

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
November 20, 2019**

A regular meeting of the Board of Directors (the "Board") of the Aerotropolis Regional Transportation Authority (the "Authority") was held on Wednesday, November 20, 2019 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
Nicole Johnston, Secretary
Charles "Chaz" Tedesco, Director

Also in attendance were:

Anna Jones; CliftonLarsonAllen LLP
Bob Blodgett, CliftonLarsonAllen LLP (arrived 12:30 p.m.)
Tom George; Spencer Fane LLP
Elisabeth Cortese and Todd Johnson; AACMD
Carla Ferreira; The Aurora Highlands
Rick Gonzales; Marchetti & Weaver
Jim Mann; Ehlers
Alisha Reis and Michelle Gardner; City of Aurora
Benjamin Dahlman; Adams County
Michael Baldwin; Jeffries LLC

1. Call to Order

Chairman Hopper called the meeting to order at 11:26 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters

Chairman Hopper noted that a quorum was present.

3. Approve Agenda

Upon a motion duly may by Director Tedesco, seconded by Secretary Johnston, and upon vote unanimously carried, the Board approved the agenda as presented.

4. Public Comment

Mr. Baldwin addressed the Board and updated the Board regarding his current employment with Jeffries LLC.

5. Consent Agenda

A. Review and consider approval of October 23, 2019 Regular Meeting Minutes

Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, the Board approved the Consent Agenda as submitted.

6. Engineering/Construction Matters

A. Progress Report from AACMD regarding the design and construction of the Authority's Regional Transportation System, and discussion and possible action concerning same.

Mr. Johnson reviewed the October 23, 2019 project status report with the Board.

Overall:

- Grading is projected to commence on 38th Parkway from TAH Parkway to Monaghan.
- Project monumentation is still on schedule to be complete by end of November.
- Utility infrastructure is progressing on all critical phases adjacent to residential areas.
- Concrete and Asphalt projects are projected to start late this month.
- AACMD is projecting to bid a portion of the COA 36" waterline soon.
- The Aurora Highlands Parkway: design of horizontal, vertical and intersection geometry is occurring along with utility design. Documents are approximately 97% complete, plans are being reviewed by the City and MHFD. Minor CLOMR comments received last week; anticipate resubmittal this week for final review by FEMA.
- 26th Avenue: due to weather, construction did not commence as scheduled but is projected to commence next week.
- E470 Interim Connection (right in/out): due to weather, construction was delayed and is projected to be substantially complete by end of the week.
- E470 Full Interchange: the project team has finalized most design criteria and continues to move forward with the interchange design. Right-of-way limits and potential acquisition are being reviewed for all quadrants. Design is projected to further progress over the next 30 days.
- I-70 Interchange: CDOT 1601 process is further progressing. Preliminary analysis and design are being performed and are projected to further progress over the next 30 days. The team is continuing to finalize design elements from the review agencies. The team is scheduling an informational meeting with Adams County.
- Powhaton Interim Connection: CDOT 1601 process is further progressing. Preliminary analysis and design are being performed and are projected to progress over the next 30 days.

- 38th Avenue: design of horizontal, vertical and intersection geometry is occurring along with utility design. Documents are approximately 80% complete. The project has been split into three portions (1. Picadilly-Tibet; 2. Tibet-E470; 3. Picadilly-Odessa) to expedite plan approval and the potential construction (by others) of the portion between Picadilly and Tibet. Design on the remaining portions is projected to progress over the next 30 days. AACMD continues to work with ARTA's counsel and the City to coordinate responsibilities and commitments along the corridor.

Vice-Chairman Gruber and Chairman Hopper asked about progress and possible ways to expedite the overall project. Discussion ensued regarding potential project efficiencies.

Treasurer O'Dorisio asked about the status of past and ongoing oil and gas development and discussions within The Aurora Highlands. Mr. Johnson noted there was no progress or new developments to report.

- B. Discussion and possible action concerning the review and verification of project costs associated with the Authority's Regional Transportation System

Discussion ensued regarding possible action concerning the review and verification of project costs associated with the ARTA system.

