

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
ABILENE STATION METROPOLITAN DISTRICT NO. 2
HELD
NOVEMBER 17, 2020**

A special meeting of the Board of Directors (the “Board”) of the Abilene Station Metropolitan District No. 2 (“District”) was held on Tuesday, November 17, 2020 at 10:00 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, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.

Attendance

In attendance were Directors:

David J. Erb
Marilyn A. Erb

Also, in attendance were:

Bob Blodgett, Andrew Williams, Matt Urkoski, and Ben Houghton;
CliftonLarsonAllen LLP
Megan Becher, Esq.; McGeady Becher P.C.

Disclosures of
Potential
Conflicts of
Interest

Attorney Becher discussed with the Board 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. She noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Becher requested that the Directors consider whether they had any additional conflicts of interest to disclose. She noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with the statutes.

Call to Order/
Declaration of
Quorum

Director David Erb called the meeting to order at 10:02 a.m. A quorum was declared.

Following discussion, upon motion by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board excused the absence of Director Pockross.

Approval of
Agenda

Following discussion, upon motion by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board approved the November 17, 2020 Agenda, as amended.

Meeting Location 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.

Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board determined that 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, this District Board meeting was held via Microsoft Teams. The Board further noted that notice of the virtual meeting information was duly posted and that they have not received any objections to the virtual meeting or any requests that the meeting place be changed by taxpaying electors within the District's boundaries.

Public Comment There was no public comment.

May 5, 2020 Election Attorney Becher advised the Board that the election was canceled pursuant to Section 1-13.5-513, C.R.S. because there were not more candidates than seats available on the Board. It was noted that Director Marilyn Erb was re-elected to a 3-year term ending in May, 2023.

Vacancies on the Board It was noted that there are no qualified candidates interested in filling the Board vacancies at this time.

Appointment of Officers The Board discussed the appointment of officers. Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb, and upon a vote, unanimously carried, the Board appointed the following slate of officers:

President	David J. Erb
Secretary	Keith M. Pockross
Treasurer	Marilyn Erb

Resolution Establishing Regular Meeting Dates, Times and Location and Designating Location for Posting of 24-Hour Notices The Board determined to hold regular meetings in 2021 on the third Tuesday of February, May, August and November at 10:00 a.m. at the offices of CliftonLarsonAllen LLP (8390 E. Crescent Parkway, Suite 300, Greenwood Village, CO) and a representative from CliftonLarsonAllen LLP was appointed to post notices within the District boundaries. 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 Establishing Regular Meeting Dates, Times and Location and Designating Location for Posting of 24-Hour Notices.

Other None.

Consent
Agenda

- A. Review and approve the Minutes of November 19, 2019 Regular Meeting.
- B. Approve insurance renewal, schedules, and renewal of Special District Association (“SDA”) membership.
- C. Discuss Section 32-1-809, C.R.S., reporting requirements (Transparency Notice) and mode of eligible elector notification (post on SDA website).
- D. Ratify approval of the preparation, execution and filing of Application for Exemption from Audit for 2019.
- E. Approve appointment of District Accountant to prepare and file 2020 Application for Exemption from Audit.
- F. Rescind approval of Eligible Governmental Entity Agreement by and between the District, Abilene Station Metropolitan District No. 2 and the Statewide Internet Portal Authority of the State of Colorado.
- G. Authorization for CliftonLarsonAllen LLP to prepare a one-page website for purposes of Board Meeting Notice electronic posting – not to exceed \$750.
- H. Ratify appointment of the District Accountant to prepare the 2021 Budget.

Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board ratified and/or approved, as necessary, of the items on the consent agenda.

Financial
Matters

Unaudited Financial Statements

Mr. Houghton reviewed the unaudited financial statements and cash position for the period ending September 30, 2020 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 accepted the unaudited financial statements and cash position for the period ending September 30, 2020. The Board directed Mr. Houghton to request a lot by lot assessment report from Arapahoe County.

Payment of Claims

Mr. Houghton reviewed the payment of claims in the amount of \$33,057.14. Following discussion, upon motion duly made by Director David Erb seconded by Director Marilyn Erb and upon vote the Board ratified approval of the payment of claims in the amount of \$33,057.14.

Public Hearing on Amendment to 2020 Budget

Director David Erb opened the public hearing to consider the proposed Amendment to the 2020 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of an Amendment to the 2020 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.

Following discussion, it was determined that an amendment to the 2020 Budget was not necessary.

Public Hearing on 2021 Budget

Director David Erb opened the public hearing to consider the proposed 2021 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2021 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.

Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board adopted the Resolution to Adopt the 2021 Budget and Appropriate Sums of Money and the Resolution to Set Mill Levies (General Fund: 40.000 mills) and authorized execution of the Certification of Budget and Certification of Mill Levies, subject to receipt of final Certification of Assessed Valuation from the County and incorporation of requested revisions. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Arapahoe County not later than December 15, 2020. The District Manager was authorized to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2021.

DLG-70 Mill Levy Certification Form

The Board considered authorizing 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.

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 DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Appointment of District Accountant to Prepare 2022 Budget

Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board approved the appointment of the District Accountant to prepare the 2022 budget.

Proposed Bond Issuance

The Board and consulting team discussed the proposed bond issuance. Director David Erb noted that the timing of a bond issuance is still uncertain.

Approval of Bill.com

Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board approved the use of Bill.com and the related usage agreement.

Other

None.

Legal Matters

Ownership and maintenance of District infrastructure

1. Transfer of Tract A, which includes the Pond, to the District
2. Intergovernmental Agreement by and between the District and the City of Aurora

Attorney Becher reported on ongoing conversations with the City of Aurora (“City”). Following discussion, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the Board approved the transfer of Tract A to the District, including the negotiation and approval of an Intergovernmental Agreement with the City, to the extent necessary, and any easements and/or service agreements needed to provide maintenance for the additional property.

Manager
Matters

District Manager Transition

Mr. Blodgett reported that he will be retiring from CliftonLarsonAllen LLP on December 31, 2020. Andrew Williams will serve as District Manager foregoing, with Matt Urkoski serving as relationship principal to the District.

Other Matters

Confirm Quorum for Next Regular Meeting

The District Management team will reach out to confirm a quorum in advance of the next regular or special meeting.

Adjournment

There being no further business to come before the Board, upon a motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote, unanimously carried, the meeting was adjourned at 10:42 a.m.

Respectfully submitted,

DocuSigned by:

By: *Marilyn Erb*

081384662696489...
Secretary for the Meeting