

**MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
December 12, 2018**

A meeting of the Board of Directors (the "Board") of the Aerotropolis Regional Transportation Authority (the "Authority") was held on Wednesday, December 12, 2018 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
Dave Gruber, Vice-Chairman
Nicole Johnston, Secretary
Steve O'Dorisio, Treasurer
Charles "Chaz" Tedesco, Director

Also in attendance were:

Jason Batchelor and Michelle Gardner; City of Aurora
Alisha Reis and Benjamin Dahlman; Adams County
Bob Blodgett and Anna Jones; CliftonLarsonAllen LLP
Tom George; Spencer Fane LLP
MaryAnn McGeady and Elisabeth Cortese; McGeady Becher P.C.
Eric Weaver; Marchetti & Weaver, LLC
Todd Johnson; AACMD
Carla Ferreira; AACMD
Melissa Buck and Jim Mann; Ehlers
Cindy Shearon; AACMD
Public member; 3529 S. Telluride Circle

1. Call to Order and Approve Agenda

Chairman Hopper called the meeting to order at 11:21 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

Chairman Hopper recommended the agenda be amended to revise the order of items; Financial Matters will become number nine, Manager at Matters will become number seven and Legal Matters will become number eight. This is being done so that the Board may adjourn into executive session then vote to authorize the staff to invite four finalists to the RFP interviews on December 19th. There will be no other action taken by the Board.

Upon a motion duly made by Vice-Chairman Gruber, seconded by Treasurer O’Dorisio, and upon vote unanimously carried, the Board approved the agenda as amended.

4. Public Comment

None.

5. Consent Agenda

- A. Review and Consider Approval of November 14, 2018 and November 28, 2018 Special Meeting Minutes

Upon a motion duly made by Treasurer O’Dorisio, seconded by Vice-Chairman Gruber, and upon vote unanimously carried, the Board approved the consent agenda

6. Engineering/Construction Matters

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

This item was deferred due to the absence of Mr. Johnson. Chairman Hopper noted a written report would be provided by the District for the December 19th Board meeting.

7. Manager Matters

- A. Website Update

Ms. Jones reported Cohn Communications is working on the new website. Treasurer O’Dorisio stated the current website looks very good and questioned the need to continue with the expenditures of Cohn for a different website. After discussion, the Board decided to continue the contract with Cohn for the upgraded website as previously approved by the Board.

Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, and upon vote unanimously carried, the Board authorized CLA to purchase the .org and .net URL’s as well as register the .gov website for Aerotropolis RTA. Ms. Jones reported the RTA already owns the .com URL.

- B. Other

None.

8. Legal Matters

- A. Approve Agreement with Schedio Group LLC for Cost Verification Engineering Services

Mr. George distributed copies of the revised agreement with the Schedio Group for cost verification engineering services. Upon a motion duly made by Vice-Chairman Gruber, seconded by Director Tedesco, and upon vote unanimously carried, the Board approved the revised Agreement.

Upon a motion duly made by Chairman Hopper, second by Secretary Johnston, and upon vote unanimously carried, the Board authorized Vice-Chairman Gruber to sign the agreement on behalf of the Authority since Chairman Hopper is signing on behalf of the District.

Mr. Blodgett reported a process needs to be developed to determine when the RTA would ask Schedio to review the cost of design and construction after the District's review and before the project is bid. The Board asked Mr. Blodgett to work with Mr. Johnson on the recommended review process for future regional design projects.

Mr. Blodgett also reported the amended flowchart regarding this procedure is not yet completed. He hopes to have it for the December 19th Board meeting.

- B. Discussion and possible action concerning regional public improvements financing options (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, seconded by Secretary Johnston, the Board adjourned into executive session at 11:31 a.m. Upon a motion duly made by Vice-Chairman Gruber, seconded by Secretary Johnston, the Board adjourned out of executive session at 12:36 p.m.

9. Financial Matters

- A. Discuss Recommended RFP Finalists

Upon a motion duly made by Vice-Chairman Gruber, seconded by Director Tedesco, and upon vote unanimously carried, the Board approved Citigroup, J.P. Morgan, Stifel and RBC in response to the RFP as the four interviewees at the December 19th Board meeting.

- B. Review Criteria/Questions for RFP Interviews

Ehlers reviewed sample questions for the four finalists. The Board asked that these questions and rating criteria be placed in a spreadsheet for the Board to utilize during the December 19th interviews. The Board also asked for copies of each of the four finalists' RFP submittals for each Board Member to review during the interviews.

C. Discuss Interviews Scheduled for December 19, 2018 Special Meeting

After discussion, upon a motion duly made by Vice-Chairman Gruber, seconded by Treasurer O'Dorisio, and upon vote unanimously carried, the Board decided to begin the December 19th meeting at 8:30 a.m. and interview the four finalists at 9:00 a.m., 10:00 a.m., 11:00 a.m. and 12:00 p.m. Each finalist will present for approximately 30 minutes leaving 20 minutes for questions from the RTA and an approximately 10 minute break for discussion between interviews. The Board will endeavor to make a decision on the financing partner of the Authority after the four interviews and before the December 19th meeting adjourns.

D. Other

None.

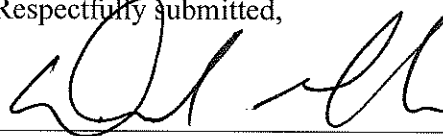
10. Other Business

The Board decided to cancel the January 16th Board Meeting and rescheduled it for Monday, January 14th at 11:00 a.m. at the Adams County Government Center.

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 12:46 p.m.

Respectfully submitted,



Secretary for the Meeting