

AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
SPECIAL BOARD MEETING AGENDA

Board of Directors:

Matthew Hopper, Chairman
 Dave Gruber, Vice-Chair
 Nicole Johnston, Secretary
 Steve O’Dorisio, Treasurer
 Charles “Chaz” Tedesco, Director

Date: October 24, 2018 (Wednesday)
Time: 11:00 a.m.
Place: Adams County Government Center
4430 S. Adams County Parkway
Brighton, CO 80601
(5th Floor Study Session Conference Room)

1. CALL TO ORDER
2. DECLARATION OF QUORUM/DIRECTOR QUALIFICATIONS/DISCLOSURE MATTERS
3. APPROVE AGENDA
4. PUBLIC COMMENT and/or GUESTS
 Members of the public may express their views to the Board on matters that affect the Authority, Comments will be limited to three (3) minutes. Please sign in.
5. ADMINISTRATIVE MATTERS
 - A. Review and Consider Approval of October 10, 2018 Special Meeting Minutes and October 17, 2018 Special Meeting Minutes (enclosed)
 - B. Other
6. FINANCIAL MATTERS
 - A. Consider Approval of September Claims (enclosed)
 - B. Other
7. ENGINEERING/CONSTRUCTION MATTERS
 - A. Update on Initial Design and Adjacent Improvements Initial Design IGA - Todd Johnson
 - B. Other

8. MANAGER MATTERS

A. Other

9. LEGAL MATTERS

A. Discussion and possible action concerning regional public improvements financing options (possible executive session under C.R.S. 24-6-402(4)(e) to develop negotiating positions, strategy, or instruct negotiations concerning the same).

10. OTHER BUSINESS

11. ADJOURNMENT

NEXT SCHEDULED BOARD MEETING

Wednesday, October 31, 2018

City of Aurora

15151 E. Alameda Avenue

Aurora, CO 80012

(5th Floor Mt. Elbert Conference Room)

FUTURE MEETING SCHEDULE

Wednesday, November 7, 2018

Wednesday, November 14, 2018

Wednesday, November 28, 2018

Wednesday, December 5, 2018

Wednesday, December 12, 2018

Wednesday, December 19, 2018

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
October 10, 2018**

A meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, October 10, 2018 at 11:00 a.m. at the Adams County Government Center, 4430 S. Adams County Parkway, Brighton, Colorado.

Attendance: In attendance were Board members:

Matthew Hopper, Chairman
Dave Gruber, Vice-Chairman
Steve O’Dorisio, Treasurer
Charles “Chaz” Tedesco, Director

Also in attendance were:

Alisha Reis; Adams County
Jason Batchelor and Michelle Gardner; City of Aurora
James Mann; Ehlers
Bob Blodgett and Anna Jones; CliftonLarsonAllen LLP
Tom George; Spencer Fane LLP
Elisabeth Cortese; McGeady Becher P.C.
Rick Gonzales and Eric Weaver; Marchetti & Weaver, LLC
Todd Johnson; AACMD
Carla Ferreira; AACMD

1. Call to Order and Approve Agenda

Chairman Hopper called the meeting to order at 11:15 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters

Chairman Hopper noted that a quorum was present. The absence of Secretary Johnston was excused. No additional disclosures of potential conflicts of interest were made.

3. Approve Agenda

Upon a motion duly made by Director Tedesco, seconded by Vice-Chairman Gruber, and upon vote unanimously carried, the Board approved the agenda as amended moving Engineering Items to 6B.

4. Public Comment

There were no public comments.

5. Administrative Matters

A. Review and Consider Approval of October 3, 2018 Special Meeting Minutes

After review, upon a motion duly made by Vice-Chairman Gruber, seconded by Chairman Hopper, and upon vote unanimously carried, the Board approved the minutes of the October 3, 2018 Special Meeting.

B. Other

None.

