

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ACC METROPOLITAN DISTRICT HELD JUNE 9, 2021

A special meeting of the Board of Directors (referred to hereafter as “Board”) of the ACC Metropolitan District (referred to hereafter as “District”) convened on Wednesday, the 9th day of June, 2021, at 9:30 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 by conference call. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Julie von Clausburg
John E. Strabel

Also In Attendance Were:

David Solin; Special District Management Services, Inc.
Paula Williams, Esq. and Kate Olson, Esq.; McGeady Becher P.C.
Brenda Lamer; Board Candidate and member of First Industrial Realty Trust, Inc.
Jim Knopka; First Industrial Realty Trust, Inc.
Joe Silhacek; Wipfli LLP (for a portion of the meeting)

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: Mr. Solin advised the Board regarding the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present, and Directors were asked to disclose any additional conflicts of interest they might have regarding any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made prior to this meeting in accordance with the statute. 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.

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin 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 von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the agenda was approved, as presented.

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Meeting Location and Posting of Notice: The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board determined due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of the virus by limiting in-person contact, this meeting was conducted via conference call and encouraged public participation via telephone. The Board noted that notice of this meeting and conference call participation information was duly posted and that it had not received any objections to the telephonic meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

Resignation of Director Ann Taylor: The Board acknowledged the resignation of Director Ann Taylor, effective December 31, 2020.

Board Appointment: The Board discussed the vacancy on the board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was made on April 29, 2021 in the Sentinel. No Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, following discussion and upon motion duly made by Director von Clausburg, seconded by Director Strabel to nominate Brenda Lamer to fill the vacant Board term and, upon vote, unanimously carried, the Board appointed Brenda Lamer to fill the vacancy on the Board of Directors. The Oath of Director was administered.

Appointment of Officers: Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Julie von Clausburg
Treasurer	John E. Strabel
Secretary	David Solin
Assistant Secretary	Brenda Lamer

November 4, 2020 Special Meeting Minutes: The Board reviewed the Minutes of the November 4, 2020 special meeting.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Minutes of the November 4, 2020 special meeting were approved, as presented.

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Consent Agenda: The Board considered the following actions:

- Ratify Change Order No. 18 to Service Agreement for Professional Civil Engineering Services with Kimley-Horn and Associates, Inc., issued October 28, 2020, to include Picadilly Additional RR Survey.
- Ratify Change Order No. 19, to Service Agreement for Professional Civil Engineering Services with Kimley-Horn and Associates, Inc., issued December 1, 2020.
- Ratify Change Order No. 20 to Service Agreement for Professional Civil Engineering Services with Kimley-Horn and Associates, Inc., issued February 5, 2021.
- Ratify Change Order No. 21 to Service Agreement for Professional Civil Engineering Services with Kimley-Horn and Associates, Inc., issued March 25, 2021.
- Ratify Change Order 5 to Service Agreement for Geotechnical Engineering Services with Langan Engineering and Environmental Services, Inc. issued April 30, 2021.
- Ratify Change Order 6 to Service Agreement for Geotechnical Engineering Services with Langan Engineering and Environmental Services, Inc. issued April 30, 2021.

Following review, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board ratified approval of the above actions.

**PUBLIC
COMMENTS**

There were no public comments.

**FINANCIAL
MATTERS**

Payment of Claims: The Board considered ratifying the approval of claims as follows:

Fund	Period Ending Nov. 30, 2020	Period Ending Dec. 31, 2020	Special Check Jan. 31, 2021	Special Check Feb. 28, 2021
General	\$ 3,898.27	\$ 2,478.60	\$ 783.69	\$ 1,541.52
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 50,352.21	\$ 507,758.01	\$ 97,675.73	\$ 75,379.80
Total	\$ 54,250.48	\$ 510,236.61	\$ 98,459.42	\$ 76,921.32

Fund	Period Ending March 31, 2021	March Special Check March 8, 2021	Period Ending April 30, 2021	Period Ending May 21, 2021
General	\$ 612.91	\$ -0-	\$ 1,235.22	\$ 1,747.84
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ 316,213.76	\$ 7,553.00	\$ 33,767.19	\$ 871,956.20
Total	\$ 316,826.67	\$ 7,553.00	\$ 35,002.41	\$ 837,704.04

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Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board ratified approval of the payment of claims as presented.

Unaudited Financial Statements: Mr. Solin reviewed with the Board the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending March 31, 2021 and the Schedule of Cash Position as of March 31, 2021.

Following review, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the unaudited financial statements of the District the period ending March 31, 2021 and the Schedule of Cash Position as of March 31, 2021, were accepted.

Public Hearing on 2020 Budget Amendment: The President opened the public hearing to consider the Resolution to Amend the 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2020 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 this public hearing. No public comments were received, and the public hearing was closed.

Following review and discussion, Director von Clausburg moved to adopt the Resolution to Amend the 2020 Budget, Director Strabel seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-06-01 to Amend the 2020 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2020 Audit: Mr. Silhacek reviewed the 2020 Audit with the Board.

Following review and discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board approved the 2020 Audit and authorized the execution of the Audit Representations Letter.

Preparation of the 2022 Budget: The Board discussed preparation of the 2022 Budget.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel, and upon vote, unanimously carried, the Board ratified the appointment of the District Accountant to prepare the 2022 Budget and set the Budget Hearing to consider adoption of the 2022 Budget for November 3, 2021.

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Verification of Costs Associated with Public Improvements Report No. 1 (“Report No. 1”), dated June 2020, prepared by Independent District Engineering Services, LLC (“IDES”): The Board reviewed Report No. 1.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board accepted the Verification of Costs Associated with Public Improvements Report No. 1, dated June 2020, prepared by IDES, in the amount of \$1,051,435.38.

Verification of Costs Associated with Public Improvements Report No. 2 (Report No. 2”), prepared by Independent District Engineering Services, LLC (“IDES”): The Board deferred discussion. No further action was taken.

Request for Advance Under the Series 2019B Loan Agreement with Zions Bancorporation, N.A. d/b/a Vectra Bank Colorado for Capital Improvement Projects: The Board reviewed the Request for Advance Under the Series 2019B Loan Agreement with Zions Bancorporation, N.A. d/b/a Vectra Bank Colorado for capital improvement projects.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board approved the Request for Advance Under the Series 2019B Loan Agreement with Zions Bancorporation, N.A. d/b/a Vectra Bank Colorado for capital improvement projects and authorize all necessary actions therewith.

LEGAL MATTERS

Letter to City of Aurora Regarding Construction Deferral Request and Cost Share for Improvements on Picadilly Road – Smith Road to 26th Avenue: Attorney Williams reviewed the letter to City of Aurora Regarding Construction Deferral Request and Cost Share for Improvements on Picadilly Road – Smith Road to 26th Avenue. She noted that she will be meeting with the City of Aurora on June 17, 2021 to discuss further.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board ratified the letter to City of Aurora Regarding Construction Deferral Request and Cost Share for Improvements on Picadilly Road – Smith Road to 26th Avenue.

CAPITAL IMPROVEMENTS


Status of Capital Improvement Projects for 2021: Mr. Strabel updated the Board on the status of capital improvement projects for 2021.

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OTHER MATTERS None.

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

Respectfully submitted,

By 

Secretary for the Meeting