

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 1 HELD MARCH 1, 2023

A Regular Meeting of the Board of Directors (the “Board”) of Aviation Station North Metropolitan District No. 1 (the “District”), City and County of Denver, Colorado, was duly posted and held on Wednesday, March 1, 2023, at 2:00 p.m. The District Board meeting was held by video conference via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark Throckmorton, Secretary
Marcia A. Lujan, Treasurer
Henry “Rick” Wells, Assistant Secretary
Matthew Stewart, Assistant Secretary

The absence of Director Ferdinand Belz was excused.

Also in Attendance:

Paula Williams, Esq. and Erica Montague, Esq.; McGeady Becher P.C.
Matt Urkoski, Alyssa Ferreira, Ashley Heidt and Shauna D’Amato;
CliftonLarsonAllen LLP (“CLA”)
Gregg Johnson and John Rhoades; L.C. Fulenwider, Inc.

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: The Board discussed 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. Attorney Williams requested that members of the Board disclose any potential conflicts of interest regarding 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 the statute. No new disclosures were made. Attorney Williams noted that all Directors’ Disclosure Statements were filed.

Quorum, Location of Meeting and Posting of Meeting Notice: The presence of a quorum was confirmed. Upon a motion duly made by Director Lujan, seconded by Director Wells and, upon vote unanimously carried, the Board appointed Director Lujan as Acting President.

The Board entered into 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 motion duly made by Director Lujan, seconded by Director Wells and, upon vote unanimously carried, the Board determined to conduct this meeting

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via video conference and encouraged public participation via Microsoft Teams. The Board further noted that notice of the time, date and Microsoft Teams access information was duly posted and that no objections or requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries have been received.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Lujan, seconded by Director Wells, 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: southeast corner of the intersection of 61st and Salida Street.

Agenda: Following review and discussion regarding the Agenda, upon a motion duly made by Director Lujan, seconded by Director Throckmorton and, upon vote unanimously carried, the agenda was approved, as presented.

Public Comment: There were no public comments.

Minutes of December 7, 2022 Regular Meeting: Following discussion, upon a motion duly made by Director Wells, seconded by Director Throckmorton and, upon vote unanimously carried, the Board approved the December 7, 2022 Regular Meeting Minutes.

FINANCIAL MATTERS

Claims: Ms. Ferreira reviewed the claims with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board ratified approval of the claims in the amount of \$839,857.20.

December 31, 2022 Unaudited Financial Statements: Ms. Ferreira reviewed the December 31, 2022 Unaudited Financial Statements with the Board. Following discussion, upon a motion duly made by Director Lujan, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the December 31, 2022 Unaudited Financial Statements.

Phase III: Pena Station Filing 3 - Engineer's Report and Certification #18, dated December 22, 2022, prepared by Ranger Engineering, LLC: Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Phase III: Pena Station Filing 3 - Engineer's Report and Certification #18, dated December 22, 2022, prepared by Ranger Engineering, LLC in the amount of \$137,859.60.

Phase III: Pena Station Filing 3 - Engineer's Report and Certification #19, dated January 19, 2023, prepared by Ranger Engineering, LLC: Following discussion,

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upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Phase III: Pena Station Filing 3 - Engineer's Report and Certification #19, dated January 19, 2023, prepared by Ranger Engineering, LLC in the amount of \$91,812.44.

Phase IV: Pena Station Filing 4 - Engineer's Report and Certification #02, dated December 22, 2022, prepared by Ranger Engineering, LLC: Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Phase IV: Pena Station Filing 4 - Engineer's Report and Certification #02, dated December 22, 2022, prepared by Ranger Engineering, LLC in the amount of \$1,585.00.

Phase IV: Pena Station Filing 4 - Engineer's Report and Certification #03, dated January 19, 2023, prepared by Ranger Engineering, LLC: Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Phase IV: Pena Station Filing 4 - Engineer's Report and Certification #03, dated January 19, 2023, prepared by Ranger Engineering, LLC in the amount of \$8,698.75.

