

**THE AURORA HIGHLANDS COMMUNITY
AUTHORITY BOARD**

8390 East Crescent Parkway, Suite 300
Greenwood Village, CO 80111
Phone: 303-779-5710

NOTICE OF SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Matt Hopper (AACMD Rep.)	President	2022/May 2022
Carla Ferreira (AACMD Rep.)	Vice President	2022/May 2022
Michael Sheldon (TAH MD Nos. 1 – 3 Rep.)	Treasurer/Asst. Secretary	2023/May 2023
VACANT	Assistant Secretary	2023/May 2023
Cynthia (Cindy) Shearon (AACMD Rep.)	Assistant Secretary	2023/May 2023
Kathleen Sheldon (ATEC 1 Rep.)	Assistant Secretary	2023/May 2023
Deanna Hopper (ATEC 2 Rep.)	Assistant Secretary	2023/May 2022
Denise Denslow	Secretary	N/A

DATE: **June 18, 2020**

TIME: **1:00 P.M.**

PLACE: **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, THIS DISTRICT BOARD MEETING WILL BE HELD BY VIDEO ENABLED WEB CONFERENCE WITHOUT ANY INDIVIDUALS (NEITHER DISTRICT REPRESENTATIVES NOR THE GENERAL PUBLIC) ATTENDING IN PERSON. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE JOIN THE VIDEO ENABLED WEB CONFERENCE VIA ZOOM:**

<https://hrgreen.zoom.us/j/92844386929?pwd=RGpIK2l5V0RsWStuMGxrM3V1bGlzdz09>

Meeting ID: 928 4438 6929

Password: 809964

Or Dial In:

877-853-5247

I. ADMINISTRATIVE MATTERS

- A. Present disclosures of potential conflicts of interest.

- B. Approve agenda; confirm location of meeting, posting of meeting notices.

II. CONSENT AGENDA

Consent Agenda – These items are considered to be routine and will be ratified by one motion. There will be no separate discussion of these items unless a board member so requests; in which event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.

- Review and consider approval of Minutes from the May 21, 2020 Special Meeting (enclosure).

III. LEGAL MATTERS

A. Discuss and consider adoption of a Joint Resolution of the Board of Directors of the CAB and the Aerotropolis Area Coordinating Metropolitan District (“AACMD”) Establishing Project Procurement/Cost Verification and Cost Accounting Procedures (to be distributed).

B. Discuss and consider adoption of Resolution Establishing Rules and Regulations (Covenant Enforcement/Design Review) (to be distributed).

C. Discuss and consider adoption of Resolution to Approve the Homeowner Design Guidelines and Handbook (to be distributed).

D. Discuss and consider adoption of Resolution Adopting Covenants, Conditions and Restrictions (to be distributed).

E. Discuss and consider adoption of Resolution Regarding Rules and Regulations Regarding Dedication and Acceptance of Public Improvements (to be distributed).

F. Acknowledge Inclusion Agreement (Aurora Tech Center Holdings, LLC) by and among AACMD, Aurora Tech Center Holdings, LLC and Aurora Tech Center Development, LLC.

- G. Acknowledge Inclusion Agreement (GVR King Commercial, LLC) by and among AACMD, GVR King Commercial, LLC and Aurora Tech Center Development, LLC.

- H. Acknowledge Inclusion Agreement by and among AACMD, Aurora Highlands, LLC, GVR King LLC, GVRE 470 LLC, Green Valley East, LLC, SJSA Investments, LLC, Aurora Highlands Holdings, LLC and Aurora Highlands Development, LLC.

- I. Acknowledge rescission of Inclusion Agreements by and between AACMD and each of the following entities: Aurora Tech Center Development, LLC; Aurora Tech Center Holdings, LLC; Aurora Highlands Holdings, LLC; Aurora Highlands, LLC; GVR King Commercial, LLC; SJSA Investments, LLC; GVR King LLC; Green Valley East, LLC; and GVRE 470 LLC.

IV. FINANCIAL MATTERS

- A. Discuss status of initial closing of 2020 Bond issuance.
 - 1. Review and consider approval of Series 2020B Bondholder’s Agreement by and between the CAB and Aurora Highlands, LLC.

- B. Discuss and consider approval of acceptance of the CAB / AACMD Engineer’s Report and Verification of Costs Associated with Public Improvements (Costs Reviewed Include: February 2016 – May 2020, Draw Nos. 1-24), prepared by Schedio Group LLC (to be distributed).

V. CONSTRUCTION MATTERS

None.

VI. OTHER BUSINESS

None.

