

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
December 18, 2019**

A regular meeting of the Board of Directors (the "Board") of the Aerotropolis Regional Transportation Authority (the "Authority") was held on Wednesday, December 18, 2019 at 11:00 a.m. at the City of Aurora, 15151 E. Alameda Parkway, Aurora, Colorado.

Attendance: In attendance were Board members:

Matthew Hopper, Chairman
Steve O'Dorisio, Treasurer (via telephone until arriving at 11:37 a.m.)
Charles "Chaz" Tedesco, Director

Also in attendance were:

Bob Blodgett and Anna Jones; CliftonLarsonAllen LLP
Rick Kron; Spencer Fane LLP
Elisabeth Cortese and Todd Johnson; AACMD
Carla Ferreira; The Aurora Highlands
Rick Gonzales; Marchetti & Weaver
Jason Batchelor, Michelle Gardner, Jim Twombly and Terri Velasquez;
City of Aurora

1. Call to Order

Chairman Hopper called the meeting to order at 11:28 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters

Chairman Hopper noted that a quorum was present. The absences of Vice-Chairman Gruber and Secretary Johnston were excused.

3. Approve Agenda

Upon a motion duly made by Director Tedesco, seconded by Treasurer O'Dorisio, 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 November 20, 2019 Regular Meeting Minutes

Upon a motion duly made by Director Tedesco, seconded by Treasurer O'Dorisio, the Board approved the Consent Agenda as submitted.

6. Engineering/Construction Matters

- A. Progress Report from AACMD regarding the design and construction of the Authority's Regional Transportation System, and discussion and possible action concerning same.

Mr. Johnson reviewed the December 18, 2019 project status report with the Board.

Overall:

- o Grading has commenced on 38th Parkway from TAH Parkway to Monaghan.
- o Project monumentation is substantially finished.
- o Water, Sanitary Sewer and Storm Drainage servicing Filing 01 and the storm drainage in the adjacent roadways is substantially complete and obtaining initial acceptance.
- o Concrete and Asphalt projects are starting, weather pending.
- o AACMD is bidding a portion of the COA 36" waterline.
- o Tributary T CLOMR is approved and grading is scheduled to commence early January.
- The Aurora Highlands Parkway: Design of horizontal, vertical and intersection geometry is occurring along with utility design. Documents are approximately 99% complete with minor comments being address for signature sets. Bidding is currently occurring.
- 26th Avenue: Storm drainage has been completed and other road work will continue over the next three months, weather pending.
- E470 Interim Connection (right in/out): Final mast arm for tolling is the final remaining element prior to this project being completed.
- E470 Full Interchange: The project team attended a meeting December 6 to finalize design parameters and the team is moving into full design. Early action projects such as the relocation of fiber and the two City waterlines will be required. The team is expediting these designs to potentially go to construction later in 2020 or early 2021. Right-of-way is still be analyzed. Design is projected to further progress over the next 30 days.
- I-70 Interchange: The design team is meeting with review agencies on December 17th to further refine the initial design and evaluation for the CDOT 1601 process. Design is projected to further progress over the next 30 days. The team is still scheduling an informational meeting with Adams County.
- Powhaton Interim Connection: Like the full interchange this projected to further progress over the next 30 days.
- 38th Avenue: Documents are approximately 85% complete. The project has been split into three portions (1. Picadilly-Tibet; 2. Tibet-E470; 3. Picadilly-Odessa) to expedite plan approval and the potential construction (by others) of the portion between Picadilly and Tibet. Design on the remaining portions is projected to progress over the next 30

days. AACMD met with Majestic on project number 1. AACMD continues to work with ARTA's counsel and the City to coordinate responsibilities and commitments along the corridor.

Board discussion ensued regarding Mr. Johnson's report. Treasurer O'Dorisio asked about potential change orders or cost increases to the construction schedule. Mr. Johnson stated there will be an unanticipated relocation of the 60 inch Prairies waterline on the west side of E- 470 for approximately 2,000 to 2,500 feet. This relocation is in the vicinity of the current E- 470/38th off ramp which had not been previously planned.

Direct O'Dorisio asked why the AACMD did not know about this change. Mr. Johnson and Chairman Hopper explained that there are additional costs to move this waterline in the interchange to the South, however, there are additional costs to keeping the waterline to the north. The overall cost impact is still less than where the line had been prior to the relocation.

Treasurer O'Dorisio and the Board requested a separate project memo from Mr. Johnson documenting this change, the reasons and the cost impact. Mr. Johnson will prepare this supplemental report for the February board meeting.

- B. Discussion and possible action concerning the review and verification of project costs associated with the Authority's Regional Transportation System

Mr. Johnson reviewed the schedule and cost certificate report for November. This will be addressed under financial items.

- C. Discussion and possible action concerning planning, design and construction of Authority's Regional Transportation System and related matters

No additional report.

