

AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT ("DISTRICT")

8390 East Crescent Parkway, Suite 300

Greenwood Village, CO 80111

Phone: 303-779-5710

NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Matt Hopper	President	2022/May 2022
Carla Ferreira	Vice President	2022/May 2022
Michael Sheldon	Treasurer	2023/May 2023
Cynthia (Cindy) Shearon	Assistant Secretary	2023/May 2023
VACANT	Assistant Secretary	2022/May 2022
VACANT	Assistant Secretary	2023/May 2023
VACANT	Assistant Secretary	2023/May 2023
Denise Denslow	Secretary	N/A

DATE: **January 25, 2021**
 TIME: **3:00 P.M.**
 PLACE: **Information Center**
3900 E. 470 Beltway
Aurora, CO 80019

THERE WILL BE ONE PERSON PRESENT AT THE ABOVE-REFERENCED PHYSICAL LOCATION.

DUE TO CONCERNS REGARDING THE SPREAD OF THE CORONAVIRUS (COVID-19) AND THE BENEFITS TO THE CONTROL OF THE SPREAD OF THE VIRUS BY LIMITING IN-PERSON CONTACT, THIS DISTRICT BOARD MEETING WILL BE HELD BY VIDEO ENABLED WEB CONFERENCE. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE JOIN THE VIDEO ENABLED WEB CONFERENCE VIA ZOOM AT:

Join Zoom Meeting

<https://zoom.us/j/94124491114?pwd=UGQzdFNJYzFWVjZCOFRrZjhoS1pjZz09>

Meeting ID: 941 2449 1114

Passcode: 335703

Or dial In:
 +1 312 626 6799

I. ADMINISTRATIVE MATTERS

A. Present disclosures of potential conflicts of interest.

- B. Confirm Quorum, location of meeting and posting of meeting notices. Approve Agenda.
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- C. Public Comment. Members of the public may express their views to the Board on matters that affect the District that are otherwise not on the agenda. Comments will be limited to three (3) minutes per person.
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II. CONSENT AGENDA

Consent Agenda – These items are considered to be routine and will be ratified by one motion. There will be no separate discussion of these items unless a board member so requests; in which event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.

- A. Review and consider approval of December 23, 2020 special meeting minutes (enclosure).
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III. LEGAL MATTERS

- A. Discuss public and executive session meeting procedure. Discuss and consider adoption of Resolution Providing Policy Regarding Recording of Public and Executive Session Meetings (enclosure).
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- B. Discuss and consider approval of Resolution Regarding Colorado Open Records Act Requests (enclosure).
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- C. Discuss and consider approval of Resolution Regarding the Retention and Disposal of Public Records and Adopting a Public Records Retention Schedule (enclosure).
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- D. Discuss 2021 Draw processing schedule.
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IV. FINANCIAL MATTERS

- A. Discuss status of Lender funding requests and consider approval of payment of claims for operating costs, in the amount of \$80,433.95 (numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting) (enclosed).

- B. Review and accept schedule of unaudited financial statements dated November 30, 2020 (to be distributed) and cash position report dated November 30, 2020, updated as of January 20, 2021 (enclosure).

- C. Discuss and consider approval of recommendation to The Aurora Highlands Community Authority Board (“**CAB**”) for acceptance of the CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 31) Engineer’s Report and Verification of Costs No. 8 prepared by Schedio Group LLC (enclosure).

V. CAPITAL PROJECTS

- A. Discuss and consider approval of Draw Request No. 31, in the total amount of \$4,256,990.28*, prepared by the District’s accountant (to be distributed- Draw Request No. 31 Summary and list of draw checks):

CAB (A Bonds)	\$ 2,880,770.69
CAB (B Bonds)	\$ 40,288.34
ARTA	\$ 1,317,422.25
ATEC	\$ 18,509.00
Developer	<u>\$ 0</u>
Total:	<u>\$*4,256,990.28</u>

* Numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting.

