

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
DECEMBER 8, 2021

A special meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, December 8, 2021, at 11:00 a.m. This meeting was held via Microsoft Teams.

ATTENDANCE

Directors In Attendance Were:

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

Also In Attendance via Microsoft Teams Were:

Nic Carlson; CliftonLarsonAllen LLP (in person)
Lisa Johnson; 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
Brian Rulla, Michelle Gardner and Daniel Brotzman; City of Aurora
Marc Osbourne; Adams County
Tony DeVito; AECOM
Michael Baldwin Sr.; Jefferies LLC
Carla Ferreira; The Aurora Highlands

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 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 Secretary Gardner, seconded by Vice-Chairman Tedesco_ and, upon vote, unanimously carried, the Board approved the agenda as amended.

Public Comment: There were no public comments.

CONSENT AGENDA

Minutes from the November 24, 2021 Special Board Meeting: Following review, upon a motion duly made by Secretary Gardner, seconded by Vice-

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Chairman Tedesco and, upon vote, unanimously carried, the Board approved the Consent Agenda as presented.

ENGINEERING / CONSTRUCTION MATTERS

Other: Ms. Ferreira reported on upcoming events in The Aurora Highlands as well as provided a brief report on construction activity within the District.

FINANCIAL MATTERS

Audit Engagement Letter from McMahan and Associates L.L.C.: Mr. Gonzalez presented the engagement letter to the Board. Following discussion, upon a motion duly made by Treasurer O’Dorisio, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the audit engagement letter from McMahan and Associates, L.L.C. for 2021 audit services in the amount of \$10,200.00.

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: There were no items to report.

Resolution Regarding the Approval of Regional Transportation System Draw Requests (2021-2022): Mr. George presented the Resolution to 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 Resolution Regarding the Approval of Regional Transportation System Draw Requests (2021-2022).

Authorization to the Chairman and Treasurer to review and approve the consultant claims for the month of December: Following discussion, upon a motion duly made by Chairman Hopper, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried, the Board authorized the Chairman and Treasurer to review and approve any consultant claims for the month of December, subject to initial approval by the Accountant and Manager in an amount not to exceed \$50,000.00, as necessary.

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: Not discussed.

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OTHER BUSINESS

Quorum for December 22, 2021 Regular Meeting: The Board cancelled the December 22, 2021 meeting.

EXECUTIVE SESSION

Upon a motion duly made by Chairman Hopper, seconded by Treasurer O'Dorisio 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 and receive legal advice on specific legal matters and questions, and to determine positions relative to matters that may be subject to negotiations, develop strategy for negotiations, and instruct negotiators, on matters related to the financing and completion of the Authority's Regional Transportation System at 11:22 a.m.

Upon a motion duly made by Chairman Hopper, seconded by Treasurer O'Dorisio and, upon vote, unanimously carried, the Board adjourned the executive session and returned to the meeting at 12:27 p.m.

No action was taken.

ADJOURNMENT

As there were no further matters to discuss, Chairman Hopper adjourned the meeting at 12:28 p.m.

Respectfully submitted,

DocuSigned by:

Curtis Gardner

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Secretary for the Meeting

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Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	1/26/2022 6:51:05 PM
Certified Delivered	Security Checked	1/27/2022 12:32:35 PM
Signing Complete	Security Checked	1/27/2022 12:32:42 PM
Completed	Security Checked	1/27/2022 12:32:42 PM
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