6. Financial Matters

A. Update on Status of Unsolicited Proposal Design, Build and Finance of Certain Transportation Improvements from Aerotropolis Area Coordinating Metropolitan District

Vice-Chairman Gruber announced that the Aurora Highlands Framework Development Plan was approved on October 8, 2018 by the Aurora City Council, with the condition that Conoco Phillips and Aurora Highlands will work toward an agreement to move wells to different locations. He also noted that the site plan will not be recorded until that agreement is in place. The Aurora Highlands Comprehensive Plan and Zoning were also approved for the Aurora Highlands Development. Chairman Hopper noted and thanked Vice-Chairman Gruber and Secretary Johnston for their leadership in the City Council discussion.

Ms. Cortese indicated that with the City Council approval and subject to finalizing an agreement with Conoco Phillips, the Aurora Highlands development and transportation infrastructure projects are anticipated to continue on schedule.

B. Update on Initial Design and Adjacent Improvements Initial Design IGA

Mr. Johnson discussed the pool of pre-qualified contractors being identified. Director Tedesco and Treasurer O’Dorisio asked about developing criteria that meets the County and City’s contracting qualifications while the pre-qualified contracting pool is being identified and approved. Mr. Johnson will ensure all contractors and sub-contractors adhere to identified criteria. The Board inquired as to who the independent cost verifier will work for – the District or ARTA; Mr. George indicated that topic will need further discussion. Treasurer O’Dorisio asked if it behooves the Adams County (and City) staff to ensure contractor selection criteria and standards are formulated cooperatively to ensure high standards and consensus.

Mr. Johnson indicated he will reach out to City and County staff in order to establish agreed-upon standards and criteria. Mr. Batchelor and Ms. Reis agreed they will be able to put together appropriate staff members to participate in the procurement process and will address concerns brought forward by Directors. Staff will make procurement standards and procedures recommendations and bring those back to the ARTA board.

C. Consider Approval of September Claims

Tabled to a future meeting.

D. Discussion and possible action concerning regional public improvements financing options (possible executive session under C.R.S. 24-6-402(4)(e) to develop negotiating positions, strategy, or instruct negotiations concerning the same).

Mr. Blodgett asked the Board to confirm that the October 17, 2018 meeting is still on schedule, noting the previously discussed milestone regarding the Project Funding and Reimbursement for Initial Design of Phase I Improvements IGA (the "Phase I IGA") will be on October 23, 2018. Director Tedesco will be absent. Director Tedesco indicated he is okay for the meeting to be held without him.

Ms. Cortese and Mr. Johnson indicated to the Board that the District, based on its existing third party contracts regarding the design and construction of the Phase I improvements, will need to determine prior to October 23, 2018, whether to continue such contracts or exercise its rights of early termination. The District desires some direction from the ARTA regarding its commitment to proceeding with the Phase I improvements as currently planned. Ms. Cortese noted that the District's Board of Directors will meet on October 15 and she will provide an update to the Authority Board concerning the foregoing at its October 17 meeting.

The Board discussed the timing and terms of the financing for the Phase I IGA and what the various implications are. The Board discussed with Mr. Johnson the current status of funds expended under the Phase I IGA. Upon the Board's request, Mr. Johnson agreed to provide a projection of funds to be expended under the Phase I IGA over the next 6 months.

Mr. George noted for the Board that the Authority's 2019 budget will need to be approved in November or December this year to meet statutory requirements, and the Authority's proposed debt and projected revenues and expenditures will be significant components of the budget discussion and process.

Upon a motion duly made by Vice-Chairman Gruber, seconded by Director Tedesco, and upon vote unanimously carried, the Board entered into executive session under C.R.S. 24-6-402(4) (e) to develop negotiating positions, strategy, or instruct negotiations concerning proposed terms for Authority debt or other financial obligations related to the financing of public transportation improvements, at 12:11 p.m.

Upon a motion duly made by Director Tedesco, seconded by Vice-Chairman Gruber, and upon vote unanimously carried, the Board came out of executive session at 2:05 p.m.

No action was taken.

E. Other

None.

7. Engineering/Construction Matters

B. Other

None.

8. Managers Matters

A. Other

None.

9. Legal Matters

A. Other

None.

10. Other Business

None.