Capital Projects:

- B. Discuss and consider Lender Commitment to fund and approval of **Task Order** to Master Service Agreement (“**MSA**”) for Program Management, Design, and Construction Support Services by and between the District and **AECOM Technical Services, Inc.** for January Program Management Services, subject to approval of the Construction Committee.
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- C. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 02** to Construction Agreement by and between the District and **Concrete Curb & Paving, LLC** for 42nd P2 NS Collector Parkway (Concrete Weather Protection) in the amount of \$7,365.70, subject to approval of the Construction Committee.
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- D. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 03** to Construction Agreement by and between the District and **Concrete Curb & Paving, LLC** for 42nd P2 NS Collector Pkwy (Permit Reimbursement, Snow Removal, and Trickle Channel Removal) in the amount of \$17,594.51, subject to the approval of the Construction Committee.
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- E. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 32** to MSA for Geotechnical Services by and between the District and **CTL Thompson, Inc.** for I-70 Interchange Design Report in the amount of \$17,000.00, subject to approval of the Construction Committee.
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- F. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 33** to MSA for Geotechnical Services by and between the District and **CTL Thompson, Inc.** for Construction Observation and Materials Testing - P2 Entry Monument in the amount of \$30,260.00, subject to approval of the Construction Committee.
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- G. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 34** to MSA for Geotechnical Services by and between the District and **CTL Thompson, Inc.** for Construction Observation and Materials Testing - Community Markers 5A and 5B in the amount of \$4,877.00, subject to approval of the Construction Committee.
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- H. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 03** to the Construction Agreement by and between the District and **DCB Construction Company, Inc.** for Entry Monument 5A and 5B (Winter Protection) in the amount of \$1,459.00, subject to approval of the Construction Committee.
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- I. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 05** to Construction Agreement by and between the District and **Dynalectric Company** for TAH Filing 1 Lighting (Relocation of Equipment and Materials) in the amount of \$6,777.00, subject to approval of the Construction Committee.
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- J. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 06** to Construction Service Agreement by and between the District and **Dynalectric Company** for TAH Filing 1 Lighting (Installation of Temporary Light Poles and Solar Light Fixtures) in the amount of \$43,178.38, subject to approval of the Construction Committee.
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- K. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 07** to Construction Agreement by and between the District and **Golden Triangle Construction, Inc.** for Entry Monument P2 (Hinged Access Panel – per RFI #27) in the amount of \$2,714.00, subject to approval of the Construction Committee.
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- L. Discuss and consider approval of **Change Order No. 07** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for E470 and 38th Place P1 (Work Performed by Other Contractors) in the deductive amount of (\$90,651.93), subject to approval of the Construction Committee.
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- M. Discuss and consider approval of **Change Order No. 12** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for Main Street P1-2, 42nd Ave P1 & Aura Blvd P1 (Relocating Edge Drain, Winter Protection and Quantity Reconciliation for Work Performed) in the deductive amount of (\$10,370.45), subject to approval of the Construction Committee.
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- N. Discuss and consider approval of **Change Order No. 02** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for 38th Place Utilities and Paving in the deductive amount of (\$90,651.93), subject to approval of the Construction Committee.
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- O. Discuss and consider Lender Commitment to fund approval of **Change Order No. 8** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for E470 and 38th Place P1 in the amount of \$90,651.93, subject to approval of the Construction Committee.
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- P. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 01 to Task Order No. 01** to MSA for Limited Construction Management Services by and between the District and **JHL Constructors, Inc.**, for Construction Management Services for September 28 - December 31, 2020 in the amount of \$349,229.92, subject to approval of the Construction Committee.
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- Q. Discuss and consider Lender Commitment to fund and approval of **Task Order** to MSA for Limited Construction Management Services by and between the District and **JHL Constructors, Inc.** for January Construction Management Services, subject to approval of the Construction Committee.
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- R. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 25** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Additional Electrical Sleeving) in the amount of \$301,605.12, subject to approval of the Construction Committee.
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- S. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 26** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Miscellaneous Change Orders – Fencing, etc.) in the amount of \$102,600.45, subject to approval of the Construction Committee.
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- T. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 27** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Miscellaneous Change Orders – Grading, etc.) in the amount of \$187,973.34, subject to approval of the Construction Committee.
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- U. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 29** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Reconcile Changes to Scope) in the amount of \$1,478,306.92, subject to approval of the Construction Committee.
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- V. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 30** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Fence Installation) in the amount of \$46,657.33, subject to approval of the Construction Committee.
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- W. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 31** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Tributary Seeding) in the amount of \$95,677.83, subject to approval of the Construction Committee.
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- X. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 32** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Main Street Seeding) in the amount of \$84,360.23, subject to approval of the Construction Committee.
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- Y. Discuss and consider Lender Commitment to fund and approval of **Task Order** to MSA for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for Community Feature (Round-a-Bout), in the amount of \$16,500, subject to approval of the Construction Committee.
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- Z. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 13** to Construction Agreement by and between the District and **Wagner Construction, Inc. – Colorado** for 42nd Avenue P2 and NS Collector Pkwy Waterline in the amount of \$18,000, subject to approval of the Construction Committee.
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- AA. Presentation by Construction Manager concerning projects at substantial completion and close-out of Construction Agreements.
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- i. Consider recommendation of Construction Manager and direction to publish Notice of Final Payment and related authorization for release of final retainage for completed Construction Agreements.
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- BB. Presentation by AECOM Technical Services, Inc. regarding 2021 Construction and Design Master Schedule and Master Budget.
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VI. ARTA MATTERS

