

MINUTES OF A JOINT SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
AURORA CROSSROADS METROPOLITAN DISTRICT NOS. 1-2, CROSSROADS EAST
METROPOLITAN DISTRICT AND ASPEN BUSINESS PARK METROPOLITAN
DISTRICT (THE “DISTRICTS”)
HELD
AUGUST 7, 2024

A joint special meeting of the Board of Directors of the Aurora Crossroads Metropolitan District Nos. 1-2 (“ACMD1-2”), Crossroads East Metropolitan District (“CEMD”) and Aspen Business Park Metropolitan District (“ABPMD”) (referred to hereafter as the “Boards”) were convened on Wednesday August 7, 2024, at 9:00 a.m. This District Board meeting was held via Zoom conference call. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

Mark Witkiewicz, President
Andrew Klein, Treasurer
Megan Waldschmidt, Secretary
Paige Langley, Assistant Secretary

Also, In Attendance Were:

Lisa Johnson; CliftonLarsonAllen LLP (“CLA”)
Diane Wheeler; Simmons & Wheeler, PC
Audrey G. Johnson, Esq.; White Bear Ankele Tanaka and Waldron

ADMINISTRATIVE MATTERS

Call to Order and Agenda:

The meeting was called to order at 9:00 a.m. The Boards reviewed the agenda for the meeting. Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Waldschmidt and, upon vote, unanimously carried, the Boards approved the agenda, as presented.

Disclosures of Potential Conflicts of Interest:

The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Johnson that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

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, Aspen Business Park Metropolitan District, and Crossroads East Metropolitan District, collectively.

Quorum, Location of Meeting Posting of Meeting Notices:

The Boards confirmed the presence of a quorum.

The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Board meeting. This meeting was conducted via Zoom conference call and encouraged public participation. The Boards further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the Districts' boundaries.

Public Comment:

There was no public comment.

CONSENT AGENDA ITEMS

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

- ACMD1-2 & CEMD: Minutes from November 2, 2023, November 15, 2023, November 21, 2023, and December 1, 2023 Special Joint Meetings
- ACMD1-2, CEMD & ABPMD: Minutes from February 6, 2024 Special Joint Meeting
- ACMD2: Minutes from February 22, 2024 and February 28, 2024 Special Meetings
- ACMD1: Access Agreement with Arista Investors Colorado, LLC dated as of June 14, 2024
- ACMD1: Independent Contractor Agreement for Engineering Services with Lithos Engineering, LLC c/o GEI Consultants, Inc. dated as of May 21, 2024
- ACMD1: Independent Contractor Agreement for Geotechnical Services with Ground Engineering Consultants, Inc. dated as of June 5, 2024
- ACMD1: Independent Contractor Agreement for Subsurface Utility Engineering with Surveying and Mapping, LLC dated as of April 17, 2024
- ACMD1: Master License Agreement with City of Aurora for Landscape Maintenance
- ACMD2: Public Improvements Acquisition and Reimbursement Agreement with Intermountain Healthcare, Inc.

- ABPMD: Resolution No. 2024-08-01: Regarding Acceptance of District Eligible Costs (Report #2)
- ACMD1-2, CEMD & ABPMD: Joint Resolution No. 2024-08-02: Adopting a Website Accessibility Policy and Designating a Compliance Officer
- ACMD1-2, CEMD & ABPMD: Master Services Agreement with Streamline Software Inc.
- ABPMD: 2023 Application for Audit Exemption
- CEMD: 2023 Application for Audit Exemption
- ACMD1: March 31, 2024 Unaudited Financial Statements
- ACMD2: March 31, 2024 Unaudited Financial Statements
- ABPMD: June 31, 2024 Unaudited Financial Statements
- CEMD: March 31, 2024 Unaudited Financial Statements
- ACMD1: 2023 Claims Released after November 11, 2023 totaling \$72,978.37 and 2024 Claims totaling \$54,978.63
- ABPMD: Claims totaling \$23,823.56
- CEMD: 2023 Claims Released after November 11, 2023 totaling \$2,385.98 and 2024 Claims through June 30, 2024 totaling \$12,330.91
- ACMD2 Only: Subordinate Project Fund Requisitions:

No. 22	\$984,054.64
No. 23	\$100,394.32
No. 24	\$452,699.20
No. 25	\$186,419.05
No. 26	\$50,000.00
No. 27	\$95,022.21
No. 28	\$552,733.39
No. 29	\$155,585.47
No. 30	\$43,377.50
No. 31	\$431,641.11
No. 32	\$228,157.57

Upon a motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the Boards approved/ratified approval of the Consent Agenda items, as amended to include the June 31, 2024 Unaudited Financial Statements for ACMD1-2.

FINANCIAL MATTERS

ABPMD: Public Hearing on 2023 Budget Amendment and Resolution No. 2024-08-03:

Ms. Johnson opened the public hearing at 9:09 a.m. to consider an amendment to the 2023 Budget.

It was noted that publication of Notice stating that the ABPMD Board would consider amendment of the 2023 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.

No public comments were received, and the public hearing was closed at 9:10 a.m.

Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the ABPMD Board adopted Resolution No. 2024-08-03 to Amend the 2023 Budget.

ACMD2: Public Hearing on Second Amendment to the 2023 Budget Amendment and Resolution No. 2024-08-04:

Ms. Johnson opened the public hearing at 9:09 a.m. to consider a second amendment to the 2023 Budget.

It was noted that publication of Notice stating that the ACMD2 Board would consider second amendment of the 2023 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.

No public comments were received, and the public hearing was closed at 9:10 a.m.

Ms. Wheeler presented the Second Amendment to the 2023 Budget Amendment to the Board.

Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the ACMD2 Board adopted Resolution No. 2024-08-04 to Amend the 2023 Budget.

ACMD1: 2023 Audit and Execution of Representation Letter:

Ms. Wheeler reviewed the 2023 Audit with the ACMD1 Board. Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the ACMD1 Board approved the 2023 Audit, subject to final legal review, and authorized execution of the Representation Letter.

ACMD2: 2023 Audit and Execution of Representation Letter:

Ms. Wheeler reviewed the 2023 Audit with the ACMD2 Board. Following discussion, upon a motion duly made by Director Witkiewicz, seconded by Director Langley and, upon vote, unanimously carried, the ACMD2 Board approved the 2023 Audit, subject to final legal review, and authorized execution of the Representation Letter.

LEGAL MATTERS

There were no legal matters discussed.

Certificate Of Completion

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 Subject: Aurora Crossroads MD1-2, CEMD, ABPMD - 11/21/24 Signature Items (8)
 Client Name: Aurora Crossroads MD1-2, CEMD, ABPMD
 Client Number: Aurora Crossroads MD1-2, CEMD, ABPMD
 Source Envelope:
 Document Pages: 52 Signatures: 34
 Certificate Pages: 5 Initials: 0
 AutoNav: Enabled
 Envelopeld Stamping: Enabled
 Time Zone: (UTC-06:00) Central Time (US & Canada)

Status: Completed
 Envelope Originator:
 Marlena Brzeska-Cloyd
 220 S 6th St Ste 300
 Minneapolis, MN 55402-1418
 Marlena.Brzeska-Cloyd@claconnect.com
 IP Address: 73.78.65.233

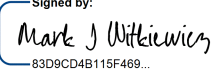
Record Tracking

Status: Original
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 Holder: Marlena Brzeska-Cloyd
 Marlena.Brzeska-Cloyd@claconnect.com
 Location: DocuSign

Signer Events

Mark J Witkiewicz
 markw@westsideinv.com
 President
 Security Level: Email, Account Authentication
 (None)

Signature

Signed by:

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 Signature Adoption: Pre-selected Style
 Using IP Address: 96.93.223.173

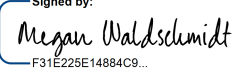
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Accepted: 12/2/2024 9:22:59 AM
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Megan Waldschmidt
 meganw@westsideinv.com
 Secretary
 Security Level: Email, Account Authentication
 (None)

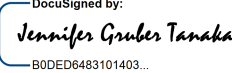
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Jennifer Gruber Tanaka
 jtanaka@wbapc.com
 Security Level: Email, Account Authentication
 (None)

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 Using IP Address: 172.225.198.122
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 Signed: 12/2/2024 10:25:00 AM

Electronic Record and Signature Disclosure:

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Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp

Certified Delivery Events	Status	Timestamp
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Carbon Copy Events	Status	Timestamp
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Abby Franz afranz@wbapc.com Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Not Offered via DocuSign	COPIED	Sent: 12/2/2024 10:25:09 AM
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SD Records sdrecordsretention@claconnect.com Security Level: Email, Account Authentication (None) Electronic Record and Signature Disclosure: Accepted: 10/5/2023 9:27:44 AM ID: 2eeab7cf-9041-488d-bed0-8baedf289723	COPIED	Sent: 12/2/2024 10:25:09 AM Viewed: 12/3/2024 1:43:53 PM
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Witness Events	Signature	Timestamp
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Notary Events	Signature	Timestamp
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Envelope Summary Events	Status	Timestamps
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Completed	Security Checked	12/2/2024 10:25:09 AM

Payment Events	Status	Timestamps
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Electronic Record and Signature Disclosure
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