11. Adjournment

As there were no further matters to discuss, upon a motion duly made by Chairman Hopper, seconded by Director Tedesco, and upon vote unanimously carried, the Board adjourned the meeting at 2:08 p.m.

Respectfully submitted,

Secretary for the Meeting

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
October 17, 2018**

A meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, October 17, 2018 at 11:00 a.m. at the City of Aurora, 15151 E. Alameda Avenue, Aurora, Colorado.

Attendance: In attendance were Board members:

Matthew Hopper, Chairman
Dave Gruber, Vice-Chairman
Nicole Johnston, Secretary
Steve O’Dorisio, Treasurer

Also in attendance were:

Alisha Reis; Adams County
Jason Batchelor, Dan Brotzman and Michelle Gardner; City of Aurora
Melissa Buck; Ehlers
Bob Blodgett and Anna Jones; CliftonLarsonAllen LLP
Tom George; Spencer Fane LLP
MaryAnn McGeady; McGeady Becher P.C.
Rick Gonzales; Marchetti & Weaver, LLC
Todd Johnson; AACMD
Carla Ferreira; AACMD

1. Call to Order and Approve Agenda

Chairman Hopper called the meeting to order at 11:20 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters

Chairman Hopper noted that a quorum was present. Upon a motion duly made by Vice-Chairman Gruber, seconded by Treasurer O’Dorisio, and upon vote unanimously carried, the Board excused the absence of Director Tedesco. No additional disclosures of potential conflicts of interest were made.

3. Approve Agenda

Upon a motion duly made by Vice-Chairman Gruber, seconded by Treasurer O’Dorisio, and upon vote unanimously carried, the Board approved the agenda as presented.

4. Public Comment

There were no public comments.

5. Administrative Matters

A. Review and Consider Approval of October 10, 2018 Special Meeting Minutes

The Board deferred consideration of the October 10, 2018 Special Meeting Minutes to the October 24, 2018 Special Meeting.

B. Other

None.

6. Financial Matters

A. Update on Status of Unsolicited Proposal Design, Build and Finance of Certain Transportation Improvements from Aerotropolis Area Coordinating Metropolitan District

Ms. McGeady reported the Aerotropolis Area Coordinating Metropolitan District met on October 16, 2018. The District's Board determined that the deadline for the District to receive a commitment from the RTA for the initial \$15 million and the permanent construction for \$199 million of regional improvements will be November 15, 2018. The District reported they cannot agree to continue with design and construction contracts beyond this date without assurance that there is a loan agreement with RTA.

Ms. McGeady reported the financial plans submitted to the RTA by DA Davidson yesterday include data points for housing values from a recent metro study. The actual market study being done by Arland will not be completed until mid-December. Ms. McGeady and DA Davidson do not believe the assumptions regarding market value of the homes to be built in the future will materially change.

Ms. McGeady suggested that if the RTA desires to secure funding through the District, the RTA should consider providing a term sheet with the RTA's best offer so the District may evaluate it and determine if a loan agreement and commitment for the needed RTA funds can be reached.

Vice-Chairman Gruber stated there are a number of issues that are converging on this decision by RTA and the District: A PERT chart of the concurrent issues and timelines is needed: No. 1: oil and gas negotiations by the Aurora Highlands developer with Conoco and Extraction that have to be resolved for the project to move forward; No. 2: the AACMD funding for the adjacent improvements; No. 3: the financing plan and future projections regarding RTA funding; No. 4: the market study; No. 5: the funding pledge; No. 6: other funding to be provided by the City of Aurora up to approximately \$15 million; No. 7: the E-470 interchange negotiations and funding by the District or the RTA, and; No. 8: the schedule for all of these items to be completed.

Ms. McGeady stated there would not be an additional unsolicited proposal or other proposal from the District forthcoming at this time. The District is requesting the RTA's term sheet for evaluation. Ms. Ferreira reported the District is proceeding urgently to

resolve the oil and gas relocation issues so the project may move forward. Ms. McGeady stated that a long-term financing plan must also be in place for the District to proceed.

