

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
ABILENE STATION METROPOLITAN DISTRICT NO. 1  
(THE “DISTRICT”)  
HELD  
NOVEMBER 21, 2023

A regular meeting of the Board of Directors (referred to hereafter as the “Board”) of the District was convened on Tuesday, November 21, 2023, at 10:00 a.m., via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### **Directors In Attendance Were:**

David Erb, President  
Marilyn Erb, Secretary/Treasurer

#### **Also In Attendance Were:**

Matt Urkoski, Rachel Alles and Jason Carroll; CliftonLarsonAllen LLP (“CLA”)  
Emily Murphy, Esq.; McGeady Becher P.C.

### 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 Murphy 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 Microsoft Teams and public participation via Microsoft Teams 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

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posted on the District website at least 24 hours prior to each meeting, or if the website is unavailable at the following location: near the northwest corner of the intersection of N. Abilene Street and E. 4<sup>th</sup> 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, as presented.

**Public Comment:** There was no public comment.

**Results of May 2, 2023 Director Election and Vacancies on the Board:** Mr. Urkoski discussed the results of the May 2, 2023 Regular Election with the Board, noting that the Election had been cancelled pursuant to Section 1-13.5-503, C.R.S., as there were not more candidates than open seats on the Board. It was further noted that Director Marilyn Erb was deemed elected by acclamation to a 4-year term ending in May, 2027.

**Appointment of Officers:** Upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the following slate of officers:

President: David Erb  
Secretary/Treasurer: Marilyn Erb

**2024 Regular Meeting Schedule / Resolution Establishing Regular Meeting Dates, Time, and Location and Designating Location for Posting of 24-Hour Notices (“Regular Meeting Date and Posting Resolution”):** The Board scheduled a regular meeting on November 19, 2024 at 10:00 a.m. to be held via virtual means. 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 Regular Meeting Date and Posting Resolution.

### **Insurance:**

**Cyber Security and Increased Crime Coverage:** Attorney Murphy informed the Board regarding the limits and costs for potential increases in coverage.

**Insurance Committee to Make Final Determinations Regarding Insurance:** The Board determined appointment of a committee was not necessary.

**Renewal of District’s Insurance and Special District Association (“SDA”) Membership for 2024:** Mr. Urkoski reviewed the District’s

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policy and property schedule with the Board. Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board authorized renewing the District's insurance coverage, worker's compensation coverage, SDA membership, and an increase in crime coverage to \$250,000.

**Minutes from November 15, 2022 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 15, 2022 Regular Meeting, as presented.

### CONSENT AGENDA

The Board considered ratification of approval of the following items:

- Revised TCW Risk Management Invoices Regarding TCW Risk Management 2023 Agency Fees;
- Service Agreement for Landscape Maintenance Services between the District and Landwise LLC, in an amount not to exceed \$9,581.04 and Change Order No. 1 in the amount of \$11,940.00; and
- Memorandum of Understanding by and among the District, Abilene Station Metropolitan District No. 2 ("**District No. 2**"), Abilene Station LLC and CP Acquisition Holdings, LLC

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 above stated Consent Agenda items, as presented.

### FINANCIAL MATTERS

**September 30, 2023 Unaudited Financial Statements:** Mr. Carroll reviewed the Unaudited Financial Statements with the Board. Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board accepted the September 30, 2023 Unaudited Financial Statements.

**First Amendment to Operation Funding Agreement by and between the District and Abilene Station LLC:** Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved a First Amendment to Operation Funding Agreement by and between the District and Abilene Station LLC, or a new Operation Funding Agreement by and between the District and Abilene Station LLC, as appropriate and to the extent necessary.

**Public Hearing on Amendment to 2023 Budget:** The Board opened the public hearing to consider an amendment to the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing

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was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

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

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 Resolution to Amend the 2023 Budget and authorized the repayment of outstanding developer advances in an amount not to exceed \$50,000.

**Public Hearing on 2024 Budget:** The Board opened the public hearing to consider the proposed 2024 Budget.

It was noted that Notice stating that the Board would consider adoption of the 2024 Budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

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

Mr. Carroll reviewed the estimated 2023 expenditures and the proposed 2024 expenditures with the Board.

Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the 2024 Budget, as discussed, and adopted the Resolution to Adopt the 2024 Budget and Appropriate Sums of Money and the Resolution to Set Mill Levies (General Fund: 40.000 mills, subject to final assessed valuation and legislative changes). The Board further authorized execution of the Certification of Budget and directed the District Accountant to transmit the Certification of Tax Levies to the Board of County Commissioners of Arapahoe County not later than January 10, 2024. The District Manager was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2024.

**DLG-70 Certification of Tax Levies Form (“Certification”):** Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the Certification and directed the District Accountant to file the Certification with the Board of County Commissioners and other interested parties.

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**Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan:** It was determined this item was not necessary.

**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 Audit:** The Board discussed the statutory requirements for an audit, noting that a 2023 audit would not be necessary. Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board directed the District Accountant to prepare and file an Application for Exemption from Audit for 2023.

**Matters Related to the District's Proposed Bond Issuance:** Director David Erb informed the Board that he did not anticipate a District bond issuance in 2024.

### LEGAL MATTERS

**Requirements of Section 32-1-809, C.R.S. and Compliance for 2024 (District Transparency Notice):** Attorney Murphy reviewed the requirements of Section 32-1-809, C.R.S. with the Board. The Board directed staff regarding compliance for 2024.

**Resolution Amending Policy on Colorado Open Records Act Requests:** Attorney Murphy reviewed the Resolution with the Board. Following review, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board adopted the Resolution Amending Policy on Colorado Open Records Act Requests, as presented.

**Second Amended and Restated Resolution of the District and District No. 2 Regarding the Imposition of Facilities Fees and Park Development Fees ("Fee Resolution"):** Attorney Murphy updated the Board regarding the status of the Fee Resolution. Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board determined to re-adopt the Fee Resolution, subject to incorporation of the revisions discussed.

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**Amendment(s) to the Aurora Regional Transportation Authority Establishment Agreement by and among HM Metropolitan District Nos. 1, 3, 4, 5, 6, 7, 8 and 9; SLC Metropolitan District Nos. 1, 2, 3 and 4; Fitzsimons Village Metropolitan District Nos. 1, 2 and 3; Harvest Crossing Metropolitan District Nos. 1, 2, 3, and 4; Sagebrush Farm Metropolitan District Nos. 1, 2, 3, 4, 5 and 6; the District; District No. 2; Park70 Metropolitan District; EastPark70 Metropolitan District; ACC Metropolitan District; Waterstone Metropolitan District Nos. 1 and 2; Bristol Metropolitan District; Aurora High Point at DIA Metropolitan District; Colorado International Center Metropolitan District Nos. 4 and 5; East Bend Metropolitan District; Sky Dance Metropolitan District Nos. 1 and 2; TBC Metropolitan District; Powhaton Road Metropolitan District Nos. 8, 9, 10 and 11; MJC Metropolitan District; and Tollgate Creek Commons Metropolitan District Nos. 1 and 2:** Attorney Murphy reviewed the amendments with the Board. Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board acknowledged approval of the amendments to the Aurora Regional Transportation Authority Establishment Agreement.

**MANAGER  
MATTERS**

**Special Districts Master Services Agreement (“MSA”) and Special Districts Preparation Statement of Work (“SOW”) by and between the District and CLA for 2024 Management and Accounting Services:** Mr. Urkoski reviewed the MSA and SOW with the Board. 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 MSA and SOW by and between the District and CLA for 2024 Management and Accounting Services, subject to final legal review.

**District Services for 2024:** Mr. Urkoski reviewed District services anticipated for 2024 with the Board.

Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board authorized preparation and execution of a Task Order and/or Service Agreement with Landwise LLC for continued maintenance of the detention pond.

**OTHER MATTERS**

**Status of Development/Construction Outlook:** There was no update at this time.

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### ADJOURNMENT

There being no further business to come before the Board at this time, Director David Erb adjourned the meeting.

Respectfully submitted,

DocuSigned by:

*Marilyn Erb*

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Secretary for the Meeting