VII. EXECUTIVE SESSION

- A. Convene in executive session pursuant to Section 24-6-402(4)(e)(I), C.R.S., to discuss matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators and receive legal advice regarding same.

VIII. OTHER BUSINESS

IX. ADJOURNMENT

THE NEXT REGULAR MEETING IS SCHEDULED FOR FEBRUARY 18, 2021.

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS AREA COORDINATING
METROPOLITAN DISTRICT (“DISTRICT”)
HELD
DECEMBER 23, 2020**

A special meeting of the Board of Directors of the District, County of Adams (referred to hereafter as the “Board”) was convened on Wednesday, December 23, 2020 at 11:00 a.m. at the Information Center, 3900 E. 470 Beltway, Aurora, Colorado. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via video enabled web conference, with Director Shearon attending in person at the physical meeting location. The meeting was open to the public via videoconference.

Directors In Attendance Were:

Matt Hopper
Michael Sheldon
Carla Ferreira
Cynthia (“Cindy”) Shearon

Also In Attendance Was:

MaryAnn McGeady, Esq., Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.
Chad Rabon, Tony Felitsky and Jeff Dohlby; AECOM Technical Services, Inc.
Debra Sedgeley, Denise Denslow, Anna Jones and Nic Carlson; CliftonLarsonAllen LLP
Kamille Curylo, Esq. and Tanya Lawless, Esq.; Kutak Rock LLP
Tim McCarthy; Schedio Group LLC
Kevin Walsh, Esq.; Brownstein Hyatt Farber Schreck, LLP

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney McGeady discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted that the disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors as required by statute. No new conflicts were disclosed.

Quorum/Confirmation of Meeting Location/Posting of Notice: A quorum for the special meeting was confirmed. The Board entered into a discussion

regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, upon motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote unanimously carried, the Board determined that because there was not a suitable or convenient location within the District boundaries to conduct this meeting it was determined to conduct this meeting at the above-stated location, with Director Shearon attending in person. Due to concerns regarding the spread of COVID-19, and the benefits to the control of the virus by limiting in-person contact, the remaining Board members and consultants attended via videoconference. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within its boundaries have been received.

Agenda: The Board considered the proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote, unanimously carried, the Agenda was approved, as presented.

Public Comment: There was no public comment.

CONSENT AGENDA

The Board considered the following actions:

- A. Approval of August 24, 2020, September 28, 2020, October 26, 2020 and November 23, 2020 special meeting minutes.
- B. Ratify approval of **Change Order No. 04** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Stabilize Subgrade) in the amount of \$42,773.92.
- C. Ratify approval of **Change Order No. 12** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (E-470 Box Culvert Revisions) in the amount of \$294,759.36.
- D. Ratify approval of **Change Order No. 14** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Grading for Erosion Control - Tributary Roadways) in the amount of \$138,677.00.
- E. Ratify approval of **Change Order No. 15** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Topsoil Relocation) in the amount of \$170,460.00.
- F. Ratify approval of **Change Order No. 16** to Construction Agreement by and between the District and **JHL Constructors, Inc.**

for Trib T Aurora Pkwy P3 and Main St P3 (Grading for Erosion Control – 42 Ave East and NS Collector Roadways) in the amount of \$13,251.00.

