

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
September 9, 2020**

A special meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, September 9, 2020 at 11:00 a.m. at CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 300, Greenwood Village, Colorado. 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: In attendance were:

Bob Blodgett; CliftonLarsonAllen LLP

In attendance **via Microsoft Teams** were Board members:

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

Also in attendance **via Microsoft Teams** were:

Lisa Johnson; CliftonLarsonAllen LLP
Tom George; Spencer Fane LLP
Jim Mann; Ehlers
Rick Gonzales; Marchetti & Weaver
Michelle Gardner and Daniel Brotzman; City of Aurora
Mark Osborne; Adams County
Jon Hoistad; Aerotropolis Area Coordinating Metropolitan District
 (“AACMD”)
Michael Baldwin; Jefferies LLC
Marty Droze

1. Call to Order

Chairman Hopper called the meeting to order at 11:06 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters

Chairman Hopper noted that a quorum was present. Mr. George noted that disclosures have been filed.

Aerotropolis Regional Transportation Authority
September 9, 2020 Minutes

3. Approve Agenda

Upon a motion duly made by Vice Chairman Gruber, seconded by Director Tedesco, and upon vote, unanimously carried, the Board approved the agenda as presented.

4. Public Comment

None.

5. Consent Agenda

A. Review and consider approval of August 12, 2020 Special Meeting Minutes

After review, upon a motion duly made by Director Tedesco, seconded by Vice Chairman Gruber, and upon vote, unanimously carried, the Board approved the Consent Agenda.

6. Engineering/Construction Matters

A. Other

None

7. Financial Matters

A. Consider approval of underwriter associated with 2021 bond issuance.

- Jefferies or Citi Group

Upon a motion duly made by Vice Chairman Gruber, seconded by Director Tedesco, and upon a vote, unanimously carried, the Board entered into executive session pursuant to Section 24-6-402(4)(e), C.R.S., 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 11:08 a.m.

Upon a motion duly made by Treasurer O'Dorisio, seconded by Secretary Johnston, and upon vote, unanimously carried, the Board exited out of executive session at 12:03 p.m.

Upon a motion duly made by Chairman Hopper, seconded by Vice Chairman Gruber, and upon vote, unanimously carried, the Board approved the engagement of Jefferies as underwriter associated with ARTA's proposed 2021 bond issuance.

B. Schedule

Mr. Mann reported no changes to the present schedule targeting the first quarter of 2021 for the next bond issue.

Aerotropolis Regional Transportation Authority
September 9, 2020 Minutes

C. Other

None.

8. Manager Matters

A. Authority Manager Report

No report was given.

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

None.

C. Other

None.

9. Legal Matters

A. Authority Legal Counsel Report

No report was given.

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.

C. Discussion and possible action to approve resolution including Green Valley Ranch East (GVRE) Property into the ARTA boundaries.

Deferred to a future meeting.

D. Discussion and possible action to approve resolution including Aurora Technology and Energy Corridor (ATEC) Property into the ARTA boundaries.

Deferred to a future meeting.

10. Other Business

Aerotropolis Regional Transportation Authority
September 9, 2020 Minutes

A. Confirm Quorums for September 23, 2020 Regular Meeting

The Board confirmed a quorum for the September 23, 2020 Regular Meeting. Secretary Johnston noted that she will not be able to attend.

Chairman Hopper noted that he received communication over the weekend that the City of Aurora inspectors were not working on Friday, September 4, 2020 due to a mandated City furlough day. He mentioned that action such as this by the City causes setbacks with The Aurora Highlands absorption schedule. He has requested more information on the issue and will report back at the next meeting.

11. Executive Session

An executive session was held as set forth above.

12. Adjournment

As there were no further matters to discuss, upon a motion duly made by Vice Chairman Gruber, seconded by Secretary Johnston, and upon vote, unanimously carried, the Board adjourned the meeting at 12:14 p.m.

Respectfully submitted,

DocuSigned by:

Nicole Johnston

947C010E5833432...

Secretary

Certificate Of Completion

Envelope Id: 4FB3FBEA537E42A0B8B0538329B7C921	Status: Completed
Subject: Please DocuSign: 9-9-20 minutes.pdf	
Client Name: ARTA	
Client Number: 011-045387-OS01-2020	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Kathy Suazo
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Kathy.Suazo@claconnect.com
	IP Address: 67.137.57.251

Record Tracking

Status: Original	Holder: Kathy Suazo	Location: DocuSign
9/24/2020 10:20:03 AM	Kathy.Suazo@claconnect.com	

Signer Events

Nicole Johnston
 njohnsto@auroragov.org
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 947C010E5833432...

Signature Adoption: Pre-selected Style
 Using IP Address: 71.211.235.31

Timestamp

Sent: 9/24/2020 10:20:58 AM
 Viewed: 9/26/2020 10:21:58 PM
 Signed: 9/26/2020 10:22:12 PM

Electronic Record and Signature Disclosure:
 Accepted: 9/26/2020 10:21:58 PM
 ID: 5f498b7a-ba2e-46d8-b1c4-6c92f49c9460

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	9/24/2020 10:20:58 AM
Certified Delivered	Security Checked	9/26/2020 10:21:58 PM
Signing Complete	Security Checked	9/26/2020 10:22:12 PM
Completed	Security Checked	9/26/2020 10:22:12 PM

Payment Events

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.