

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
ABILENE STATION METROPOLITAN DISTRICT NO. 1
(THE “**DISTRICT**”)
HELD
JUNE 5, 2024

A special meeting of the Board of Directors (referred to hereafter as the “**Board**”) of the District was convened on Wednesday, June 5, 2024, at 9:00 a.m., via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

David Erb, President
Marilyn Erb, Secretary/Treasurer

Also In Attendance Were:

Megan Becher, Esq.; McGeady Becher P.C.
AJ Beckman; Public Alliance LLC
Diane Wheeler, Simmons & Wheeler, PC

ADMINISTRATIVE MATTERS

Disclosures of Potential Conflicts of Interest: Director David Erb called the meeting to order. The Board 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 by Attorney Becher 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.

Quorum, Location of Meeting and Posting of Meeting Notice: A quorum was confirmed. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. It was noted that the District Board meeting was held virtually via Zoom and public participation via Zoom was encouraged. The Board further noted that notice providing the date, time and meeting access 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 District's boundaries were received.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District website at least 24 hours prior to each meeting, or if the

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website is unavailable at the following location: near the northwest corner of the intersection of N. Abilene Street and E. 4th Avenue., Aurora, Colorado.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the Agenda.

Public Comment: There was no public comment.

Minutes from November 21, 2023 Regular Meeting: Following review, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the Minutes from the November 21, 2023 Regular Meeting.

Notice of Termination of Special Districts Master Services Agreement from the District and Abilene Station Metropolitan District No. 2 (“District No. 2”) to CliftonLarsonAllen LLP: Following review, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board ratified approval of the Notice of Termination of Special Districts Master Services Agreement from the District and District No. 2 to CliftonLarsonAllen LLP.

Service Agreement for District Management Services by and between the District, District No. 2 and Public Alliance LLC: Following review, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the Service Agreement for District Management Services by and between the District, District No. 2 and Public Alliance LLC.

Transition of files from CliftonLarsonAllen LLP to Public Alliance LLC: Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board directed Public Alliance LLC to coordinate the transition of files from CliftonLarsonAllen LLP to Public Alliance LLC.

Transition of Website Hosting Services from CliftonLarsonAllen LLP to Public Alliance LLC: Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board authorized necessary actions for transition of website hosting services from CliftonLarsonAllen LLP to Public Alliance LLC.

Engagement Letter for Accounting Services by and between the District, District No. 2 and Simmons & Wheeler, P.C.: Following review, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb

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and, upon vote unanimously carried, the Board approved the Engagement Letter for Accounting Services by and between the District, District No. 2 and Simmons & Wheeler, P.C.

FINANCIAL MATTERS

Transition of and/or Access to District bank Accounts: Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board authorized any necessary actions related to transition of and/or access to District bank accounts

District Accountant to Prepare 2025 Budget: Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2025 Budget.

2023 Application for Exemption from Audit: Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board ratified approval of the preparation, execution and filing of a 2023 Application for Exemption from Audit for the District.

Proposed Bond Issuance: Director David Erb informed the Board that there are no immediate plans to pursue financing.

LEGAL MATTERS

Second Amendment to Resolution Regarding Colorado Open Records Act Requests: Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board adopted the Second Amendment to Resolution Regarding Colorado Open Records Act Requests.

Website Accessibility Matters: Mr. Beckman advised the Board that Public Alliance LLC will work to ensure ongoing compliance.

MANAGER MATTERS

Change Order No. 2 to Service Agreement for Landscape Maintenance Services (Detention Pond) by and between the District and Landwise, LLC: Director David Erb noted that the contractor has complained about not being paid on time. Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board ratified approval of Change Order No. 2 to Service Agreement for Landscape Maintenance Services (Detention Pond) by and between the District and Landwise, LLC for Extension of Term of Services (April 1, 2024 through March 31, 2025), in the amount of \$13,135.00.

District Services for 2024: It was noted that there are no additional services required at this time.

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OTHER MATTERS

Status of Development/Construction Outlook: Director David Erb noted that there has been no construction within the District for the past three to four years, but that there is ongoing maintenance of the regional park and landscaping.

ADJOURNMENT

There being no further business to come before the Board at this time, following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

DocuSigned by:

Marilyn Erb

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Secretary for the Meeting