

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
FEBRUARY 23, 2022

A special meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, February 23, 2022, at 11:00 a.m. via Microsoft Teams.

ATTENDANCE

Directors In Attendance Were:

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

Also In Attendance Were:

Lisa Johnson, Nic Carlson, Jenny Hackelman and Michael Jensen;
CliftonLarsonAllen LLP
Rick Gonzales; Marchetti & Weaver LLC
Tom George and Brenden Desmond; Spencer Fane LLP
Jon Hoistad; McGeady Becher P.C.
Melissa Buck; UMB Bank
Tony DeVito; AECOM
Michael Baldwin Sr. and Aliraza Hassan; Jefferies LLC
Carla Ferreira; AACMD
Chris Blackwood; PFM Asset Management LLC
Michelle Gardner. Steve Sundberg and Brian Rulla; City of Aurora
Marc Osborne; Adams County

ADMINISTRATIVE MATTERS

Call to Order: Chairman Hopper called the meeting to order at 11:04 a.m.

Disclosures of potential conflicts of interest: It was noted that general disclosure statements and transactional disclosures regarding this meeting had been filed on behalf of members of the Board of Directors. Said disclosures were incorporated herein. Mr. George requested that the Directors consider whether they had any new conflicts of interest which had not previously been disclosed. There were no additional disclosures made.

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 Secretary Gardner, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried,

RECORD OF PROCEEDINGS

the Board approved the agenda as amended to move Item VIII.A. to the beginning of the agenda.

Acknowledge Appointment of Francoise Bergan: The Board acknowledged the appointment of Francoise Bergan as Director on the Board as the second representative from the City of Aurora and welcomed her.

Public Comment: There were no public comments.

CONSENT AGENDA

Minutes of January 26, 2022 Special Board Meeting: Following review, upon a motion duly made by Treasurer O’Doriso, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the minutes of the January 26, 2022 meeting minutes as presented.

Other: None.

ENGINEERING / CONSTRUCTION MATTERS

Project costs associated with the Authority’s Regional Transportation System: Following discussion, upon a motion duly made by Vice-Chairman Tedesco, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the Engineer’s Report and Verification of Costs No. 33 associated with the Authority’s Regional Transportation System, as presented.

Planning, design and construction of Authority’s Regional Transportation System and related matters: Mr. DeVito provided a verbal update on the status of the projects to date, noting the final design is in process with E-470 and the City of Aurora. The Harvest/TAH Parkway interchange design is underway. CDOT and the City of Aurora TDM project is underway. Mr. DeVito reported AECOM has completed 26th and Powhaton Road designs. The final design on 26th and TAH Parkway is underway and will be presented to the City of Aurora the second week of March. No action was taken.

Aurora Highlands Development Update: Ms. Ferreira provided an update on development to date. She reviewed a map noting 5,100 lots are in design, 900 lots are with final plats, 2,900 lots are in development and 366 lots are finished. Ms. Ferreira reiterated the frustrations with the outstanding drainage issues. No action was taken.

City of Aurora Development Review Update: No report.

Other: None.

FINANCIAL MATTERS

January claims totaling \$20,280.79: Mr. Gonzales presented the January claims to the Board. Following discussion, upon a motion duly made by Vice-

RECORD OF PROCEEDINGS

Chairman Tedesco, seconded by Director Bergan and, upon vote, unanimously carried, the Board approved the January claims totaling \$20,280.79, as presented.

January 31, 2022 Financial Statements: Mr. Gonzales presented the January 31, 2022 Financial Statements to the Board. Upon a motion duly made by Secretary Gardner, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried, the Board accepted the January 31, 2022 Financial Statements as presented and directed legal and accounting to coordinate a letter to the County regarding the delay in property tax remittances.

AACMD Draw Request(s): Mr. Gonzales reviewed the Draw Request with the Board. Following review, upon a motion duly made by Vice-Chairman Tedesco, seconded by Director Bergan and, upon vote, unanimously carried, the Board approved the AACMD Draw Request No. 013 in the amount of \$340,472.12.

ARTA Draw Request(s): Mr. Gonzales reviewed the Draw with the Board. Following review, upon a motion duly made by Vice-Chairman Tedesco, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried, the Board approved the ARTA Draw Request No. 012 in the amounts of \$5,036.35.

