

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ACC METROPOLITAN DISTRICT HELD NOVEMBER 3, 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 3rd day of November, 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
Brenda Lamer

Also In Attendance Were:

David Solin and Jim Ruthven (for a portion); Special District Management Services, Inc.
Paula Williams, Esq. and Kate Olson, Esq.; McGeady Becher P.C.
Jim Knopka; First Industrial Realty Trust, Inc.

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 Lamer 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 Lamer 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.

June 9, 2021 Minutes: The Board reviewed the Minutes of the June 9, 2021 special meeting.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote, unanimously carried, the Minutes of the June 9, 2021 special meeting were approved, as presented.

Resolution No. 2021-11-01 Establishing Regular Meeting Dates, Time, and Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices: Mr. Solin reviewed the business to be conducted in 2022 to meet the statutory compliance requirements. The Board determined to meet on June 8, 2022 and November 2, 2022 at 9:30 a.m. via conference call.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-01 Establishing Regular Meeting Dates, Time, and Location, Establishing District Website and Designating Location for Posting 24-Hour Notices.

§32-1-809, C.R.S. Requirements (Transparency Notice): The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2022.

The Board determined to post the required transparency notice information on the Special District Association's website and the District website once active.

District Website: Mr. Solin updated the Board on the status of the District website. No further action was taken.

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**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 June 30, 2021	Period Ending July 31, 2021	Special Check Aug. 30, 2021	Special Check Sept. 30, 2021
General	\$ 975.40	\$ 8,005.52	\$ 2,770.80	\$ 1,767.43
Debt	\$ -0-	\$ -0-	\$ -0-	\$ 3,000.00
Capital	\$ 273,427.67	\$ 199,006.69	\$ 68,426.38	\$ 65,760.33
Total	\$ 274,403.07	\$ 207,012.21	\$ 71,197.18	\$ 70,527.76

Fund	Period Ending Sept. 23, 2021 Special Check	Period Ending Oct. 31, 2021
General	\$ -0-	\$ 1,930.70
Debt	\$ -0-	\$ -0-
Capital	\$ 190,000.00	\$ 11,327.54
Total	\$ 190,000.00	\$ 13,258.24

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. Ruthven 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 September 30, 2021 and the Schedule of Cash Position as of September 30, 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 September 30, 2021 and the Schedule of Cash Position as of September 30, 2021, were accepted.

Preparation of 2021 Audit: Mr. Ruthven discussed with the Board the statutory requirements of an audit. The Board reviewed the engagement letter from Wipfli LLP to perform the 2021 Audit.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board approved the engagement of Wipfli LLP to perform the 2021 Audit, for an amount not to exceed \$7,000.

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Public Hearing on 2021 Budget Amendment: The President opened the public hearing to consider the Resolution to Amend the 2021 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 2021 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 2021 Budget, Director Strabel seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-02 to Amend the 2021 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Public Hearing on 2022 Budget: The President opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2022 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.

Mr. Solin reviewed the estimated 2021 expenditures and the proposed 2022 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-04 to Set Mill Levies (for the General Fund at 3.388 mills and the Debt Service Fund at 32.612 mills and to set the Area Regional Improvement mill levy at 1.000 mill, for a total mill levy of 37.000 mills). Upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-04 to Set Mill Levies were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. Mr. Solin was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Adams County, not later than December 15, 2021. Mr. Solin was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022. Copies of the adopted Resolutions are attached to these Minutes and incorporated herein by this reference.

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DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Preparation of the 2023 Budget: Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel, and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget and set the Budget Hearing to consider adoption of the 2023 Budget for November 2, 2022.

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 of this matter.

LEGAL MATTERS

Resolution Calling the May 3, 2022 Regular Election: The Board discussed the upcoming election and Resolution No. 2021-11-05 to Call the May 3, 2022 Election.

Following discussion, upon motion duly made by Director von Clausburg seconded by Director Strabel and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-05 Calling the May 3, 2022 Election and appointed David Solin as the Designated Election Official and authorized him to perform all tasks required for the May 3, 2022 Regular Election of the Board of Directors for the conduct of a polling place/mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Amendment to Agreement Regarding Design, Permitting, and Construction of Fee-in-Lieu Drainage and Flood Control Improvements for First Creek Upstream of 26th Avenue, Aurora Commerce Center City of Aurora By and Between the District and Urban Drainage and Flood Control District D/B/A Mile High Flood District: Following review and discussion, upon motion duly made by Director von Clausburg, seconded by Director Strabel and, upon vote, unanimously carried, the Board ratified the Amendment to Agreement Regarding Design, Permitting, and Construction of Fee-in-Lieu Drainage and Flood Control Improvements for First Creek upstream of 26th Avenue, Aurora Commerce Center City of Aurora by and between the District.

Public Improvements Deferral Agreement with City of Aurora: Attorney Williams and Mr. Knopka discussed with the Board the status of the Deferral Agreement with the City of Aurora. No further action was taken at this time.

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**CAPITAL
IMPROVEMENTS**

Status of Capital Improvement Projects for 2021 and Forecast for 2022: Mr. Knopka updated the Board on the status of capital improvement projects for 2021 and the forecast for 2022.


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