Core Infrastructure - Engineer's Report and Certification #07, dated December 22, 2022, prepared by Ranger Engineering, LLC: Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Core Infrastructure - Engineer's Report and Certification #07, dated December 22, 2022, prepared by Ranger Engineering, LLC in the amount of \$199,871.86.

Core Infrastructure - Engineer's Report and Certification #08, dated January 19, 2023, prepared by Ranger Engineering, LLC: Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board accepted the Core Infrastructure - Engineer's Report and Certification #08, dated January 19, 2023, prepared by Ranger Engineering, LLC in the amount of \$201,635.27.

LEGAL MATTERS

May 2, 2023 Regular Director Election: Attorney Williams informed the Board that the May 2, 2023 Regular Election for Directors was cancelled, as allowed by statute, because there were not more candidates than seats available on the Board. It was noted that Directors Stewart and Throckmorton were each deemed elected by acclamation to 4-year terms expiring in May, 2027 and that there is one vacancy on the Board.

MANAGER MATTERS

Addendum to Landscape Service Agreement by and between the District and Brightview Landscape Services, Inc. for a Price Increase: Mr. Urkoski reviewed the Addendum with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of the Addendum to Landscape Service

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Agreement by and between the District and Brightview Landscape Services, Inc. for a Price Increase, in the amount of \$47,976.00.

Service Agreement for Telluride Way Median Landscape and Phase 2 of Aviation Park by and between the District and DIG Studio, Inc.: Mr. Urkoski and Director Throckmorton reviewed the Service Agreement with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for Telluride Way Median Landscape and Phase 2 of Aviation Park by and between the District and DIG Studio, Inc., in the amount of \$41,522.00.

Service Agreement for Civil Engineering Design for Pena Station Subdivision Filing #5, a Replat of Block 7 Pena Station Filing #1 and the Civil Engineering Design for Yampa Street and Telluride Way between 60th Avenue and 61st Avenue Infrastructure by and between the District and JR Engineering, LLC: Mr. Urkoski and Director Throckmorton reviewed the Service Agreement with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for Civil Engineering Design for Pena Station Subdivision Filing #5, a Replat of Block 7 Pena Station Filing #1 and the Civil Engineering Design for Yampa Street and Telluride Way between 60th Avenue and 61st Avenue Infrastructure by and between the District and JR Engineering, LLC, in the amount of \$163,330.00 .

Work Order No. 5 to Service Agreement for Construction Management Services by and between the District and Crossland Construction Company, Inc. for Pena Station Filing 3 – Core – Park Infrastructure (Change Order Requests 0025 Filing 3/ Park /CORE / ½ Pan Way): Mr. Urkoski and Director Throckmorton reviewed Work Order No. 5 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of Work Order No. 5 to Service Agreement for Construction Management Services by and between the District and Crossland Construction Company, Inc. for Pena Station Filing 3 – Core – Park Infrastructure (Change Order Requests 0025 Filing 3/ Park /CORE / ½ Pan Way), in the amount of \$161,218.58.

Work Order No. 6 to Service Agreement for Construction Management Services by and between the District and Crossland Construction Company, Inc. for Pena Station Filing 3 – Core – Park Infrastructure (extension of time for weather and other delays): Mr. Urkoski and Director Throckmorton reviewed Work Order No. 6 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of Work Order No. 6 to Service Agreement for Construction Management Services by and between the District and Crossland

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Construction Company, Inc. for Pena Station Filing 3 – Core – Park Infrastructure (extension of time for weather and other delays), in the amount of \$0.00.

**CAPITAL
IMPROVEMENTS**

Other: None.

OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Lujan, the Board adjourned the meeting at 3:06 p.m.

Respectfully submitted,

By

DocuSigned by:
Mark Throckmorton

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Secretary for the Meeting