- C. Discussion and possible action concerning planning, design and construction of Authority's Regional Transportation System and related matters

No additional report.

- D. Development Review Updates
 - a. City of Aurora – Jason Batchelor
 - b. Aurora Highlands – Carla Ferreira

Mr. Ferreira reported that December 5th is the next City of Aurora pre-application meeting. She is hoping the City will respond in a timely manner.

Ms. Ferreira reported that 500 people attended the Aurora Highlands Grand Opening, adding 168 attendees signed up for further information regarding the development.

There will be a realtor event hosted by the Aurora Highlands on January 23rd, and will continue once per quarter through 2021.

Treasurer O'Dorisio asked about oil and gas updates. Ms. Ferreira noted there is nothing to report at this time.

7. Financial Matters

- A. Presentation, discussion and possible action concerning October 31, 2019 financial statements

Mr. Gonzales reviewed the October 31, 2019 financial statements with the Board. After discussion, upon a motion duly made by Secretary Johnston, seconded by Vice-Chairman Gruber, and upon vote unanimously carried, the Board accepted the October 31, 2019 financial statements.

- B. Presentation, discussion and possible action on Claims Payable in the amount of \$16,723.25

Mr. Gonzales reviewed the claims with the Board. After discussion, upon a motion duly made by Secretary Johnston, seconded by Vice-Chairman Gruber, and upon vote, unanimously carried, the Board approved the August claims totaling \$16,723.25.

- C. Consider for Approval Resolution to Amend 2019 Budget (if needed); Consider for Approval Resolution to Adopt 2020 Budget and Certify Mill Levy

Mr. Gonzales reviewed the proposed 2019 amended budget with the Board. After review, upon a motion duly made by Secretary Johnston, seconded by Vice-Chairman Gruber, and upon vote unanimously carried, the Board approved the Resolution to Amend the 2019 budget as presented.

Mr. Gonzales reviewed the proposed 2020 budget with the Board. After review, upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, and upon vote unanimously carried, the Board approved the proposed Resolution to Adopt the 2020 budget and to certify a mill levy of 5.000 mills.

- D. Presentation, discussion and possible action on AACMD Draw Request(s)

Mr. Johnson reviewed the Draw Request represented by Project Fund Requisition No. 6 in the amount of: \$798,983.00. Chairman Hopper noted the AACMD Board was meeting the following day, November 21st; therefore ARTA approval should be contingent upon District approval. Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, and upon vote unanimously carried, the Board approved Project Fund Requisition No. 6 as presented contingent upon AAMCD approval.

- E. Discussion and possible action concerning financial policies
 - a. Status of Policy for Acceleration of Future Projects.

To be addressed after January 1st per the Board's direction.

- F. Other

None.

8. Manager Matters

A. Authority Manager Report

No report.

B. Discussion and possible action concerning matters presented by Authority Manager

None.

C. Other

None.

9. Legal Matters

A. Authority Legal Counsel Report

None.

B. Discussion and possible action concerning contracts, intergovernmental agreements and other legal arrangements related to the planning, design and construction of the Authority's Regional Transportation System and related matters.

None.

10. EXECUTIVE SESSION (If needed, an executive session may be called pursuant to and for the purposes set forth in Section 24-6-402(4), C.R.S., after announcement of the specific topic for discussion and statutory citation authorizing the executive session, and a vote of two-thirds of the quorum of the Board present)

Upon a motion duly made by Vice-Chairman Gruber pursuant to Section 24-6-402(4)(e), C.R.S., to develop negotiating positions and strategy and to instruct negotiators on matters related to the funding and construction of the Authority's Regional Transportation System, seconded by Secretary Johnston, the Board entered into Executive Session at 12:05 p.m.

Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, and upon vote unanimously carried, the Board exited out of Executive Session at 12:39 p.m.

No action was taken.

11. Other Business

None.

12. Adjournment

As there were no further matters to discuss, upon a motion duly made by Chairman Hopper, the Board adjourned the meeting at 12:41 p.m.

Respectfully submitted,



Secretary