

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
ABILENE STATION METROPOLITAN DISTRICT NO. 2  
(THE “DISTRICT”)  
HELD  
AUGUST 16, 2022

A regular meeting of the Board of Directors (referred to hereafter as the “Board”) of the District was convened on Tuesday, August 16, 2022, at 10:00 a.m., at the offices of CliftonLarsonAllen LLP (“CLA”), 8390 E. Crescent Pkwy., Suite 300, Greenwood Village, Colorado 80111 and virtually 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, Shauna D’Amato, Rachel Alles, Susan Agema and Richard Haggarty; CliftonLarsonAllen LLP  
Megan Becher, Esq.; McGeady Becher P.C.

### ADMINISTRATIVE MATTERS

**Disclosures of Potential Conflicts of Interest:** Director David Erb called the meeting to order at 10:11 a.m. 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. The Board noted that because there was not a suitable or convenient location within the District boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated date, time and location. The Board further noted that notice providing the time, date and video link 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.

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**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 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 amended.

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

**May 3, 2022 Regular Directors' Election:** Mr. Urkoski discussed the results of the May 3, 2022 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 David Erb was deemed elected by acclamation to a 3-year term ending in May, 2025.

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

President:	David Erb
Secretary/Treasurer:	Marilyn Erb

### CONSENT AGENDA

#### **Minutes from the November 16, 2021 Regular Board Meeting:**

Following review and discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the Consent Agenda item, as presented.

### FINANCIAL MATTERS

**2021 Audit:** Mr. Haggarty reviewed the proposal from BiggsKofford, P.C., noting that preparation of the draft 2021 audit had not yet begun. Following review, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the proposal from BiggsKofford, P.C. for preparation of the District's 2021 audit.

**Matters Related to Proposed Bond Issuance:** The Board discussed the proposed bond issuance, noting a target closing date of mid-December.

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### LEGAL MATTERS

**Contract for Design/Fabrication/Delivery/Installation of “Ice Jam” Seating Sculpture by and between the District and Cameron Van Dyke, LLC:**

Following review, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the Contract for Design/Fabrication/Delivery/Installation of “Ice Jam” Seating Sculpture by and between the District and Cameron Van Dyke, LLC, as presented.

**Facilities Acquisition Agreement by and among the District, Abilene Station Metropolitan District No. 1 and CP Acquisition Holdings, LLC:**

Attorney Becher reviewed the Facilities Acquisition Agreement 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 Facilities Acquisition Agreement by and among the District, Abilene Station Metropolitan District No. 1 and CP Acquisition Holdings, LLC, subject to incorporation of any additional comments and contingent upon closing of the land deal.

**Bargain and Sale Deed from Abilene Station, LLC to the District (Tract A):**

Following discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board acknowledged the Bargain and Sale Deed from Abilene Station, LLC to the District for Tract A.

**Update to Property Schedule:** Mr. Urkoski reviewed the updated property schedule with the Board, noting that detention pond coverage had been added. Following review, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board acknowledged the update to the property schedule.

**Ownership and Maintenance of District Infrastructure:** This item was not discussed.

### MANAGER MATTERS

**Scope of Services for Landscape Management Contract with Landwise,**

**LLC:** Following review and discussion, upon motion duly made by Director David Erb, seconded by Director Marilyn Erb and, upon vote unanimously carried, the Board approved the scope of services and authorized preparation of Service Agreement for Landscape Management Services with Landwise, LLC, subject to use of the District’s standard form of agreement.

**Other:** None.

### OTHER MATTERS

**Status of Development/Construction Outlook:** No update was provided.

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**Quorum for Next Regular Meeting:** A quorum was confirmed for the next regular meeting scheduled for November 15, 2022 at 10:00 a.m.

ADJOURNMENT

There being no further business to come before the Board at this time, Director David Erb adjourned the meeting at 10:18 a.m.

Respectfully submitted,

DocuSigned by:

*Marilyn Erb*

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Secretary for the Meeting