Other: None.

MANAGER MATTERS

Authority Manager Report: There were no items to report.

Matters Presented by Authority Manager: None.

LEGAL MATTERS

Authority Legal Counsel Report: There were no items to report.

Contracts, intergovernmental agreements and other legal arrangements related to the planning, design and construction of the Authority’s Regional Transportation System and related matters: Upon a motion duly made by Chairman Hopper, seconded by Secretary Gardner and, upon a vote, unanimously carried, the Board entered into executive session pursuant to Section 24-6-402(4), C.R.S., for the purposes of conferring with the Authority’s legal counsel and seeking legal advice on specific legal questions related to a proposed settlement agreement regarding Aurora Highlands Parkway ECCV water line crossing, at 11:42 a.m.

Upon a motion duly made by Chairman Tedesco, seconded by Secretary Gardner and, upon a vote, unanimously carried, the Board adjourned the executive session at 12:12 p.m. and resumed the meeting.

RECORD OF PROCEEDINGS

Settlement Agreement Regarding Aurora Highlands Parkway ECCV Water Line Crossing: Mr. George reviewed the proposed Settlement Agreement with the Board. Following discussion, upon a motion duly made by Secretary Gardner, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried, the Board approved the Settlement Agreement Regarding Aurora Highlands Parkway ECCV Water Line Crossing in substantially in the form presented, subject to final review by the Board Chair and legal counsel, and authorized the Chairman or Vice Chairman to execute the final agreement.

EXECUTIVE
SESSION

Held during Legal Matters above.

OTHER BUSINESS

Quorum for March 9, 2022 and March 23, 2022 Regular Meetings: The Board confirmed quorums.

Other: None.

ADJOURNMENT

As there were no further matters to discuss, upon a motion duly made by Secretary Gardner, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried, the Board adjourned the meeting at 12:18 pm

Respectfully submitted,

DocuSigned by:

Curtis Gardner

ADA978B8D69749B

Secretary for the Meeting

Certificate Of Completion

Envelope Id: 5E918F1697C14F7E87EB67B18CD405EA	Status: Completed
Subject: Please DocuSign: ARTA - Minutes 02-23-2022.pdf	
Client Name: Aerotropolis RTA	
Client Number: 011-045387	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Natalie Herschberg
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Natalie.Herschberg@claconnect.com
	IP Address: 165.225.10.148

Record Tracking

Status: Original	Holder: Natalie Herschberg	Location: DocuSign
4/7/2022 3:46:59 PM	Natalie.Herschberg@claconnect.com	

Signer Events

Curtis Gardner
 cgardner@auroragov.org
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 ADA976B8D69749B...

Signature Adoption: Pre-selected Style
 Signed by link sent to cgardner@auroragov.org
 Using IP Address: 24.9.19.170

Timestamp

Sent: 4/7/2022 3:52:05 PM
 Viewed: 4/12/2022 3:45:02 PM
 Signed: 4/12/2022 3:45:08 PM

Electronic Record and Signature Disclosure:

Accepted: 4/12/2022 3:45:02 PM
 ID: ba95b4b9-4ad2-46e4-9afe-b21561539c71

In Person Signer Events**Signature****Timestamp****Editor Delivery Events****Status****Timestamp****Agent Delivery Events****Status****Timestamp****Intermediary Delivery Events****Status****Timestamp****Certified Delivery Events****Status****Timestamp****Carbon Copy Events****Status****Timestamp****Witness Events****Signature****Timestamp****Notary Events****Signature****Timestamp****Envelope Summary Events****Status****Timestamps**

Envelope Sent	Hashed/Encrypted	4/7/2022 3:52:05 PM
Certified Delivered	Security Checked	4/12/2022 3:45:02 PM
Signing Complete	Security Checked	4/12/2022 3:45:08 PM
Completed	Security Checked	4/12/2022 3:45:08 PM

Payment Events**Status****Timestamps****Electronic Record and Signature Disclosure**

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact CliftonLarsonAllen LLP:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: BusinessTechnology@CLAconnect.com

To advise CliftonLarsonAllen LLP of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at BusinessTechnology@CLAconnect.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from CliftonLarsonAllen LLP

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with CliftonLarsonAllen LLP

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.