- G. Ratify approval of **Change Order No. 17** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Grading for Erosion Control – Denali Blvd north of the Parkway) in the amount of \$59,171.00.
- H. Ratify approval of **Change Order No. 18** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Berm Relocation) in the amount of \$25,887.00.
- I. Ratify approval of **Change Order No. 19** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Grading for Erosion Control – 42nd Ave west of Denali) in the amount of \$55,724.00.
- J. Ratify approval of **Change Order No. 20** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Main St P2 Grading) in the amount of \$59,711.00.
- K. Ratify approval of **Change Order No. 21** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Yard Relocation & Temporary Road) in the amount of \$1,264,211.38.
- L. Ratify approval of **Change Order No. 22** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (EB Parkway Bridge Revisions) in the amount of \$13,533.10.
- M. Ratify approval of **Change Order No. 23** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Additional Excavation) in the amount of \$2,980.00.

Following discussion, upon a motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote unanimously carried, the Board approved and/or ratified approval of all items on the Consent Agenda.

LEGAL MATTERS None.

FINANCIAL MATTERS

Lender Funding Request and Payment of Claims for Operating Costs: Ms. Sedgeley reviewed the Lender funding request with the Board. Following discussion, upon a motion duly made by Director Shearon, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board acknowledged approval of the Lender funding request and approved payment of claims for operating costs in the amount of \$48,199.34.

Schedule of Unaudited Financial Statements dated October 31, 2020 and Cash Position Report dated October 31, 2020, updated as of December 16 20, 2020: Ms. Sedgeley reviewed the Schedule of Unaudited Financial Statements and Cash Position Report with the Board. Director Hopper noted that there were receivables due from the Aerotropolis Regional Transportation Authority (“ARTA”). Ms. Sedgeley represented that she would carry forward the balance owed by ARTA that had resulted from the TAH Parkway cost re-allocation as an account receivable and that she would coordinate with ARTA’s accountant to ensure that the District’s and ARTA’s books aligned. Following discussion, upon a motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board accepted the Schedule of Unaudited Financial Statements dated October 31, 2020 and the Cash Position Report dated October 31, 2020, updated as of December 16, 2020.

The Aurora Highlands Community Authority Board (“CAB”) and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 30) Engineer’s Report and Verification of Costs No. 7 prepared by Schedio Group LLC (“Engineer’s Report”): Following discussion, upon a motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved the recommendation to the CAB for acceptance of the Engineer’s Report.

CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements / In-Tract Improvements (Draw Nos. 1-30 The Aurora Highlands Filing Nos. 01 and 02) Engineer’s Report and Verification of Costs No. 1 prepared by Schedio Group LLC (“In-Tract Cost Verification Report”): Mr. McCarthy reviewed the In-Tract Cost Verification Report with the Board. Following discussion, upon a motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously by roll call, the Board approved the recommendation to the CAB for acceptance of the In-Tract Cost Verification Report.

CAB and District Engineer’s Report Concerning Acceptance of In-Tract Public Improvements No. 1 (The Aurora Highlands Filing No. 1) (“In-Tract Acceptance Report”): Attorney McGeady discussed the process for dedication and acceptance of public improvements. Mr. McCarthy noted that there is work in progress for this item. No action was taken at this time.

**CAPITAL
PROJECTS**

Draw Request No. 30: Attorney McGeady reviewed Draw Request No. 30 with the Board.

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote unanimously carried by roll call, the Board approved Draw Request No. 30, in the amount of \$7,574,236.29, as shown below:

CAB (A Bonds)	\$ 5,912,196.03
CAB (B Bonds)	\$ 6,356.42
ARTA	\$ 1,615,562.26
ATEC	\$ 39,670.00
Developer	\$ 478.58
Total:	\$7,574,236.29

B Bond Draw: Attorney Curylo reviewed the components of the B Bond Draw with the Board. Following discussion, upon a motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote unanimously carried by roll call, the Board approved the Draw related to the B Bond issuance in the amount of \$5,471,337.00.