Treasurer O'Dorisio asked why the RTA cannot work directly with the District's initially proposed lender as transparency is needed. Ms. McGeady reported the lender desires to work directly with the District instead of the RTA.

Vice-Chairman Gruber stated the first step is making progress on the initial \$15 million tranche at the lowest possible interest rate and moving forward cooperatively.

Ms. McGeady again reiterated that for the District and its lender to reconsider any possible loan for the regional improvements required by the RTA, the entire financing plan for the estimated \$199 million needs to be in place.

The Board will further discuss these matters in Executive Session later in the meeting. They noted all of these issues must be addressed before an agreement can be reached between AACMD and the ARTA.

B. Consider Approval of September Claims

Mr. Gonzales reported all of the September claims have not yet been received. After discussion, the Board decided that all claims must be submitted by the 10th of each month for payment at the following meeting. Otherwise, they will wait for a future meeting or the following month.

C. Other

None.

7. Engineering/Construction Matters

A. Update on Initial Design and Adjacent Improvements Initial Design IGA - Todd Johnson

B. 1. Discuss 60 Day Progress Report

Mr. Johnson reviewed his 60 Day Progress Report with the Board. He reported the District is also proceeding on the adjacent improvements design. He will supplement this report with a written update on the status of the adjacent improvements design.

B. Other

None.

8. Managers Matters

A. Other

None.

9. Legal Matters

- A. Discussion and Possible Action Concerning Regional Public Improvements Financing Options (possible executive session under C.R.S. 24-6-402(4)(e) to develop negotiating positions, strategy, or instruct negotiations concerning the same).

Upon a motion by Vice-Chairman Gruber, seconded by Treasurer O’Dorizio, and unanimously approved, the Board adjourned into executive session at 12:46 p.m. Upon a motion duly made by Secretary Johnston, second by Vice-Chairman Gruber, and unanimously approved, the Board adjourned out of executive session at 1:59 p.m. No action was taken.

10. Other Business

The Board decided to cancel the November 21, 2018 and December 26, 2018 Special Board meetings.

11. Adjournment

As there were no further matters to discuss, upon a motion duly made by Chairman Hopper, the Board adjourned the meeting at 2:00 p.m.

Respectfully submitted,

Secretary for the Meeting

Aerotropolis Regional Transportation Authority

9:38 AM

Claims Payable

10/22/2018

As of October 24, 2018

	<u>Date</u>	<u>Num</u>	<u>Memo</u>	<u>Open Balance</u>	<u>Check #</u>
CliftonLarsonAllen					
	09/30/2018	1927074	Sep services and direct expenses	<u>17,698.20</u>	
Total CliftonLarsonAllen				17,698.20	1011
Ehlers					
	09/30/2018	78300	Capital Planning Project Model	25,000.00	
	09/30/2018	78306	Non project specific work	<u>4,745.00</u>	
Total Ehlers				29,745.00	1012
Marchetti & Weaver LLC					
	09/30/2018	15019	Sep services	<u>3,976.90</u>	
Total Marchetti & Weaver LLC				3,976.90	1013
Spencer Fane					
	09/30/2018	656466	Sep services	<u>10,497.22</u>	
Total Spencer Fane				10,497.22	1014
TOTAL				<u><u>61,917.32</u></u>	



Direct Billing Inquiries to:

CliftonLarsonAllen LLP
370 Interlocken Blvd
Suite 500
Broomfield, CO 80021-9836
(303) 466-8822

Aerotropolis Regional Transit Authority
c/o Spencer Fane LLP
1700 Lincoln, #2000
Denver, CO 80203

Account Number 011-045387
Invoice Date 10/10/2018
Invoice # 1927074
Authorization Number 0001284428

Professional services rendered through September 30, 2018 in connection with:

Management services	\$17,603.95
Direct costs	94.25

Invoice Total \$17,698.20

We Appreciate Your Business and Referrals

Payment is due upon receipt.

CliftonLarsonAllen LLP PO Box 679349 Dallas, TX 75267-9349 (303) 466-8822

Please detach and remit payment to the address below.