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VII. ADJOURNMENT

THE NEXT REGULAR MEETING IS SCHEDULED FOR JULY 16, 2020.

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF
THE AURORA HIGHLANDS COMMUNITY AUTHORITY BOARD (“CAB”)
HELD
May 21, 2020**

A special meeting of the Board of Directors of The Aurora Highlands Community Authority Board, County of Adams (referred to hereafter as the “Board”) was convened on Thursday, May 21, 2020, at 1:00 p.m. Due to concerns related to COVID-19, all participants attended by GoToMeeting at <https://global.gotomeeting.com/join/250765349>
United States (Toll Free): 1 877 568 4106 - One-touch: tel: +18775684106, 250765349# United States: +1 (224) 501-3216 - One-touch: tel: +12245013216, 250765349# Access Code: 250-765-349

The meeting was open to the public via both means.

Directors In Attendance Were:

Matt Hopper
Carla Ferreira
Michael Sheldon
Cynthia (“Cindy”) Shearon

Also In Attendance Was:

MaryAnn McGeady, Esq., Elisabeth Cortese, Esq., Jon Hoistad, Esq., Drew Rippey, Esq. and Courtney Diguardi, Esq.; McGeady Becher P.C.
Todd Johnson; Terra Forma Solutions, Inc.
Debra Sedgeley, Denise Denslow and Anna Jones; CliftonLarsonAllen LLP (“CLA”)
Matt Ruhland, Esq. and Sarah Luetjen; Collins Cockrel & Cole P.C.
Carlo Ferreira; Aurora Highlands, LLC

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney McGeady discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board 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 that the disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors as required by statute. No new conflicts were disclosed.

Agenda: The Board considered the proposed Agenda for the CAB's special meeting.

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote unanimously carried, the Agenda was approved, as amended.

Approval of Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the CAB's Board meeting. Following discussion, it was noted that due to concerns related to COVID-19 it was determined to conduct the meeting via videoconference. It was reported that notices were duly posted and that no objections or any requests that the meeting venue be changed by taxpaying electors within its boundaries have been received.

Results of the May 5, 2020 Regular Election: Attorney McGeady advised the Board that the CAB Board members are appointed by the underlying CAB districts and that the CAB does not hold elections.

Appointment of Officers: Upon a motion duly made by Director Sheldon, seconded by Director Ferreira, and upon vote unanimously carried, the Board re-appointed the current slate of officers.

Discuss Vacancies on the Board of Directors: This item was deferred.

Status of Website Creation and Consider Alternate Platform (Wix) for Website Hosting: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira, and upon vote unanimously carried, the Board authorized CLA to establish a website utilizing Wix.

CONSENT AGENDA The Board considered the following actions:

- Review and consider approval of Minutes from the April 10, 2020 and April 16, 2020 Special Meetings.

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Board approved, the above actions, as presented.

LEGAL MATTERS **Rescission of Intergovernmental Agreement regarding Coordination of Facilities Funding for ATEC Metropolitan District No. 1 Projects by and among ATEC Metropolitan District No. 1, the CAB and Aurora Highlands, LLC (“IGA with Aurora Highlands, LLC”):** Following discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried by roll call, the Board approved the rescission of the IGA with Aurora Highlands, LLC.

Intergovernmental Agreement regarding Coordination of Facilities Funding for ATEC Metropolitan District No. 1 Projects by and among ATEC Metropolitan District No. 1, the CAB and Aurora Tech Center Development, LLC (“IGA with Aurora Tech Center Development, LLC”): Following discussion, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried by roll call, the Board approved the IGA with Aurora Tech Center Development, LLC.

Joint Resolution of the Board of Directors of the CAB and the Aerotropolis Area Coordinating Metropolitan District Establishing Project Procurement/Cost Verification and Cost Accounting Procedures: Attorney McGeady discussed this item with the Board. It was determined to defer this item to a future meeting.

FINANCIAL MATTERS

Status of 2020 Bond Issuance: Attorney McGeady updated the Board on the status of the CAB’s bond issuance.

Engineer’s Report and Verification of Costs Associated with Public Improvements, Verification No. 3 (Draw No. 23), prepared by Schedio Group LLC: Following review, upon a motion duly made by Director M. Sheldon, seconded by Director Ferreira, and upon vote unanimously carried by roll call, the Board approved the Engineer’s Report and Verification of Costs Associated with Public Improvements, Verification No. 3 (Draw No. 23), prepared by Schedio Group LLC.

CONSTRUCTION MATTERS

None.

OTHER BUSINESS

None.

ADJOURNMENT

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

Respectfully submitted,

By _____
Secretary for the Meeting