

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
HORIZON METROPOLITAN DISTRICT NO. 2 (THE “**DISTRICT**”)
HELD
MARCH 3, 2021

A special meeting of the Board of Directors of the Horizon Metropolitan District No. 2 (referred to hereafter as the “**Board**”) was convened on Wednesday, March 3, 2021, at 12:30 p.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

Directors In Attendance Were:

Karen Voit, President
Lisa Garcia, Treasurer

Also, In Attendance Were:

Josh Miller, Andrew Williams, Rachel Alles & Margaret Henderson;
CliftonLarsonAllen LLP
Eric Keesen; BrightView Landscape Services, Inc.
Megan Becher, Esq.; McGeady Becher P.C.
Kim Herman; Resident
Jason Rutt; Board of Directors Candidate

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: The meeting was called to order by Director Voit at 12:31 p.m. The Board reviewed the Agenda for the special meeting. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board approved the Agenda, as presented.

Disclosures of Potential Conflicts of Interest: 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.

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Quorum, Location of Meeting and Posting of Meeting Notice: Mr. Miller confirmed the presence of a quorum. 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 benefit to the control of the spread of the virus by limiting in-person contact, this meeting was conducted via Microsoft Teams, without any individuals (neither District representatives nor the general public) attending in person. 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.

Public Comment: There was no public comment.

Board Appointment: The Board acknowledged the resignation of Nikki Erbele from the Board of Directors, effective February 22, 2021 and discussed the current vacancies on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancies on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible elector, Jason Rutt, was nominated to serve on the Board. Following discussion, upon motion duly made by Director Voit, seconded by Director Garcia, and upon vote unanimously carried, the Board appointed Jason Rutt to fill a vacancy on the Board, subject to administration of his Oath of Office.

Appointment of Officers: Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the following slate of officers were appointed for the District:

President:	Karen Voit
Secretary:	Jason Rutt
Treasurer:	Lisa Garcia

Minutes from the November 5, 2020 and January 15, 2021 Special Board Meetings: The Board reviewed the Minutes of the District's November 5, 2020 and January 15, 2021 Special Board Meetings. Following review and discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board approved the Minutes, as presented.

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FINANCIAL MATTERS

2020 Application for Exemption from Audit: Ms. Henderson reviewed the 2020 Application for Exemption from Audit with the Board. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board approved the 2020 Application for Exemption from Audit.

Status of District's 2021 Bond Issuance: Discussion ensued regarding timing and action items related to the District's issuance of its 2021 Bonds.

Engagement Letter by and between the District and Meyers Research LLC for Market Study and Competitive Analysis ("Engagement Letter"): Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board ratified approval of the Engagement Letter.

LEGAL MATTERS

Public Hearing on Inclusion of Property Owned by LendLease Horizon LLC and HULand2 LLC: The Board opened the public hearing to consider the inclusion of approximately 11.06 acres of property owned by LendLease Horizon LLC and HULand2 LLC into the District.

It was noted that publication of Notice stating that the Board would consider approving the inclusion of the Real Property owned by LendLease Horizon LLC and HULand2 LLC into the District was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, the Board considered the adoption of the Resolution for Inclusion of Real Property into the District as set forth in the Petition. Upon motion duly made by Director Voit, seconded by Director Garcia, and upon vote, unanimously carried, the Board adopted the Resolution for Inclusion of Real Property.

Public Hearing on Exclusion of Property Owned by LendLease Horizon LLC, HULand1 LLC and HULand2 LLC: The Board opened the public hearing to consider the exclusion of approximately 9.5 acres of property owned by LendLease Horizon LLC, HULand1 LLC and HULand2 LLC from the District.

It was noted that publication of Notice stating that the Board would consider approving the exclusion of the Real Property owned by LendLease Horizon LLC, HULand1 LLC and HULand2 LLC from the District was made in a newspaper having general circulation within the District. No written objections

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

Following discussion, the Board considered the adoption of the Resolution for Exclusion of Real Property from the District as set forth in the Petition. Upon motion duly made by Director Voit, seconded by Director Garcia, and upon vote, unanimously carried, the Board adopted the Resolution for Exclusion of Real Property.

Cooperation Agreement by and among the Aurora Urban Renewal Authority and Horizon Metropolitan District Nos. 1, 2, 3, 4, 5, 6: Attorney Becher reviewed the Cooperation Agreement by and among the Aurora Urban Renewal Authority and Horizon Metropolitan District Nos. 1, 2, 3, 4, 5, 6 with the Board. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board approved the Cooperation Agreement, subject to final revision and review by District General Counsel.

Resignation of the District, Horizon Metropolitan District No. 1 (“District No. 1”) and Horizon Metropolitan District No. 3 from the Aurora Regional Transportation Authority (“ARTA”): Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board acknowledged its prior resignation from ARTA.

Declaration of Covenant and Delegation to the District Authority to Enforce, Perform, or Contract for the Provision of Trash Collection Services:

Joint Resolution of the District and District No. 1 Acknowledging and Adopting Declaration of Covenant and Delegation to the District Authority to Enforce, Perform, or Contract for the Provision of Trash Collection Services (“Joint Resolution”): Attorney Becher reviewed the Joint Resolution with the Board. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board approved the Joint Resolution.

Intergovernmental Agreement by and between the District and District No. 1 Regarding Covenant Enforcement (“Intergovernmental Agreement”): Attorney Becher reviewed the Intergovernmental Agreement with the Board. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board approved the Intergovernmental Agreement, subject to final revision and review by District General Counsel.

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Authorize Necessary Actions in Connection Therewith: Mr. Miller provided a status update on trash proposals and conversations with proposed trash providers to the Board. Discussion ensued regarding related fee assessment and collection. Following discussion, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board directed District staff to prepare a Service Agreement and Resolution Acknowledging and Adopting Imposition of Trash Fees and Policies and Procedures Regarding Collection for District No. 1's consideration at an upcoming meeting.

MANAGER
MATTERS

Other: None.

OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Voit, seconded by Director Garcia, and upon a vote unanimously carried, the Board adjourned the meeting at 1:08 p.m.

Respectfully submitted,

DocuSigned by:

Jason Rutt

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Secretary for the Meeting