CliftonLarsonAllen LLP
PO Box 679349
Dallas, TX 75267-9349

Amount Remitted \$

Account Number 011-045387

Invoice Number 1927074

To pay your bill electronically please visit
claconnect.com/billpay



Ehlers

3060 Centre Pointe Drive
Roseville, MN 55113-1105
Tel: 651-697-8500

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Rick Gonzales
Aerotropolis Regional Transportation Authority
245 Century Circle, STE 103
Louisville, CO 80027

Invoice

Invoice Date: Oct 10, 2018
Invoice Num: 78300
Billing Through: Oct 10, 2018

Capital Planning Project Model (Aerotropolis Regional Transportation Authority | CO:2018 CIP) - Managed by (James Mann)

\$25,000.00

Amount Due This Invoice: **\$25,000.00**

This invoice is due upon receipt



Ehlers

3060 Centre Pointe Drive
Roseville, MN 55113-1105
Tel: 651-697-8500

Invoice

Rick Gonzales
Aerotropolis Regional Transportation Authority
245 Century Circle, STE 103
Louisville, CO 80027

Invoice Date: Oct 10, 2018
Invoice Num: 78306
Billing Through: Sep 30, 2018

Non-Project Specific Work (Aerotropolis Regional Transportation Authority | CO:Non Spec) - Managed by (James Mann)

Professional Services

<u>Date</u>	<u>Employee</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
7/19/2018	James Mann	Documents	3.00	\$750.00
7/20/2018	James Mann	Documents	2.00	\$500.00
7/24/2018	Melissa Buck	Attend Meeting	1.00	\$0.00
7/25/2018	Melissa Buck	Attend Meeting	4.00	\$0.00
7/25/2018	James Mann	Internal discussion	1.50	\$375.00
7/27/2018	Jessica Cook	Review	0.50	\$120.00
		Financing plan review and coordination		
9/4/2018	James Mann	CIP Proposal & Meeting	1.50	\$375.00
9/4/2018	Melissa Buck	Review Unsolicited Proposal and docs	1.00	\$0.00
9/4/2018	Melissa Buck	Create financial model	4.50	\$0.00
9/5/2018	Melissa Buck	Attend Meeting	3.00	\$0.00
9/5/2018	James Mann	RTA	2.00	\$500.00
9/5/2018	Melissa Buck	Review Unsolicited Proposal and docs	0.00	\$0.00
9/5/2018	Melissa Buck	Create financial model	2.00	\$0.00
9/6/2018	Melissa Buck	Create financial model	5.00	\$0.00
9/7/2018	Melissa Buck	Create financial model	3.50	\$0.00
9/7/2018	James Mann	Financial Planning Template	2.00	\$500.00
9/10/2018	James Mann	Negotiating Positions	1.00	\$250.00
9/10/2018	Melissa Buck	Create financial model	4.00	\$0.00
9/11/2018	Melissa Buck	Create financial model	3.50	\$0.00
9/12/2018	James Mann	Negotiating Positions	1.00	\$250.00
9/12/2018	Melissa Buck	Create financial model	2.00	\$0.00
9/19/2018	Melissa Buck	Create financial model	0.00	\$0.00
9/19/2018	Melissa Buck	Attend Meeting	3.00	\$0.00
9/19/2018	James Mann	9/19 Board Meeting	2.50	\$625.00
9/24/2018	James Mann	w/City RE Loan	1.00	\$250.00
9/24/2018	Melissa Buck	Preparation	1.00	\$0.00
9/27/2018	James Mann	Conf call w/Team	1.00	\$250.00
9/27/2018	Melissa Buck	Attend Meeting	1.50	\$0.00

Total Service Amount: \$4,745.00

Amount Due This Invoice: \$4,745.00

This invoice is due upon receipt

Marchetti & Weaver, LLC

28 Second Street, Suite 213
Edwards, CO 81632
(970) 926-6060

Aerotropolis Regional Transportation Authority
245 Century Circle, Suite 103
Louisville, CO 80027

