

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
HORIZON METROPOLITAN DISTRICT NO. 1
HELD
AUGUST 6, 2020**

A special meeting of the Board of Directors (hereinafter referred to as the “Board”) of the Horizon Metropolitan District No. 1 (the “District”) was held on August 6, 2020 at 9:00 a.m. Due to concerns regarding the spread of 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.

Directors In Attendance Were:

Karen Voit
Nikki Erbele
Lisa Garcia

Also, In Attendance Were:

Bob Blodgett, Nick Carlson, Jason Carroll and Margaret Henderson;
CliftonLarsonAllen LLP (“CLA”)
Megan Becher, Esq.; McGeady Becher P.C.
Eric Keesen; BrightView Landscape Services, Inc.
Mark Krebs; Lendlease Communities
Tim McCarthy & Alaina Bomar; Schedio Group LLC (“Schedio”)

ADMINISTRATIVE
MATTERS

Agenda: Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the Board approved the Agenda, as presented.

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, and upon motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the Board determined that due to concerns regarding the spread of COVID-19 and the benefits to the control of the spread of the virus by limiting in-person contact, this meeting was conducted via Microsoft Teams and public participation was encouraged via Microsoft Teams. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or requests that the means of hosting the meeting be changed were received from taxpaying electors within the District’s boundaries.

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements of Colorado law to disclose any potential conflicts of

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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.

Results of the May 5, 2020 Regular Election: Attorney Becher discussed the results of the May 5, 2020 Regular Election with the Board, noting that Nikki Erbele had been elected to a term expiring in May, 2023 and all proposed ballot issues were approved.

Appointment of Officers: Following discussion, and upon motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the Board approved the following slate of officers:

President:	Karen Voit
Secretary:	Nikki Erbele
Treasurer:	Lisa Garcia

Board Vacancies: Discussion ensued regarding current vacancies on the Board. No action was taken at this time.

Public Comment: There was no public comment.

CONSENT AGENDA The Board considered the following actions:

- Review and Approve Minutes of the February 6, 2020 Regular Meeting;
- Review and Consider ratifying approval of Prior Claims Totaling \$63,279.66; and
- Ratify Approval of Service Agreement for Landscape Services with BrightView Landscape Services, Inc. - \$52,770 for 2020 & \$101,700 for 2021.

Upon a motion duly made by Director Voit, seconded by Director Erbele and, upon vote, unanimously carried, the Board approved and/or ratified approval, as appropriate, of the foregoing Consent Agenda items.

FINANCIAL MATTERS

June 30, 2020 Unaudited Financial Statements: Ms. Henderson reviewed the June 30, 2020 Unaudited Financial Statements with the Board, noting that the Aurora Urban Renewal Authority (“AURA”) is withholding the District’s incremental property taxes and not remitting them to the

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District. Ms. Henderson further noted that only the base property taxes are being received. Further discussion regarding this topic occurred later in the meeting.

Following discussion, upon a motion duly made by Director Garcia seconded by Director Voit and, upon vote unanimously carried, the Board accepted the June 30, 2020 Unaudited Financial Statements.

Payment of Claims: Ms. Henderson reviewed the current claims with the Board. Following review, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the Board approved the current claims totaling \$7,802.81.

Status of Bond Issuance in 2020

Status of Capital Cost Certification for Lendlease Reimbursement: Mr. McCarthy and Ms. Bomar reviewed the current draft of the Cost Certification Report with the Board. Mr. McCarthy reported that he is separating costs into two categories: operating and capital. Mr. Carroll reported that approximately \$1.3 million had been previously certified by 68 West Engineering, Inc. in 2008, and that he would provide such documentation to Schedio. Schedio was directed to work with District General Counsel to prepare and integrate the concept of a project management fee. No action was taken by the Board at this time.

Schedule: Director Voit reported that Lendlease Communities is working with D.A. Davidson & Co. regarding a potential bond issuance in 2020. Attorney Becher advised the Board that due to current workloads of bond issuance teams, the bond counsel and disclosure counsel team members should be identified and engaged quickly by the District. She further noted that, if a financial advisor and market study are required, this will take additional time.

Status of Operating Advance and Reimbursement Costs Documentation: Schedio and CLA are currently compiling this information. No further update was provided at this time.

Discuss Status of Disbursement of District Tax Revenues: Discussion ensued regarding the status of disbursement of tax revenues being held by AURA. Negotiations with AURA continue.

Other: None.

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MANAGER
MATTERS

Eligible Governmental Entity Agreement by and between the District and the Statewide Internet Portal Authority of the State of Colorado (“EGE”): Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the Board rescinded approval of the EGE.

Authorization for CLA to Prepare a One-Page Website for Purposes of Board Meeting Electronic Posting – Not to Exceed \$750: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the Board authorized CLA to prepare a one-page website for purposes of Board meeting electronic posting, for an amount not to exceed \$750.

Status of Landscape Maintenance Work: Mr. Keesen reported on the status of landscape maintenance work, noting that work is minimal at this point.

District Manager Transition: Mr. Blodgett reported that he is retiring from CLA at the end of the year. CLA is working to identify his replacement prior to the November Board meeting.

2021 Budget Process

1. August 25th (extended to October 13th) – Preliminary 2020 Assessed Valuation Received
2. October 15th – 2021 Draft Budget Received
3. November 5th – Public Hearing to Approve 2021 Budget
4. December 15th – Mill Levy Certification

Mr. Blodgett, Mr. Carroll and Ms. Henderson reviewed the 2021 budget process with the Board.

Following discussion, upon a motion duly made by Director Voit, seconded by Director Erbele and, upon vote unanimously carried, the Board confirmed the public hearing schedule for November 5, 2020 to review and approve the 2021 budget.

Discuss Public Improvements Responsibilities: Discussion ensued regarding public improvements responsibilities.

Other: None.

LEGAL MATTERS

First Amendment to Facilities Funding, Construction and Operation Agreement by and among the District, Horizon Metropolitan District No.

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2 (“District No. 2”) and Horizon Metropolitan District No. 3 (“District No. 3”), and collectively with District No. 1 and District No. 2, the (“Districts”): Attorney Becher explained that the intent of this amendment is to add District No. 3 to the existing Facilities Funding, Construction and Operation Agreement by and between the District and District No. 2.

Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the Board approved the First Amendment to Facilities Funding, Construction and Operation Agreement by and among the Districts, subject to final review and revision.

Update on McGeady Becher P.C. Document Retention Policy: Attorney Becher presented to the Board an update to the McGeady Becher P.C. Document Retention Policy. Following discussion, the Board approved the update and directed a copy of the approved updated McGeady Becher P.C. Document Retention Policy be attached to the Minutes for this meeting. Accordingly, a copy of the updated McGeady Becher P.C. Document Retention Policy is attached hereto and incorporated herein by reference.

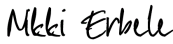
DIRECTOR ITEMS

Development Activity Update: Director Voit provided an update on development activity within the Districts.

ADJOURNMENT

Upon a motion duly made by Director Voit, seconded by Director Garcia and, upon vote unanimously carried, the meeting was adjourned at 10:10 a.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting