

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
JULY 28, 2021

A special meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, July 28, 2021, at 9:00 a.m. Due to the current events and advice from local, state and federal jurisdictions related to COVID-19, this meeting was held via Microsoft Teams.

ATTENDANCE

Directors In Attendance Were:

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

Also In Attendance via Microsoft Teams Were:

Nic Carlson and Rebecca Gianarkis; CliftonLarsonAllen LLP
Rick Gonzales; Marchetti & Weaver LLC
Tom George and Nicole Detweiler; Spencer Fane LLP
Jon Hoistad; McGeady Becher P.C.
Melissa Buck and Bruce Kimmel; Ehlers
Michelle Gardner, Karen Hancock, Mac Callison and Brian Rulla; City of Aurora
Marc Osbourne and Daniel Brotzman; Adams County
Dane Hill; LDS Church
Tony DeVito; AECOM
Michael Baldwin Sr. and Aliraza Hassan; Jefferies LLC
Carla Ferreira; AACMD

ADMINISTRATIVE MATTERS

Call to Order: Chairman Hopper called the meeting to order at 9:05 a.m.

Disclosures of potential conflicts of interest: It was noted that disclosures have been filed.

Quorum, location of meeting, posting of meeting notices, and agenda: It was noted that a quorum was present. The location of the meeting and the posting of meeting notices were confirmed. Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the agenda as presented.

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Public Comment: There were no public comments.

CONSENT AGENDA

Minutes from the June 23, 2021 Special Board Meeting: Chairman Hopper reviewed the minutes with the Board. Upon a motion duly made by Vice-Chairman Gruber, seconded by Director Tedesco and, upon vote, unanimously carried, the Board approved the Consent Agenda as presented.

ENGINEERING / CONSTRUCTION MATTERS

Progress report from AACMD regarding the design and construction of the Authority's Regional Transportation System, and discussion and possible action concerning the same: Mr. DeVito presented the AACMD Progress Report to the Board.

ARTA Project Status:

- The Aurora Highlands Parkway: The Aurora Highlands Parkway: Utility and roadway infrastructure is complete from Main St. to Denali Blvd. and open to public traffic. Main Street northbound (Phase 3) intersection is complete with the Main St bridge complete except lighting. Traffic has been switched to Main St. northbound lanes in the interim condition. Eastbound Pkwy bridge and Westbound Pkwy Pedestrian underpass are complete and backfilled. Eastbound Pkwy Pedestrian underpass structure and North-South Collector (H St) bridge over Trib T are complete and backfill is in process. Utilities are substantially complete from Denali Blvd to H St. Pond 8570 has been certified and accepted by the City. Ponds 8507S and 8507N are in process of being certified. Landscape Walls in the tributary are complete at Main St., Eastbound Parkway and have started at Westbound Pedestrian, Eastbound pedestrian, and N-s Collector.
 - o The conflict with the ECCV waterline has not been resolved and is delaying progress for TAH Pkwy roadway construction. Current plan is to construct TAH Parkway Eastbound up to the limits of ECCV Easement.
- E470 Interchange: Design continues to progress over the next 30 days with anticipated final PS&E package further delayed by drainage comments that required pond redesign. Team is assessing delay to delivery schedule.
- I-70 Harvest Rd Interchange: Conversation continue monthly on TDM approach, based on the Transportation Demand Management Analysis Memorandum, previously presented, that HDR prepared. The fundamental recommendation of the memorandum is the creation of or expansion of an existing Transportation Management Association (TMA) or Organization (TMO).
Roadway and bridge designs continue to progress over the next 30 days. Negotiations with UP unfortunately have reverted with a notification from their consultant, Railpros that the variance request was not approved for the crossing at Smith Road. We are trying to seek further details on the

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reasoning for this. We have also reached to the PUC for advice on next step with the railroad.

- Powhatan Road Design: Conceptual design underway with emphasis to look at intersection options that best connects 26th, TAH, Harvest and Powhatan. Meeting with the City of Aurora Traffic, on June 28th to present these various options.
- 26th Avenue Main St to Harvest: Conceptual design underway.
- 38th Avenue: The project has been split into three portions (1. Piccadilly-Tibet; 2. Tibet-E470; 3. Odessa -Piccadilly) to expedite plan approval and facilitate potential construction (by others) of the portion between Piccadilly and Tibet. Phase two Infrastructure plans have been submitted to City of Aurora for review and design team is responding to comments received. Phases three Infrastructure plans are 90% complete with outstanding items related to Tributary T and First Creek crossings and CLOMR process has begun. Paving of portion 1 was started by Majestic's Metro District and now is completed. Grading of the northern section of portion from Himalaya to Odessa by TCMD. Water line work has been broken out of Construction Drawings and has begun. Design 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.

Project costs associated with the Authority's Regional Transportation System: Chairman Hopper reviewed with project costs with the Board. After discussion, upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the Engineer's Report and Verification of Costs No. 26 associated with the Authority's Regional Transportation System, as presented.

Planning, design and construction of Authority's Regional Transportation System and related matters: Not discussed.

Aurora Highlands Development – Carla Ferreira: Ms. Ferreira gave a verbal update to the Board regarding development progress and approval processes with the City of Aurora.

City of Aurora Development Review – Jason Batchelor: No updates were provided other than the enclosed packet documents.

FINANCIAL MATTERS

May claims totaling \$29,451.96: Mr. Gonzales presented the May claims to the Board. Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the May claims totaling \$29,451.96, as presented.

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June 30, 2021 Financial Statements: Mr. Gonzales presented the June 30, 2021 Financial Statements to the Board. Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board accepted the June 30, 2021 Financial Statements as presented.

