

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY  
HELD

December 14, 2022

A regular meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, December 14, 2022, at 11:00 a.m. via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

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

#### Also In Attendance Were:

Anna Jones, Nic Carlson and Michael Jensen; CliftonLarsonAllen LLP (“CLA”)  
Tom George, Esq.; Spencer Fane LLP  
Susan Cary and Eric Weaver; Marchetti & Weaver LLC  
Tony DeVito; AECOM  
Michelle Gardner and Brian Rulla; City of Aurora  
Steve Sundberg; City of Aurora  
Chris Blackwood; PFM Asset Management LLC  
Jon Hoistad, Esq.; McGeady Becher P.C.  
Melissa Buck; UMB Bank  
Marc Osborne

### ADMINISTRATIVE MATTERS

**Call to Order:** Chairman Hopper called the meeting to order at 11:06 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.

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### **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. Following review, upon a motion duly made by Director Bergan, seconded by Secretary Tedesco and, upon vote, unanimously carried, the Board approved the agenda, as presented.

**Public Comment:** There were no public comments.

### **CONSENT AGENDA**

### **Minutes of October 26, 2022 Regular Board Meeting:**

### **Resolution Adopting a Policy regarding the Approval of Regional Transportation System Draw Requests for Calendar Year 2023:**

The Board reviewed the Consent Agenda. Following discussion, upon a motion duly made by Secretary Gardner, seconded by Director Bergan and, upon vote, unanimously carried, the Board approved the Consent Agenda, as presented.

### **ENGINEERING / CONSTRUCTION MATTERS**

**Planning, Design and Construction of Authority's Regional Transportation System and Related Matters:** Mr. DeVito presented his report to the Board.

#### ARTA Project Status:

- The Aurora Highlands Parkway Phase 1: Utility and roadway infrastructure is complete from Main St. to Denali Blvd. and open to public traffic. East and westbound parkway paving is complete except for a section of eastbound at the ECCV Easement.
  - o ECCV Bypass: JBS Pipeline is now under contract and will mobilize onto the project Dec 19th to commence work. We have received an aggressive schedule that puts completion well before the January 13, 2023 contract pipe shut down period.
- E470 Interchange: Following the October 13th E470 Board approval of the award of Contract Amendment #2 (Package A3 -38th Ave Interchange), E470/ARTA and Kiewit continue to meet to final negotiations on Guaranteed Maximum Price (GMP) through the CMGC process. In addition, needed construction permitting discussions with both Adams County and City of Aurora staff have been ongoing.
  - o Prairie Water Line Relocation \$7.7M: JHL has completed the install of the 60-inch water line within the new recorded Multi Use Easement (MUE). This line is being filled for pressure testing, and the plant shut down for pipe transfer is scheduled for Jan 17th. Demolition of the old pipe is scheduled to be complete by the end of March and is critical path for some of the Kiewit interchange activities.

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- o 16-Inch Water Line Relocation (\$3M): Needed relocation due to proximity of new bridge structure. Global Underground Corp has completed this bore under E-470 and the new water line has been connected and is going through clear water testing.
- I-70 & Aerotropolis Parkway (formerly Harvest Rd) Interchange: ARTA and North East Transportation Connections, NETC have reached an agreed upon approach to TDM and is now under contract. This TDM approach will have three phases:
  - o Phase 1: Initial Outreach (est. Jan 2023-Summer 2023)
  - o Phase 2: Launch Pilot Programs (est Summer 2023-Winter 2024)
    - E-Bike Programming
    - Shuttle Mini Pilot
  - o Phase 3: Scaling Programming and Creating SustainabilityRoadway and bridge designs continue to progress and interchange plans are at 95% and have gone through a CDOT Final Office Review, (FOR). Aesthetic approach to the interchange has been finalized and is being incorporated into the design set. ROW discussions with adjacent property owners are progressing, and CDOT Region One has been very agreeable to adjusting an A-Line offset distance to further facilitate neighboring development.
- Aerotropolis Parkway (Harvest Rd) I-70 to 26th: Roadway and railroad structure design from I-70 Interchange to 26th are under way in full design. Railroad crossing structure type is being finalized and preliminary plans are being developed. Final railroad review/approval and utility relocations will be critical path for this phase. PUC approval of the proposed railroad grade separation occurred on 7/27/2022 and a Time Extension for filing final plans on/by December 31, 2023 was approved on 12-9-2022. City of Aurora review process is planned to commence mid-January 2023 with final plans and advertisement in August 2023.
- Aerotropolis Parkway (Powhaton Rd) (26th-48th): Conceptual design completed with emphasis to look at intersection options that best connects 26th Ave, TAH Pkwy, Harvest Rd, and Powhaton Rd. We have narrowed the options down to two that we have completed a more in-depth comparison for presentation to the City. While waiting on this decision, we received comments from the City on the ISP submittal and are working on the second submittal of the ISP (60% design level) of the parkway from 32nd to 48th Avenues. Coordination with Xcel Transmission and Western Midstream pipeline is ongoing. Anticipated final design completion is Spring 2023.
- The Aurora Highlands Parkway Phase 2: Continued coordination with adjacent development and 32nd Ave. project. Completed ISP and City's 1st Review and working on regional detention pond design for

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recommended intersection layout with Aerotropolis Parkway south of 26th Ave. ISP, plat map, drainage report, and CLOMR are being updated to reflect the regional pond. The linear park in the median is at 40% design. Anticipated final design completion is Spring 2023.

- 26th Avenue (Main St to Aerotropolis Pkwy/Powhaton Rd): Working on the second submittal of the ISP (60% design level) of the roadway from Main Street to The Aurora Highlands Parkway and design for recommended intersection layout at Aerotropolis Pkwy. Coordinating with water quality pond on adjacent property to south of 26th. Anticipated final design completion is Spring 2023.