Invoice No. 15019
Date 09/30/2018
Client No. ARTA

Accounting Services

09/04/2018	Work on Colotrust setup.			
09/04/2018	File management: Invoices and meeting coordination.			
09/05/2018	Call ADCO regarding ACH Agreement. Correct and resend.			
09/07/2018	Correspondance w/ Rick and Ehlers.			
09/10/2018	Setup QB accounting file. Setup vendor files and post invoices.			
09/12/2018	Meeting with Financial Advisors.			
09/12/2018	Discussions re. bond terms and alternatives.			
09/13/2018	Work with UMB to establish on line access. TCW Joanna regarding lost tokens.			
09/13/2018	Review IGA election questions regarding use of authorized revenue.			
09/14/2018	Process invoices and prepare unpaid claims report for board meeting.			
09/17/2018	Process late bills. Update Claims Payable Report.			
09/17/2018	Call w/ Tom and update on open items.			
09/18/2018	TCW UMB Bank regarding login to UMB Direct and tokens. Confirm deposits made to date. Send contribution reminders to ADCO and Aurora.			
09/19/2018	Meet with UMB Bank to retrieve access Tokens prior to board meeting.			
09/25/2018	Check bank balance. Request funding status from ADCO. Setup Colotrust access.			
09/27/2018	File management. Eric's signature page. Email to ColoTrust. Follow up with CLA regarding lost UMB tokens.			
	Weaver	1.75	\$210.00	
	Gonzales	10.50	\$148.00	
				\$ 1,921.50

Administrative Services

09/05/2018	Attend board meeting and travel to and from. Magage files from meeting.
09/05/2018	Prepare for and attend Board meeting.
09/19/2018	Prepare for and attend board meeting. Includes travel to and from.
09/19/2018	Update on outcome of Board meeting.
09/24/2018	Correspondence with UMB Bank and CLA regarding original bank tokens thought to be lost.

	Weaver	4.75	\$210.00	
	Gonzales	7.00	\$148.00	
				<u>2,033.50</u>
			Total For Services	3,955.00
Copies			\$ 11.70	
Postage			<u>10.20</u>	
			Total For Expenses	<u>21.90</u>
			Current Amount Due	<u><u>\$ 3,976.90</u></u>



SpencerFane

Federal I.D. # 44-0561981

Aerotropolis Regional Transportation Authority
 c/o Marchetti & Weaver, LLC
 245 Century Circle, Suite 103
 Louisville, CO 80027

INVOICE NO.: 656466
 INVOICE DATE: 10/03/2018
 CLIENT NO.: 5030137
 BILL ID: 8370

BILLING SUMMARY

CURRENT INVOICE

Total Legal Fees	10,368.50
Total Disbursements	<u>128.72</u>
Current Total	10,497.22

Please remit payment to:
SPENCER FANE LLP
 P.O. BOX 872037
 KANSAS CITY, MO 64187-2037
 Phone 816.474.8100 | Fax 816.474.3216

No other correspondence should be sent to this address.

10/03/2018
 CLIENT NO.: 5030137
 Aerotropolis Regional Transportation
 Authority



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 INVOICE NO: 656466

SUMMARY OF INVOICE

FOR PERIOD ENDED 09/30/2018
 (SEE DETAIL ATTACHED)

<u>Matter Number</u>	<u>Matter Description</u>	<u>Fees</u>	<u>Costs</u>	<u>Total</u>
5030137-0001	General District Matters	6,734.00	83.72	6,817.72
5030137-0002	Bond Proceedings - General	2,432.00	0.00	2,432.00
5030137-0004	Minutes	880.00	0.00	880.00
5030137-0005	Budgets	14.50	0.00	14.50
5030137-0011	Organization and Formation	29.00	0.00	29.00
5030137-0019	Conflict of Interest	87.00	45.00	132.00
5030137-0300	Contracts/Other Governments	192.00	0.00	192.00
	Invoice Total			10,497.22