First Amendment to IGA Regarding Design and Construction of TAH Parkway: Mr. George reviewed the proposed First Amendment with the Board. Following discussion, upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the First Amendment to IGA Regarding Design and Construction of TAH Parkway.

AACMD Draw Request(s): Mr. Gonzales reviewed the Draw Request with the Board, totaling \$191,207.38, noting that the remainder of the Draw Request amount will be advanced by AACMD on ARTA's behalf pursuant to the TAH Parkway agreement, as amended. Following discussion, upon a motion duly made by Director Tedesco, seconded by Vice-Chairman Gruber and, upon vote, unanimously carried, the Board approved the AACMD Draw Request No. 37 in the amount of \$191,207.38 from ARTA with the remainder being advanced by AACMD on ARTA's behalf.

2021 Bond Issue: Ms. Buck provided an update on the 2012 bond issuance.

Ms. Buck then introduced Bruce Kimmel of Ehlers who will assist with financing and the bond issuance moving forward. She noted the Zonda market study is expected in early August. The current proposed timeline for Board consideration of the bond resolution and plan of finance is the end of August with bond closing approximately at the end of September.

MANAGER MATTERS

Authority Manager Report: There were no items to report.

Matters Presented by Authority Manager: None.

Other: None.

LEGAL MATTERS

Authority Legal Counsel Report: Mr. George reported to the Board.

Contracts, intergovernmental agreements and other legal arrangements related to the planning, design and construction of the Authority's Regional Transportation System and related matters:

Agreement with Green Valley Ranch East Metropolitan District Nos. 6-8 Regarding ARI Mill Levies: Mr. George reviewed the proposed agreement with the Board, noting that a revision has been suggested to

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allow the GVRE districts to directly remit funds to ARTA instead of through AACMD. Following discussion, upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the Agreement with Green Valley Ranch East Metropolitan District Nos. 6-8 and AACMD Regarding ARI Mill Levies in substantially the form presented subject to the revision described by Mr. George and final review and approval by legal counsel and Chairman Hopper.

Agreement with Green Valley Ranch East Metropolitan District No. 6 Regarding Project Construction and Funding: Mr. George reported that this Agreement is still in process. He continues to work with Green Valley Ranch East Metropolitan District No. 6 on the agreement and will update the Board at the next meeting.

Agreement with ATEC Metropolitan District Nos. 1-2, and AACMD regarding ARI Mill Levies: Mr. George reviewed the proposed agreement with the Board, noting that a revision has been suggested to allow for the ATEC districts to commence their ARI Mill Levies in 2022, earlier than expected. Following discussion, upon a motion duly made by Vice-Chair Gruber, seconded by Director Tedesco and, upon vote, unanimously carried, the Board approved the agreement in substantially the form presented subject to the revision described by Mr. George and final review and approval by legal counsel and Chairman Hopper.

OTHER BUSINESS

Quorum for August 11, 2021 and August 25, 2021 Regular meetings: Mr. George reiterated the proposed timing for Board consideration of the proposed bond resolution and plan of finance being August 25th, and noted that there are not expected to be any pressing matters to come before the Board on August 11. For this reason he suggested the Board consider cancelling the August 11th Board meeting. Following discussion, and noting the cost savings that can be achieved by ARTA in not holding the August 11th meeting, the Board concurred. The Board cancelled the August 11, 2021 meeting and confirmed quorum for the August 25, 2021 Regular Meeting.

Renaming of Harvest Mile Road Alignment to Aerotropolis Parkway. Vice-Chairman Gruber notified the Board that he intends to introduce a resolution to the Aurora City Council to rename the Harvest Mile Road alignment to "Aerotropolis Parkway" and discussed the reasoning for the renaming with the Board. Following discussion, upon a motion duly made by Chairman Hopper, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board voted to support the proposed resolution and renaming the portion of Harvest Mile Road to Aerotropolis Parkway.

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EXECUTIVE SESSION

Upon a motion duly made by Chairman Hopper, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board entered into executive session pursuant to Sections 24-6-402(4)(b) and (e), C.R.S., to confer with legal counsel on specific legal matters and questions, and to determine positions relative to matters that may be subject to negotiations, develop strategy for negotiations, and instructing negotiators on matters related to the financing of the Authority's Regional Transportation System at 10:08 a.m.

Upon a motion duly made by Treasurer O'Dorisio, seconded by Vice-Chairman Gruber, the Board adjourned the executive session at 10:46 a.m.

No action was taken.

ADJOURNMENT

As there were no further matters to discuss, upon a motion duly made by Chairman Hopper, the meeting was adjourned at 10:46 a.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting

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Subject: Please DocuSign: Minutes 07-28-2021 ARTA Final.pdf	
Client Name: ARTA	
Client Number: 011-045387-OS01-2021	
Source Envelope:	
Document Pages: 6	Signatures: 1
Certificate Pages: 4	Initials: 0
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 Security Level: Email, Account Authentication (None)

Signature



Signature Adoption: Pre-selected Style
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Timestamp

Sent: 9/29/2021 12:27:34 PM
 Viewed: 9/29/2021 12:37:08 PM
 Signed: 9/29/2021 12:37:15 PM

Electronic Record and Signature Disclosure:
 Accepted: 9/29/2021 12:37:08 PM
 ID: 8978a0c6-8a18-45dc-9a6f-22bc96638aea

In Person Signer Events	Signature	Timestamp
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Editor Delivery Events	Status	Timestamp
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Agent Delivery Events	Status	Timestamp
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Intermediary Delivery Events	Status	Timestamp
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Envelope Summary Events	Status	Timestamps
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Certified Delivered	Security Checked	9/29/2021 12:37:08 PM
Signing Complete	Security Checked	9/29/2021 12:37:15 PM
Completed	Security Checked	9/29/2021 12:37:15 PM

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