**AEROTROPOLIS
AREA
COORDINATING
CAPITAL
PROJECTS**

Presentation from AECOM Technical Services, Inc. (“AECOM”) regarding CMAR Bid Response and Recommendation for Award: Jeff Dohlby and Kevin Walsh presented on the outcome of the CMAR bid process, noting that JHL Constructors, Inc. (“JHL”) submitted the only bid. AECOM recommended the Notice of Award of Construction Contract for Construction Management Services to JHL.

Notice of Award of Construction Contract for Construction Management Services to JHL Constructors, Inc., and authorization of execution of Notice to Proceed, subject to approval of the Construction Committee: Following discussion, upon a motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote unanimously carried by roll call, the Board approved the Notice of Award of Construction Contract for Construction Management Services to JHL and authorized President Hopper to execute the Notice to Proceed, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 18 to the Master Service Agreement (“MSA”) by and between the District and AECOM for Program Management, Design and Construction Services for Interim Program Management: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 18** to the MSA by and between the District and AECOM for Program Management, Design and Construction Services for Interim Program Management in an amount to be

determined, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 02 to the Construction Agreement by and between the District and Aggregate Industries – WCR, Inc. for 42nd Ave. P2 NS Collector (Permit Fee Reimbursement): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 02** to the Construction Agreement by and between the District and **Aggregate Industries – WCR, Inc.** for 42nd Ave. P2 NS Collector (Permit Fee Reimbursement), in the amount of \$46,288.19, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 03 to Construction Agreement by and between the District and Aggregate Industries – WCR, Inc. 42nd Ave. P2 NS Collector (Additional Work to Excavate Subgrade): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 03** to Construction Agreement by and between the District and **Aggregate Industries – WCR, Inc.** 42nd Ave. P2 NS Collector (Additional Work to Excavate Subgrade), in the amount of \$3,640.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

MSA for Landscape Services by and between the District and American Civil Constructors, LLC: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved the **MSA** for Landscape Services by and between the District and **American Civil Constructors, LLC**, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 01 to MSA for Landscape Services by and between the District and American Civil Constructors, LLC for Triangle Park/JHL Yard/Gas Line Area: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 01** to **MSA** for Landscape Services by and between the District and **American Civil Constructors, LLC** for Triangle Park/JHL Yard/Gas Line Area in the amount of \$223,809.20, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 02 to MSA for Landscape Services by and between the District and American Civil Constructors, LLC for Trail Area: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 02** to **MSA** for Landscape Services by and between the District and **American Civil Constructors, LLC** for Trail Area in the amount of \$56,600.00, upon review and recommendation by the Construction Committee and

Lender commitment to fund.

Change Order No. 01 to Construction Agreement by and between the District and Concrete Curb & Paving, LLC for 42nd P2 NS Collector Parkway (Winter Weather Protection): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01** to Construction Agreement by and between the District and **Concrete Curb & Paving, LLC** for 42nd P2 NS Collector Parkway (Winter Weather Protection) in the amount of \$15,951.82, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 02 to MSA for Architecture, MEP and Structural Engineering Services by and between the District and EV Studio, LLC, for Interior Monument Design Only: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 02** to MSA for Architecture, MEP and Structural Engineering Services by and between the District and **EV Studio, LLC**, for Interior Monument Design Only in the amount of \$43,450.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 02 to Task Order No. 02 to MSA for Architecture, MEP and Structural Engineering Services by and between the District and EV Studio, LLC, for Interior Monument Design Only: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 02 to Task Order No. 02** to MSA for Architecture, MEP and Structural Engineering Services by and between the District and **EV Studio, LLC**, for Interior Monument Design Only in the amount of \$98,800.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 03 to Task Order No. 02 to MSA for Architecture, MEP and Structural Engineering Services by and between the District and EV Studio, LLC, for Interior Monument Design Only: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 03 to Task Order No. 02** to MSA for Architecture, MEP and Structural Engineering Services by and between the District and **EV Studio, LLC**, for Interior Monument Design Only in the amount of \$16,300.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 10 to Construction Agreement by and between the District and Iron Woman Construction and Environmental Services, LLC for Main Street P1-2, 42nd Ave P1 & Aura Blvd P1 (Sawcut, Remove & Stockpile Asphalt/Grading for Handicap Ramps): Following discussion, upon motion duly