Trust Balance 0.00

Other Unapplied Payments 0.00

10/03/2018
 CLIENT NO.: 5030137
 Aerotropis Regional Transportation
 Authority



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 INVOICE NO: 656466

Re: File 5030137-0001 General District Matters

Invoice for period ended 09/30/2018

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
9/5/2018	NFK	Prepare for and attend Board meeting; telephone S. D'Orisio, B. Blodgett, and T. George re: minutes and executive session.	5.80	2,958.00
9/5/2018	TNG	Attend agenda premeeting with CLA and M. Hopper.	0.50	160.00
9/5/2018	TNG	Prepare for and attend ARTA Board meeting.	4.50	1,440.00
9/5/2018	TNG	Phone call with M. Hopper regarding comment letter on Extraction Oil and Gas Form 2A Permit Application; draft proposed letter; exchange emails with all Board members regarding same; review letter from City of Auroral exchange emails and phone calls with M. Hopper; submit final letter to COGCC online.	1.50	480.00
9/6/2018	TNG	Finalize and sign hard copy of COGCC comment letter on Extraction Form 2A permit application; confer with B. Liming to send same; exchange messages with M. Hopper regarding same.	0.30	96.00
9/13/2018	TNG	Phone call with A. Jones and M. Hopper regarding meeting agenda and meeting preparation.	0.50	160.00
9/17/2018	TNG	Phone call with E. Weaver regarding meeting planning, outstanding consultant invoices and handling of claims; review invoices from Ehlers and CLA; review email from S. O'Dorisio regarding meeting minutes; exchange emails with CLA regarding revisions to same.	0.80	256.00
9/19/2018	TNG	Attend pre-meeting with M. Hopper to review agenda for ARTA Board meeting.	0.50	160.00
9/19/2018	TNG	Prepare for and attend ARTA Board meeting at City of Aurora.	3.20	1,024.00
9/20/2018	TNG	Attend ARTA groundbreaking event.	2.50	NO CHARGE
Total Services				6,734.00

FOR DISBURSEMENTS ADVANCED

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/18/2018	Travel Thomas N. George Attend ARTA Meeting	8.83
9/18/2018	Travel Thomas N. George Attend Board Meeting	19.64
9/18/2018	Travel Thomas N. George Attend Board Meeting	19.65
9/18/2018	Travel Thomas N. George Attend Board Meeting	17.80

10/03/2018
CLIENT NO.: 5030137
Aerotropolis Regional Transportation
Authority



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INVOICE NO: 656466

9/20/2018	Travel Thomas N. George Attend Board meeting	17.80
	Total Disbursements	<hr/> 83.72
	TOTAL FOR FILE 5030137-0001	<hr/> 6,817.72

10/03/2018
 CLIENT NO.: 5030137
 Aerotropolis Regional Transportation
 Authority



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 INVOICE NO: 656466

Re: File 5030137-0002 Bond Proceedings - General

Invoice for period ended 09/30/2018

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
9/6/2018	TNG	Phone call with M. McGeady to discuss AACMD proposal terms and related items; exchange emails with Ehlers group regarding graphs and sending same to AACMD; send email to M. McGeady with representative graphs.	0.80	256.00
9/10/2018	TNG	Phone call with S. Sharp regarding financial projections and analysis, and request for additional information.	0.50	160.00
9/12/2018	TNG	Phone conference with J. Mann, M. Buck and A. Jones regarding DA Davidson projection, unsolicited proposal, and preparation for Board meeting.	1.00	320.00
9/20/2018	TNG	Phone call with B. Blodgett to coordinate AACMD discussions.	0.40	128.00
9/25/2018	TNG	Phone conference with A. Jones and B. Blodgett to prepare for meeting with AACMD representatives to discuss proposal; review original and revised proposal and related documents to prepare for same.	1.40	448.00
9/26/2018	TNG	Prepare for and attend meeting with R. Connerly, M. McGeady and T. Jacobs to discuss AACMD proposal; confer with B. Blodgett and A. Jones regarding same.	2.50	800.00
9/27/2018	TNG	Phone call with Ehlers and CLA to follow up on discussions with AACMD regarding financing proposal.	1.00	320.00
Total Services				2,432.00
TOTAL FOR FILE 5030137-0002				2,432.00

