

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
September 19, 2018**

A meeting of the Board of Directors (the "Board") of the Aerotropolis Regional Transportation Authority (the "Authority") was held on Wednesday, September 19, 2018 at 11:00 a.m. at the City of Aurora, 15151 E. Alameda Avenue, Aurora, Colorado.

Attendance: In attendance were Board members:

Matthew Hopper, Chairman
Dave Gruber, Vice-Chairman
Nicole Johnston, Secretary
Steve O'Dorisio, Treasurer
Charles "Chaz" Tedesco, Director

Also in attendance were:

Alisha Reis; Adams County
Jason Batchelor, Dan Brotzman and Michelle Gardner; City of Aurora
James Mann and Melissa Buck; Ehlers
Bob Blodgett, Anna Jones; CliftonLarsonAllen LLP
Tom George; Spencer Fane LLP
Carla Ferreira; District Alternate to the Authority
MaryAnn McGeady; McGeady Becher P.C.
Rick Gonzales; Marchetti & Weaver, LLC
Todd Johnson; AACMD
Heidi Miller, Adams County Attorney

1. Call to Order and Approve Agenda

Chairman Hopper called the meeting to order at 11:12 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters

Chairman Hopper noted that a quorum was present. No additional disclosures of potential conflicts of interest were made.

3. Approve Agenda

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

4. Public Comment

There were no public comments.

5. Administrative Matters

A. Review and Consider Approval of September 5, 2018 Meeting Minutes

Discussion ensued regarding recommended changes to the minutes as suggested by Treasurer O’Dorsio in order to reflect his objection that the meeting continued after Secretary Johnston and Vice-Chairman Gruber departed following the Board’s executive session. Director Tedesco indicated he was unclear of the need for the changes suggested by Treasurer O’Dorsio. Chairman Hopper noted that no formal action of the Board was taken after Vice-Chairman Gruber and Secretary Johnston left, and the ensuing discussion related only to background information on the formation of the RTA. Discussion ensued regarding each Director’s and staff’s recollections of the previous meeting and reaction to Treasurer O’Dorsio’s suggestions. Vice-Chairman Gruber and Secretary Johnston noted they assumed the meeting would have and had concluded when they departed. Director Tedesco expressed concerns that perhaps the Board acted inappropriately by identifying negotiators and giving direction to them during the prior executive session. Mr. George reported to the Board that the executive session was held pursuant to and in compliance with C.R.S. 24-6-402(4) (e), to develop negotiating positions, strategy, or instruct negotiators concerning the same. Treasurer O’Dorsio requested that going forward audio recordings of all meetings should be made and kept. Mr. George noted that the Bylaws will need to be amended and approved by the Board to reflect the new direction for recording meetings. It was decided the draft September 5, 2018, meeting minutes would be revised and brought back at the next board meeting for consideration and approval by the Board at that time.

Upon a motion duly made by Vice-Chairman Gruber, seconded by Treasurer O’Dorsio and, upon vote, unanimously carried, the Board decided to record all future Board meetings and keep the recordings indefinitely. The Board directed Mr. George to prepare a resolution and amendment to the Bylaws to that effect for consideration by the Board.

B. Consider for approval and ratification Letter from the Authority to Colorado Oil and Gas Conservation Commission Regarding Extraction Application

After review, upon a motion duly made by Treasurer O’Dorsio, seconded by Vice-Chairman Gruber, and upon vote unanimously carried, the Board ratified approval of the Letter from the Authority to Colorado Oil and Gas Conservation Commission Regarding Extraction Application as presented.

C. Discuss and Consider Approval of Meeting Schedule through December 2018

Discussion ensued. Secretary Johnston inquired whether the meetings could be held every other week. Chairman Hopper requested the meetings continue weekly through December and cancel as necessary. Ms. Ferreira asked if people could call in. It was noted that that was acceptable.

D. Discuss Celebration of Establishment of the ARTA to be held on-site in the District on September 20th at 10:30 a.m.

It was noted that the celebration will begin at 10:30 a.m. and will be located at 38th and Gun Club Road, and E470.

E. Other

None.

6. Financial Matters

A. Update on Status of Unsolicited Proposal Design, Build and Finance of Certain Transportation Improvements from Aerotropolis Area Coordinating Metropolitan District

Mr. George noted that DA Davidson is still working on the revised financing plan and are not sure yet of the timing. No action was taken by the Board.

B. Update on City, County and District Funding of Authority Operating Account

Mr. Gonzales provided an update, noting that the agreement is in place and funding is forthcoming. Mr. Gonzales noted that there are tokens for Authority access to UMB.

C. Discussion and Consider Approval of Claims

Mr. Gonzales presented the claims to the Board. After discussion, upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, and upon vote unanimously carried, the Board approved the claims totaling \$95,475.17.

D. Other

None.

7. Engineering/Construction Matters

A. Update on Initial Design and Adjacent Improvements Initial Design IGA

Mr. Johnson gave a project update. He indicated he is coordinating with CDOT at the I-70 interchange. He will be working on the E-470 interchange in the next few weeks.

Mr. Johnson noted that the grading of Main Street is progressing, which is the responsibility of the Metropolitan District. He also noted an independent cost verifier will be retained.

B. Other

Discussion ensued regarding streetlights. It was noted the City is considering buying streetlights from Xcel. Vice-Chairman Gruber requested that the Board be forward-thinking regarding smart cities and how to apply this to the street lighting. No action was taken.

8. Managers Matters

A. Update Regarding Website Proposals

Ms. Jones updated the Board indicating the process of selection is underway and will report back.

B. Status of BoardPaq – Approve Users

Mr. Blodgett noted that the list has not changed from the last meeting. The Board requested that this item only be discussed if the list changes.

C. Other

None.

9. Legal Matters

A. Discussion and possible action concerning an unsolicited proposal to ARTA from the Aerotropolis Area Coordinating Metropolitan District and to designate the lead negotiator(s) (possible executive session under C.R.S. 24-6-402(4) (e) to develop negotiating positions, strategy, or instruct negotiations concerning the same).

Upon a motion duly made by Vice-Chairman Gruber to enter into executive session under C.R.S. 24-6-402(4) (e) to develop negotiating positions, strategy, or instruct negotiations concerning the same, seconded by Secretary Johnston, and unanimously the Board went into executive session at 12:18 p.m.

Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, and upon vote unanimously carried, the Board came out of executive session at 1:30 p.m.

No action was taken.

B. Other

None.

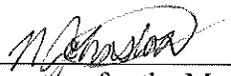
10: Other Business

None.

11. 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 1:36 p.m.

Respectfully submitted,



Secretary for the Meeting