- D. Development Review Updates
a. City of Aurora – Jason Batchelor
b. Aurora Highlands – Carla Ferreira

- a. Mr. Batchelor provided the below information:

Planning Review Process:

Approved plans

- TAH FDP – 3,146 acres
- TAH ISP #1
- TAH CSP #1 – 84 lots, 48 acres
- TAH Subdivision Filing #1 – 2,058 acres
- 42nd Ave. Vacation
- Harvest Rd. Vacation

Plans under review

- TAH CSP #2 – 243 lots, 61.5 acres

Civil Plan Review Process:

Approved plans

- 42nd Ave. Phases I & II
- Main St. Phases I & II
- Denali Blvd. Phases I & II
- Reserve Blvd.
- 38th Place
- 38th Pkwy. (Reserve Blvd. to Powhatan)
- 38th Pkwy. (Powhatan to Monaghan)
- 38th Pkwy. (Xcel corridor, SWMP)
- E-470 & 38th Ave. Interchange Phase 1
- Sanitary Sewer Interceptor ISP #1

Plans under review

- TAH Pkwy. and Main St. Phase III (signature set in process)
- Tributary T (signature set requested)
- 38th Ave. (West), Phase 1 (Picadilly to Tibet) SWMP
- Community Markers
- Water Main Laterals

Building Plan Review Process:

Approved plans

110' Clock Tower

Plans under review

None at this time

Permits Issues:

- 110' Clock Tower building permit – 03/29/19
- 19 Extension Agreements for Water, Sewer, Storm Drainage facilities – various dates
- 14 Storm Water Quality permits (grading & erosion control) – various dates
- 1 Public Improvement permit
 - Box culvert in 26th Ave. at Gun Club Rd.

Initial Acceptance:

- 2 Water Extension Agreements

- b. Ms. Ferreira reported the Aurora Highlands is targeting home models in May 2020. Initial models will be by Richmond Homes and Century Communities. Access to the initial development will be through the right in right out at 38th and E- 470. Negotiations with three other builders; Bridgewater, DR Horton and William Lyons are continuing. January 23, 2020 will be the next broker open house. These will be held quarterly in 2020 in the future on the fourth Thursday of each quarter.

7. Financial Matters

- A. Presentation, discussion and possible action concerning November 30, 2019 financial statements

Mr. Gonzales reviewed the November 30, 2019 financial statements with the Board. After discussion, upon a motion duly made by Treasurer O'Dorisio, seconded by Director Tedesco, and upon vote unanimously carried, the Board accepted the November 30, 2019 financial statements.

- B. Presentation, discussion and possible action on Claims Payable in the amount of \$14,291.63

Mr. Blodgett reported the 2020 insurance policy contains an additional \$8 million of excess liability coverage at a cost of \$2,000. CLA nor any other consultants requested this from the Special District Property and Liability Pool. He has not yet received an explanation as to how it occurred. After discussion, the Board decided that the current insurance policy coverage of \$2 million was adequate and this \$2,000 additional expense should be eliminated from the 2020 insurance policy cost.

Upon a motion duly made by Director Tedesco, seconded by Treasurer O'Dorisio, and upon vote unanimously carried, the Board approved the claims in the amount of \$12,291.63.

- C. Presentation, discussion and possible action on AACMD Draw Request(s)

After discussion, upon a motion duly made by Director Tedesco, seconded by Treasurer O'Dorisio, and upon vote unanimously carried, the Board approved the AACMD draw request in the amount of \$432,402.50.

- D. Discussion and possible action concerning financial policies

- a. Status of Policy for Acceleration of Future Projects.

To be addressed after January 1st per the Board's direction.

E. Other

None.

8. Manager Matters

A. Authority Manager Report

No report.

B. Review and consider approval of 2020 Annual Administrative Resolution

1. Confirm 2020 meeting schedule

After discussion, upon a motion duly made by Director Tedesco, seconded by Treasurer O’Dorisio, and upon vote unanimously carried, the Board approved the 2020 Annual Administrative Resolution as amended to provide for a regular meetings of the Authority on the second and fourth Wednesday of each month with the January meetings being in Adams County, the February meetings in the City of Aurora and rotating monthly by entity for the remainder of the year. The January 8th Regular Meeting was canceled.

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

No report.

D. Review and consider approval of 2020 property and liability insurance

After discussion, upon a motion duly made by Treasurer O’Dorisio, seconded by Director Tedesco, and upon vote unanimously carried, the Board approved the 2020 property and liability insurance policy in the amount of \$1,531 which reflects \$2 million in total liability coverage rather than \$10 million.

E. Other

None.

9. Legal Matters

A. Authority Legal Counsel Report

None.

- 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.

10. EXECUTIVE SESSION (If needed, an executive session may be called pursuant to and for the purposes set forth in Section 24-6-402(4), C.R.S., after announcement of the specific topic for discussion and statutory citation authorizing the executive session, and a vote of two-thirds of the quorum of the Board present)

Not required.

11. Other Business

- A. Confirm Quorum for January 22, 2020 Regular Meeting (if necessary)

The Board confirmed a quorum for the January 22, 2020 Regular Meeting. The January 8th Regular Meeting was canceled.

12. Adjournment

As there were no further matters to discuss, upon a motion duly made by Director Tedesco, seconded by Treasurer O'Dorisio, the Board adjourned the meeting at 12:45 p.m.

Respectfully submitted,



Secretary