 budget amendment with the Board of District No. 2 and answered questions. Following discussion, upon motion duly made and seconded, the Board of District No. 2 adopted the Resolution Amending the 2025 Budget.

**Public Hearing on 2026 Budget:** Director Witkiewicz opened the public hearing on the 2026 Budget. Ms. Bowers noted that the notice of public hearing was provided in accordance with Colorado law. No written objections were received prior to the meeting. There being no comment from the public, the hearing was closed.

Ms. Wheeler reviewed the 2026 Budget with the Boards and answered questions. Following discussion, upon motion duly made and seconded, the Boards adopted the Resolutions Adopting the 2026 Budgets, Imposing Mill Ley, and Appropriating Funds, subject to receipt of the final Assessed Valuation.

**Update on 2024 Audit Filings (District Nos. 1 and 2):** Ms. Wheeler noted that the Audits were still in progress and she anticipates the Audit for District No. 2 being filed this week.

## **BOND MATTERS**

**First Amendment to Public Improvements Reimbursement Agreement among District Nos. 1 and 2 and JPMorgan Chase Bank, N.A.:** Following discussion, upon motion duly made and seconded, the Boards of District No. 1 and District No. 2 approved the First Amendment to Public Improvements Reimbursement Agreement among District Nos. 1 and 2 and JPMorgan Chase Bank, N.A.

**First Amendment to Escrow Agreement among District No. 2, JPMorgan Chase Bank, N.A., and UMB Bank, N.A.:** Following discussion, upon motion duly made and seconded, the Board of District No. 2 approved the First Amendment to Escrow Agreement among District No. 2, JPMorgan Chase Bank, N.A., and UMB Bank, N.A.

**Issuance of general obligation indebtedness consisting of its (i) General Obligation Limited Tax Convertible Capital Appreciation Revenue Bonds, Series 2025A-1; (ii) General Obligation Limited Tax Convertible Capital Appreciation Revenue Bonds, Series 2025A-2; and (iii) General Obligation Limited Tax Bonds, Series 2025A-3:** Ms. Leichman reviewed the resolution with the Board of District No. 2 authorizing the issuance of its General Obligation Limited Tax Convertible Capital Appreciation Revenue Bonds, Series 2025A-1 in the aggregate original estimated principal amount of \$60,000,000 and appreciating to \$68,000,000; (ii) General Obligation Limited Tax Convertible Capital Appreciation Revenue Bonds, Series 2025A-2 in the aggregate original estimated principal amount of \$22,000,000 and appreciating to \$24,500,000; and (iii) General Obligation Limited Tax Bonds, Series 2025A-3, in the estimated principal amount of \$62,000,000, subject to increase or decrease as determined by the Board or as otherwise permitted by any resolution adopted by the Board. Following discussion, upon motion duly made and seconded, the Board of District No. 2 adopted the resolution authorizing the issuance of such indebtedness; authorizing three separate Indentures of Trust, a Capital Pledge Agreement, a Bond Purchase Agreement, a Continuing Disclosure Agreement, the form of Official Statement related to the issuance of such bonds, and other related documents; approving, ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing

prior inconsistent actions and appointed Director Witkiewicz as the sales delegate and Ms. Wheeler as the District representative.

**Final determination concerning the issuance and incurrence of general obligation indebtedness consisting of a Capital Pledge Agreement:** Ms. Leichman reviewed the agreement with the Board of Crossroads East. Following discussion, upon motion duly made and seconded, the Board of Crossroads East approved the Capital Pledge Agreement, including any necessary amendments or supplements thereto related to the issuance of such Series 2025 Bonds as described below, pursuant to which the District will be obligated to impose ad valorem property taxes for the repayment of obligations issued by District No. 2, including its General Obligation Limited Tax Bonds, Series 2025A-3, in the estimated principal amount of \$10,000,000; authorizing the issuance of such indebtedness; approving, ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions and appointed Director Witkiewicz as the sales delegate and Ms. Wheeler as the District representative.

**Engagement of Crews & Associates, Inc. for Municipal Advisory Services:** Following discussion, upon motion duly made and seconded, the Board of District No. 2 approved the engagement of Crews & Associates, Inc. for Municipal Advisory Services.

## LEGAL MATTERS

**Independent Contractor Agreement with Public Alliance for District Management Services:** Following discussion, upon motion duly made and seconded, the Boards of District No. 1 and CEMD approved the Independent Contractor Agreement with Public Alliance for District Management Services.

**Engagement Letters with WBA, PC:** Following discussion, upon motion duly made and seconded, the Boards approved the Engagement Letters with WBA, PC.

**Amended and Restated District Coordinating Services Agreement:** Following discussion, upon motion duly made and seconded, the Boards approved the Amended and Restated District Coordinating Services Agreement, to be effective December 1, 2025.

**Termination of Funding and Reimbursement Agreement (Operations and Maintenance with Aurora Crossroads LLC**

**(District No. 1):** Following discussion, upon motion duly made and seconded, the Board of District No. 1 approved the Termination of Funding and Reimbursement Agreement (Operations and Maintenance with Aurora Crossroads LLC

**Grading and Sanitary Sewer Access and Cost Share Agreement (District No. 2):** Following discussion, upon motion duly made and seconded, the Board of District No. 2 approved the Grading and Sanitary Sewer Access and Cost Share Agreement, subject to final comments from legal counsel and Director Witkiewicz.

**MANAGEMENT  
MATTERS**

**Property and Liability Coverage Renewal for 2026:** Following discussion, upon motion duly made and seconded, the Boards approved the Property and Liability Coverage Renewal for 2026 as amended.

**CONSTRUCTION  
MATTERS**

**Crossroads Offsite Sanitary Sewer Project (SMH West LLC):**  
*Consider Approval of Change Order No. 9 related to Crossroads Offsite Sanitary Sewer Project with SMH West LLC:* Following discussion, upon motion duly made and seconded, the Board of District No. 1 approved Change Order No. 9 related to Crossroads Offsite Sanitary Sewer Project with SMH West LLC.

*Consider approval of Notice of Final Payment related to Crossroads Offsite Sanitary Sewer Project with SMH West LLC:* Following discussion, upon motion duly made and seconded, the Board of District No. 1 approved the Final Payment related to Crossroads Offsite Sanitary Sewer Project with SMH West LLC.

**Civil Project (SMH West LLC):**  
*Consider Approval of Change Order No. 28 related to Civil Project with SMH West LLC:* Following discussion, upon motion duly made and seconded, the Board of District No. 1 approved Change Order No. 28 related to Civil Project with SMH West LLC.

*Consider approval of Notice of Final Payment related to Civil Project with SMH West LLC:* Following discussion, upon motion duly made and seconded, the Board of District No. 1 approved the Notice of Final Payment related to Civil Project with SMH West LLC.

**Landscape Project:** Director Witkiewicz reported that the landscape project is 90% complete.

**Offsite Sanitary Sewer – Crippen:** Director Witkiewicz noted that bidding will occur in December 2025/January 2026.

**Gun Club Business Park Offsite Sanitary Sewer (District No. 2):**

*Ratification of Invitation to Bid for Gun Club Business Park Offsite Sanitary Sewer Improvements:* Following discussion, upon motion duly made and seconded, the Board of District No. 2 ratified approval of the Invitation to Bid for the Gun Club Business Park Offsite Sanitary Sewer Improvements.

**OTHER BUSINESS**

**Next Regular Meeting:** The next meeting is scheduled for February 10, 2026 at 10:30 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.

Signed by:

*Megan Waldschmidt*

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Secretary for the Districts