10/03/2018
 CLIENT NO.: 5030137
 Aerotropis Regional Transportation
 Authority



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Re: File 5030137-0004 Minutes

Invoice for period ended 09/30/2018

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
9/6/2018	NFK	Review emails fro J. Mann, B. Blodgett, A. Jones and T. George re: Ehlers' presentation and Board meeting questions.	0.10	51.00
9/11/2018	TNG	Review and revise draft agenda for Sept. 19 ARTA meeting; exchange emails with K. Suazo regarding same; email to E. Weaver regaring preparation of agenda and payment of claims.	0.50	160.00
9/12/2018	TNG	Review and revise minutes from September 2 Board meeting; review and revise meeting agenda for September 19 meeting; exchange emails with K. Suazo regarding same.	0.70	224.00
9/27/2018	TNG	Review and revise ARTA Board meeting minutes from September meetings; send to K. Suazo.	0.90	288.00
9/27/2018	BNL	Conference Leslie Larsen; review Record of Proceedings from Special Meetings; move and update files accordingly.	0.20	29.00
9/28/2018	TNG	Review and revise September meeting minutes and proposed agenda for October 3 meeting; send revisions to same to K. Suazo.	0.40	128.00
Total Services				<hr/> 880.00
TOTAL FOR FILE 5030137-0004				<hr/> 880.00

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 Aerotropolis Regional Transportation
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Re: File 5030137-0005 Budgets

Invoice for period ended 09/30/2018

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
9/26/2018	BNL	Review and scan Certification of Valuation prepared by the County; update files accordingly.	0.10	14.50

Total Services			0.10	14.50
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TOTAL FOR FILE 5030137-0005			0.10	14.50
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Re: File 5030137-0011 Organization and Formation

Invoice for period ended 09/30/2018

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
9/27/2018	BNL	Review, scan and sort organization and formation documents related to the District; update files accordingly.	0.20	29.00

Total Services			0.20	29.00
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TOTAL FOR FILE 5030137-0011			0.20	29.00
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Re: File 5030137-0019 Conflict of Interest

Invoice for period ended 09/30/2018

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
9/14/2018	BNL	Prepare transactional disclosure packet and e-file same with the Secretary of State on behalf of each director for the upcoming Board meeting; update conflicts of interest filing index accordingly.	0.20	29.00
9/28/2018	BNL	Prepare transactional disclosure packet and e-file same with the Secretary of State on behalf of each director for the upcoming Board meeting; update conflicts of interest filing index accordingly.	0.40	58.00
Total Services				87.00

FOR DISBURSEMENTS ADVANCED

<u>Date</u>	<u>Description</u>	<u>Amount</u>
9/21/2018	Colorado Secretary of State	27.00
9/21/2018	Colorado Secretary of State	3.00
9/21/2018	Colorado Secretary of State	15.00
Total Disbursements		45.00
TOTAL FOR FILE 5030137-0019		132.00

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Re: File 5030137-0300 Contracts/Other Governments

Invoice for period ended 09/30/2018

FOR SERVICES RENDERED

<u>Date</u>	<u>Tkpr</u>	<u>Description</u>	<u>Hours</u>	<u>Fees</u>
9/4/2018	TNG	Review and revise member contribution funding agreement on comments from M. McGeady; circulate revised draft for ARTA Board approval.	0.60	192.00
Total Services				<hr/> 192.00
TOTAL FOR FILE 5030137-0300				<hr/> 192.00

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 Aerotropolis Regional Transportation
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TIME AND FEE SUMMARY

<u>Timekeeper</u>	<u>Rate</u>	<u>Hours</u>	<u>Fees</u>	<u>Standard Rate</u>
Norman F. Kron	510.00	5.90	3,009.00	510.00
Thomas N. George	320.00	22.50	7,200.00	320.00
Blaine N. Limming	145.00	1.10	159.50	145.00
Totals		29.50	10,368.50	