

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ACC METROPOLITAN DISTRICT HELD NOVEMBER 2, 2022

A regular 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 2nd day of November, 2022, at 9:30 A.M. This meeting was held via teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Julie von Clausburg
John E. Strabel
Brenda Lamer

Also In Attendance Were:

Jim Ruthven; Special District Management Services, Inc.
Paula Williams, Esq. and Kate Olson, Esq.; McGeady Becher P.C.
Jim Knopka and Peter Schultz; First Industrial Realty Trust, Inc.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: Mr. Ruthven 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: A quorum was confirmed. Mr. Ruthven distributed for the Board’s review and approval a proposed agenda for the District’s regular 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.

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.

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Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote, unanimously carried, the Board determined to conduct the meeting 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 8, 2022 Regular Meeting Minutes: The Board reviewed the minutes of the June 8, 2022 regular meeting.

Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote, unanimously carried, the Board approved the minutes of the June 8, 2022 regular meeting.

Resignation of David M. Solin as Secretary to the Board: The Board discussed the resignation of David M. Solin as Secretary to the Board and considered the appointment of James Ruthven as Secretary to the Board.

Following discussion, upon motion duly made by Director Lamer, seconded by Director von Clausburg and, upon vote, unanimously carried, the Board acknowledged the resignation of David M. Solin and appointed James Ruthven as Secretary to the Board.

Resolution No. 2022-11-01 Establishing Regular Meeting Dates, Times and Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices: Mr. Ruthven reviewed the business to be conducted in 2023 to meet the statutory compliance requirements with the Board. The Board, determined to meet on June 14, 2023 and November 8, 2023, 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. 2022-11-01 Establishing Regular Meeting Dates, Times and Location, Establishing District Website and Designating Location for Posting of 24-Hour Notices. A copy of the resolution is attached hereto and incorporated herein by this reference.

§32-1-809, C.R.S. Requirements (Transparency Notice): Mr. Ruthven discussed with the Board the §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2023.

District Website: Mr. Ruthven updated the Board on the status of the District Website.

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**PUBLIC
COMMENTS**

Mr. Knopka reported that the 26th Avenue and 1st Creek drainage channel is complete. It was noted that Director von Clausburg will discuss with the Aurora Regional Transportation Authority (ARTA) the use of ARTA funds for ACC Metropolitan District transportation projects.

**FINANCIAL
MATTERS**

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

Fund	Period Ending June 30, 2022	Period Ending July 31, 2022	Period Ending Aug. 31, 2022	Period Ending Sept. 30, 2022
General	\$ 1,828.18	\$ 1,602.76	\$ 2,247.55	\$ 2,907.80
Debt	\$ -0-	\$ -0-	\$ -0-	\$ 4,500.00
Capital	\$ 52,896.82	\$ 5,043.04	\$ 49,388.27	\$ 65,315.56
Total	\$ 54,725.00	\$ 6,645.80	\$ 51,635.82	\$ 72,723.36

Fund	Period Ending Oct. 31, 2022
General	\$ 9,955.42
Debt	\$
Capital	\$ 1,286,629.14
Total	\$ 1,296,584.56

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

Financial Statements and Schedule of Cash Position: Mr. Ruthven presented to the Board the unaudited financial statements dated September 30, 2022 and the Schedule of Cash Position as of September 30, 2022.

Following review and discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote unanimously carried, the Board accepted the unaudited financial statements dated September 30, 2022 and the Schedule of Cash Position as of September 30, 2022.

2021 Audit Preparation: Following review and discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote unanimously carried, the Board ratified approval of engagement of Haynie & Company for preparation of the 2021 Audit.

2021 Audit: Following review and discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote unanimously carried, the Board ratified approval of the 2021 Audit and execution of the Representations Letter.

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2022 Audit Preparation: Following review and discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote unanimously carried, the Board approved the engagement of Haynie & Company for preparation of the 2022 Audit, in an amount not to exceed \$7,700.

Public Hearing on 2022 Budget Amendment: The President opened the public hearing to consider an amendment to the 2022 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 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.

Following review and discussion, Director von Clausburg moved to adopt the Resolution to Amend the 2022 Budget, Director Lamer seconded the motion and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-02 to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

Public Hearing on 2023 Budget: The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption 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 this public hearing.

No public comments were received and the public hearing was closed.

Mr. Ruthven reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2022-11-03 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-11-04 to Set Mill Levies (3.388 mills in the General Fund and the 32.612 mills in the Debt Service Fund, and 1.000 mills for the Area Regional Improvement mill levy; for a total mill levy of 37.000 mills). Upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote, unanimously carried, Resolution No. 2022-11-03 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-11-04 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, 2022. Mr.

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Ruthven was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Adams County, not later than December 15, 2022. Mr. Ruthven was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached to these Minutes and incorporated herein by this reference.

DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer 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 2024 Budget: Following discussion, upon motion duly made by Director von Clausburg, seconded by Director Lamer and, upon vote, unanimously carried, the Board approved the appointment of the District Accountant for preparation of the 2024 Budget.

Cost Certification Report #3: There was no Report at this time and the matter was deferred.

Developer Advances: The Board discussed reimbursing Developer Advances under the existing Funding Agreements and authorizing all actions in connection with a draw on the 2019B Loan.

Following discussion, upon motion duly made by Director Strabel, seconded by Director von Clausburg and, upon vote, unanimously carried, the Board authorized all actions in connection with a draw on the 2019B Loan in the amount of \$635,888, with the advances going to the Capital Projects Fund.

LEGAL MATTERS

Resolution to Call the May 2, 2023 Regular Election: The Board discussed the upcoming election and Resolution No. 2022-11-05 to Call the May 2, 2023 Election.

Following discussion, upon motion duly made by Director Lamer seconded by Director von Clausburg and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-05 to Call the May 2, 2023 Election and appointed James Ruthven as the Designated Election Official and authorized him to perform all tasks required for the May 2, 2023 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.

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Public Improvements Deferral Agreements with City of Aurora: Attorney Williams discussed with the Board the Public Improvements Deferral Agreements with the City of Aurora. It was noted that there are two separate Deferral Agreements. One is regarding stormwater improvements and the other is regarding Picadilly Road improvements.

**CAPITAL
IMPROVEMENTS**

Ownership and Maintenance of Improvements: The Board discussed the Ownership and Maintenance of Improvements. It was noted that the local streets will remain in private ownership. The Board will continue discussion at the next Board Meeting.


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 Lamer and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By 
Secretary for the Meeting