made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 10** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for Main Street P1-2, 42nd Ave P1 & Aura Blvd P1 (Sawcut, Remove & Stockpile Asphalt/Grading for Handicap Ramps) in the amount of \$4,600.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 11 to Construction Agreement by and between the District and Iron Woman Construction and Environmental Services, LLC for Main Street P1-2, 42nd Ave P1 & Aura Blvd P1 (Delete All Splash Block at Main St P1-2): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 11** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for Main Street P1-2, 42nd Ave P1 & Aura Blvd P1 (Delete All Splash Block at Main St P1-2) in the deductive amount of (\$100,076.15), upon review and recommendation by the Construction Committee.

MSA for Logo Design Services by and between the District and The J. Cohn Marketing Group, Inc.: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved the **MSA** for Logo Design Services by and between the District and **The J. Cohn Marketing Group, Inc.**, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 01 to MSA for Logo Design Services by and between the District and The J. Cohn Marketing Group, Inc. for Logo Design: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 01** to MSA for Logo Design Services by and between the District and **The J. Cohn Marketing Group, Inc.** for Logo Design in the amount of \$2,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 22 to Construction Agreement by and between the District and JHL Constructors, Inc., for Trib T Aurora Pkwy P3 and Main St P3 (Modifications to EB Parkway Bridge Rev. 3.1): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 22** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Modifications to EB Parkway Bridge Rev. 3.1) in the amount of \$13,533.10, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 23 to Construction Agreement by and between the District

and JHL Constructors, Inc., for Trib T Aurora Pkwy P3 and Main St P3 (Additional Excavation): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 23** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Additional Excavation) in the amount of \$2,980.90, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order to MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Infrastructure Site Plan 01 - Buffer Area and CIG Plan Changes: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Task Order** to **MSA** for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for Infrastructure Site Plan 01 - Buffer Area and CIG Plan Changes, in the amount of \$58,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order to MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for On Call Services: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Task Order** to **MSA** for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for On Call Services, in the amount of \$100,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order to MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for E-470 Interchange Development Assistance: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Task Order** to **MSA** for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for E-470 Interchange Development Assistance, in the amount of \$131,250, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Termination of Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Main St P1: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for Main St P1, upon review and recommendation by the Construction Committee.

Termination of Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for 42nd P2, NS Collector, Pkwy Waterline:

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved the **termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for 42nd P2, NS Collector, Pkwy Waterline, upon review and recommendation by the Construction Committee.

Termination of Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Main St P3 Trib T Grading and EC:

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved the **termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for Main St P3 Trib T Grading and EC, upon review and recommendation by the Construction Committee.

Change Order No. 03 to Construction Agreement by and between the District and Stormwater Risk Management, LLC for Community Markers (Additional Seed and Mulch):

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 03** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Community Markers (Additional Seed and Mulch), in the amount of \$4,300.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 07 to Construction Agreement by and between the District and Stormwater Risk Management, LLC for 42nd Ave P2 NS Collector EWEC (Ongoing Erosion Control Management – Trib T):

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 07** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 42nd Ave P2 NS Collector EWEC (Ongoing Erosion Control Management – Trib T) in the amount of \$51,500.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 09 to Construction Agreement and between the District and Stormwater Risk Management, LLC for 38th Place & 38th Avenue EWEC (Concrete Washout; Extend Maintenance through July 1, 2021; and Sediment Log):