- 48th Avenue (E470 to Aerotropolis Parkway): Completed the second submittal of the ISP (60% design) with comments or approval expected next month. Coordinating with Windler Development design team for north half of 48th Ave from E470 to Harvest Rd. Anticipated final design completion is Spring 2023.

- 38th Avenue: The project has been split into three phases (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 final design plans to be submitted to City of Aurora this month. Phase three preliminary design plans are 90% complete with outstanding structural design items related to the First Creek crossing now escalated to City of Aurora management who had a meeting set with City of Denver and further subsequent meeting will be warranted in conjunction with other development work bringing First Creek under Picadilly.

- Monaghan Road (26th Ave to 48th Ave): Conceptual design has begun, and the first submittal of the ISP is planned next month. Submittals to the City for review and coordination with adjacent property owners are critical items. Anticipated final design completion is Winter 2024.

- 32nd /26th Avenue (Picadilly Rd to E-470): Conceptual and final design of this project has just been contracted and is expected to take 15 months for completion. Field work to collect topographic survey is beginning this month. Submittals to the City for review and coordination with adjacent

**Other:** None.

### **FINANCIAL MATTERS**

#### **Project Costs Associated with the Authority's Regional Transportation**

**System:** Mr. Weaver reviewed the costs with the Board. Following review, upon a motion duly made by Chairman Hopper, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board ratified project costs associated with the Authority's Regional Transportation System.

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**AACMD Draw Request(s):** Mr. Weaver reviewed Draw Request No. 031 with the Board. Following review, upon a motion duly made by Chairman Hopper, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the AACMD Draw Request No. 031, in the amount of \$2,034,908.05, as presented.

**ARTA Draw Request(s):** Mr. Weaver reviewed Draw Request No. 030 with the Board. Following review, upon a motion duly made by Chairman Hopper, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the ARTA Draw Request No. 30, in the amount of \$8,125.14, as presented.

**October 31, 2022 Financial Statements:** Mr. Weaver and Chairman Hopper reviewed the October 31, 2022 Financial Statements with the Board. Discussion ensued. Following review, upon a motion duly made by Secretary Gardner, seconded by Director Bergan and, upon vote, unanimously carried, the Board accepted the October 31, 2022 Unaudited Financial Statements, as presented.

### **2022 and 2023 Budgets:**

**Public Hearing to Consider Amendment of the 2022 Budget and Resolution to Amend the 2022 Budget, If Necessary:** Mr. Weaver reported an amendment to the 2022 Budget is not needed.

**Public Hearing on the Proposed 2023 Budget and Resolution No. 2022-12-01 to Adopt the 2023 Budget and Appropriate Sums of Money and Set Mill Levies:** Chairman Hopper opened the continued public hearing to consider the proposed 2022 Budget at 12:07 p.m.

It was noted that Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was published pursuant to statute and that the hearing was continued from the last meeting to today. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed by Chairman Hopper at 12:08 p.m.

Following discussion, upon a motion duly made by Treasurer O'Doriso, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board approved the 2023 Budget and adopted Resolution No. 2022-12-01 to Adopt the 2023 Budget and Appropriate Sums of Money

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and Set Mill Levies, subject to any necessary accounting modifications in January 2023 to ensure accuracy.

**Other:** None.

### **MANAGER MATTERS**

**Authority Manager Report:** Ms. Jones provided an update for the Board. Vice-Chairman Tedesco requested an accounting of the hours and dollars spent to date on the website transition. Ms. Jones will provide the report as requested.

**CliftonLarsonAllen LLP Statement(s) of Work:** Ms. Jones presented the Statement of Work to the Board. Following discussion, upon a motion duly made by Chairman Hopper, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Statement of Work for Management Services for 2023.

### **LEGAL MATTERS**

**Authority Legal Counsel Report:** A report was not provided.

**Contracts, Intergovernmental Agreements and Other Legal Arrangements Related to the Planning, Design and Construction of the Authority’s Regional Transportation System and Related Matters:** There was nothing additional to address.

**Spencer Fane Conflict Waiver and Consent: Overhead Power Line Relocation Agreement with Public Service Company of Colorado for Aerotropolis Parkway Construction:** Mr. George reviewed the conflict waiver and consent with the Board. Following discussion, upon a motion duly made by Chairman Hopper, seconded by Treasurer O’Dorisio and, upon vote unanimously carried, the Board approved the Spencer Fane Conflict Waiver and Consent: Overhead Power Line Relocation Agreement with Public Service Company of Colorado for Aerotropolis Parkway Construction, as presented.

**Relocation Agreement with Public Service Company of Colorado for Aerotropolis Parkway Construction:** Mr. George reviewed the agreement with the Board. Following discussion, upon a motion duly made by Director Bergan, seconded by Treasurer O’Dorisio and, upon vote, unanimously carried, the Board approved the Relocation Agreement with Public Service Company of Colorado for Aerotropolis Parkway Construction in substantially the form presented subject to final review and approval by legal counsel and the Board President.

### **EXECUTIVE SESSION**

An executive session was not needed.

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### OTHER BUSINESS

**Cancellation of January 11, 2023 Regular Meeting:** The Board determined to cancel the January 11, 2023 regular meeting.

**Quorum for January 25, 2023 Regular Meeting:** The Board confirmed a quorum for the January 25, 2023 regular meeting.

**Other:** None.

### ADJOURNMENT

As there were no further matters to discuss, the meeting was adjourned at 12:20 p.m.

Respectfully submitted,

DocuSigned by:  
  
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Secretary for the Meeting