

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
DECEMBER 22, 2021

A special meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, December 22, 2021, at 11:00 a.m. 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

Directors In Attendance Were:

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

Also In Attendance via Microsoft Teams Were:

Lisa Johnson and Jenny Hackelman; CliftonLarsonAllen LLP
Eric Weaver; Marchetti & Weaver LLC
Tom George and Mikaela Rivera; Spencer Fane LLP

ADMINISTRATIVE MATTERS

Call to Order: Chairman Hopper called the meeting to order at 11:03 a.m.

Disclosures of potential conflicts of interest: It was noted that disclosures have been filed.

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

Public Comment: There were no public comments.

CONSENT AGENDA

Other: None.

ENGINEERING / CONSTRUCTION MATTERS

Project costs associated with the Authority’s Regional Transportation System: Following discussion, upon a motion duly made by Chairman Hopper, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board approved the Engineer’s Report and Verification of Costs No. 31 associated with the Authority’s Regional Transportation System, as presented.

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Progress report from AACMD regarding the design and construction of the Authority's Regional Transportation System, and discussion and possible action concerning the same: No report.

Other: None.

FINANCIAL MATTERS

December claims totaling \$39,488.75: Mr. Weaver presented the December claims to the Board. Upon a motion duly made by Vice-Chairman Tedesco, seconded by Secretary Gardner and, upon vote, unanimously carried, the Board approved the December claims totaling \$39,488.75, as presented.

November 30, 2021 Financial Statements: Mr. Weaver presented the November 30, 2021 Financial Statements to the Board. Upon a motion duly made by Secretary Gardner, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board accepted the November 30, 2021 Financial Statements as presented.

AACMD Draw Request(s): Mr. Weaver reviewed the Draw Request with the Board, totaling \$1,653,788.59. Following discussion, upon a motion duly made by Chairman Hopper, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board approved the AACMD Draw Request No. 42 in the amount of \$1,653,788.59.

ARTA Draw Request(s): Mr. Weaver reviewed the Draw Request with the Board totaling \$28,886.35. Following discussion, upon a motion duly made by Chairman Hopper, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board approved the ARTA Draw Request in the amounts of \$28,886.35.

Other: None.

MANAGER MATTERS

Authority Manager Report: There were no items to report.

Matters Presented by Authority Manager: None.

EXECUTIVE SESSION

Upon a motion duly made by Chairman Hopper, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board entered into executive session pursuant to Sections 24-6-402(4)(b) and (e), C.R.S., to confer with legal counsel and receive legal advice on specific legal matters and questions, and to determine positions relative to matters that may be subject to negotiations, develop strategy for negotiations, and instruct negotiators, on matters related to the financing and completion of the Authority's Regional Transportation System at 11:08 a.m.

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Upon a motion duly made by Chairman Hopper, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board adjourned the executive session and returned to the meeting at 12:00 p.m.

LEGAL MATTERS

Authority Legal Counsel Report: There were no items to report.

Contracts, intergovernmental agreements and other legal arrangements related to the planning, design and construction of the Authority's Regional Transportation System and related matters:

Proposed agreement with Clayton Properties Group II, Inc., to acquire easement and/or right-of-way related to proposed 38th Avenue and E-470 Interchange: Attorney Rivera presented the proposed settlement agreement with Clayton Properties Group II, Inc. to acquire an easement and right-of-way for the proposed 38th Avenue and E-470 Interchange. Following discussion, upon a motion duly made by Treasurer O'Dorisio, seconded by Vice-Chairman Tedesco and, upon vote, unanimously carried, the Board approved the agreement in substantially the form presented and the acquisition amount not to exceed \$2,400,000, and authorized Chairman Hopper and legal counsel to finalize and execute the agreement.

OTHER BUSINESS

Quorum for January 12, 2022 and January 26, 2022 Regular Meetings: The Board confirmed quorums.

ADJOURNMENT

As there were no further matters to discuss, upon a motion duly made by Secretary Gardner, seconded by Treasurer O'Dorisio and, upon vote, unanimously carried, the Board adjourned the meeting at 12:11 p.m.

Respectfully submitted,

DocuSigned by:



ADA976B8D69749B
Secretary for the Meeting

Certificate Of Completion

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|---|----------------------------|
| Envelope Id: F4C258E0A33C402A8E4C8E8CCBB8B9C6 | Status: Completed |
| Subject: ARTA - Dec. 22nd minutes | |
| Client Name: ARTA | |
| Client Number: 011-045387-OS01-2022 | |
| Source Envelope: | |
| Document Pages: 3 | 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 |
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Signer Events

Curtis Gardner
 cgardner@auroragov.org
 Security Level: Email, Account Authentication (None)

Signature

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Sent: 1/26/2022 6:52:33 PM
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Signature Adoption: Pre-selected Style
 Using IP Address: 71.205.105.136

Electronic Record and Signature Disclosure:
 Accepted: 1/27/2022 12:32:16 PM
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| In Person Signer Events | Signature | Timestamp |
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| 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 | 1/26/2022 6:52:33 PM |
| Certified Delivered | Security Checked | 1/27/2022 12:32:16 PM |
| Signing Complete | Security Checked | 1/27/2022 12:32:23 PM |
| Completed | Security Checked | 1/27/2022 12:32:23 PM |
| Payment Events | Status | Timestamps |
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