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 09** to Construction Agreement and between the District and **Stormwater Risk Management, LLC** for 38th Place & 38th Avenue EWEC (Concrete Washout; Extend Maintenance through July 1, 2021; and Sediment Log) in the amount of \$24,555.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 10 to Construction Agreement by and between the District and Stormwater Risk Management, LLC for 38th Place & 38th Avenue EWEC (Tracking Pads – 12' Culvert): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 10** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 38th Place & 38th Avenue EWEC (Tracking Pads – 12' Culvert) in the amount of \$2,148.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 10 to Construction Agreement by and between the District and Stormwater Risk Management, LLC for Main Street P1-2, 42nd & Aura Blvd P1 (Additional Rough Cut Street Controls): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 10** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Main Street P1-2, 42nd & Aura Blvd P1 (Additional Rough Cut Street Controls), in the amount of \$1,115.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 11 to Construction Agreement by and between the District and Stormwater Risk Management, LLC for Main St P1-2, 42nd & Aura Blvd P1 (Ongoing Erosion Control Management – Main Street P1): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 11** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Main St P1-2, 42nd & Aura Blvd P1 (Ongoing Erosion Control Management – Main Street P1), in the amount of \$51,500.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 14 to Construction Agreement by and between the District and Wagner Construction, Inc. - Colorado for Main St P1 Utilities (Delete Scope of Work No Longer Needed): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 14** to Construction Agreement by and between the District and **Wagner Construction, Inc. - Colorado** for Main St P1 Utilities (Delete Scope of Work No Longer Needed), in the deductive amount of (\$171,475.00), upon review and recommendation by the Construction Committee.

Presentation by AECOM Regarding Current Status of Construction and Proposed Design and Construction for 2021: Discussion of this item was deferred.

ARTA MATTERS

None.

**EXECUTIVE
SESSION**

It was determined that an executive session was not necessary.

OTHER BUSINESS

Attorney McGeady reminded the Board that in 2021 the meeting schedule will be shifting to the 3rd Thursday of each month per Board request, noting that the January meeting will be held on the 4th Monday and then the schedule will adjust thereafter.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote, unanimously carried, the Board adjourned the meeting at 12:15 p.m.

Respectfully submitted,

By _____
Secretary for the Meeting

RESOLUTION NO. 2021-01-01

RESOLUTION OF THE BOARD OF DIRECTORS OF AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT PROVIDING POLICY REGARDING RECORDING OF PUBLIC AND EXECUTIVE SESSION MEETINGS

A. The Aerotropolis Area Coordinating Metropolitan District (the “**District**”) is a duly organized and validly existing special district, quasi-municipal corporation and political subdivision of the State of Colorado pursuant to Title 32, Colorado Revised Statutes.

B. The District is subject to and desires to comply with Section 24-6-401, *et seq.*, C.R.S. (the “**Open Meetings Law**”), as may be amended from time to time, which provides that formation of public policy is public business and may not be conducted in secret.

C. Section 32-1-1001(1)(m), C.R.S., authorizes the District’s Board of Directors (the “**Board**”) to adopt, amend and enforce bylaws and rules and regulations for carrying out the business, objects and affairs of the Board and the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Aerotropolis Area Coordinating Metropolitan District that from this day forward the District’s Policy Regarding Recording of Public and Executive Session Meetings is as follows:

1. The Board shall use written summary minutes as the manner and media for recording its regular and special public meetings.

2. To the extent required by Section 24-6-402(2)(d.5)(II)(A), C.R.S, the Board shall electronically record executive session meetings by use of a cassette tape recorder.

3. The Board shall retain executive session meeting records for ninety (90) days after the date of such executive session in compliance with Section 24-6-402(2)(d.5)(II)(E), C.R.S.

4. The District’s custodian of records shall destroy such executive session meeting records upon expiration of the ninety (90) day retention period.

[SIGNATURE PAGE FOLLOWS]

**[SIGNATURE PAGE TO RESOLUTION PROVIDING POLICY REGARDING
RECORDING OF PUBLIC AND EXECUTIVE SESSION MEETINGS]**

RESOLUTION APPROVED AND ADOPTED ON JANUARY 25, 2021.

**AEROTROPOLIS AREA
COORDINATING METROPOLITAN
DISTRICT**

By: _____
President

Attest:

Secretary

RESOLUTION NO. 2021-01-02**A RESOLUTION OF THE BOARD OF DIRECTORS OF AEROTROPOLIS AREA
COORDINATING METROPOLITAN DISTRICT REGARDING COLORADO OPEN
RECORDS ACT REQUESTS**

A. Aerotropolis Area Coordinating Metropolitan District (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado and operates pursuant to its First Amended and Restated Service Plan approved by the City Council of the City of Aurora, Colorado, on October 16, 2017, as it may be further amended and modified from time to time (the “**Service Plan**”).

B. The District maintains certain records of the District that are available for inspection by the public under and in accordance with the laws of the State of Colorado.

C. The District anticipates that individuals may, from time to time, request the right to inspect and/or copy public records of the District.

D. The District is authorized under Section 24-72-203, C.R.S., to adopt rules with respect to the inspection and copying of public records of the District.

E. The District desires to set forth in this Resolution the rules with regard to the inspection and copying of all public records of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Aerotropolis Area Coordinating Metropolitan District, Adams County, Colorado:

1. CliftonLarsonAllen LLP, the Manager for the District, is hereby designated as the “**Official Custodian**” of the public records of the District, as such term is defined in Section 24-72-202(2), C.R.S. Contact information for the Official Custodian is: CliftonLarsonAllen LLP, 8390 E Crescent Parkway, Suite 300, Greenwood Village, CO 80111; Phone: 303-779-5710; Fax 303-779-0348.

2. Upon request for records transmission by a person seeking a copy of any public record, the Official Custodian shall transmit a copy of the record by United States mail, other delivery service, facsimile, or electronic mail.

3. Within the period specified in Section 24-72-203(3)(a), C.R.S., as amended from time to time, the Official Custodian shall notify the record requester that a copy of the record is available, but will only be sent to the requester once the custodian either receives payment or makes arrangements for receiving payment for all costs associated with records transmission and for all other fees lawfully allowed, unless recovery of all or any portion of such costs or fees has been waived by the custodian. Upon either receiving such payment or making arrangements to receive such payment at a later date, the Official Custodian shall provide the record(s) to the requester as soon as practicable, but no more than three (3) business days after receipt of, or making arrangements to receive, such payment.

4. If the record(s) requested are provided to the record requestor by United States Mail, other delivery service, or by facsimile, the Official Custodian is hereby authorized to charge:

(a) An amount of twenty-five cents (\$0.25) per standard page, or such other maximum charge as is permitted by law from time to time, for each page of public records copied, to defray the actual cost of providing a copy, printout, or photograph of a public record; and

(b) The actual cost of providing a copy, printout, and/or photograph of a public record in a format other than a standard page.

5. No transmission fees may be charged to the record requester for transmitting public records via electronic mail.

6. After the first hour of time expended in connection with the research and retrieval of public records, the Official Custodian is authorized to charge a fee, the maximum of which shall not exceed the fee set forth in Section 24-72-205(6), C.R.S., as amended from time to time, for the costs incurred to review public records requests, prepare documents for inspection, consultation with legal counsel or other consultants regarding such requests, to supervise and coordinate preparation, review and copying of public records, and for actual costs incurred by the Official Custodian, the District, District management, or outside consultants and legal counsel in responding to and complying with public record requests.

7. All requests for copies or inspection of public records of the District shall be submitted to the Official Custodian in writing. Such requests shall be delivered by the Official Custodian to the District's legal counsel for review and legal advice regarding the lawful availability of records requested and related matters. The District may, from time to time, designate specific records for which written requests are not required and with respect to which review by legal counsel is not required; i.e., service plans, rules and regulations, minutes, etc. Such designations shall occur in the minutes of the meetings of the District.

8. All public records of the District copied and provided to interested persons shall be copied in duplicate by the Official Custodian. The Official Custodian shall retain the original record in the appropriate file, and shall retain the duplicate copies in a separate filing bearing the name of the person to whom copies were provided and the date of such person's request. Copies of duplicate copies of public records of the District shall not be charged to the person requesting the public records, but shall be maintained for record purposes by the Official Custodian.

9. All inspections of public records shall take place during regular business hours at the office of the Official Custodian. Public records requests may not preempt or take priority over previously scheduled official District-related business activities.

10. No person shall be entitled to remove public records of the District from the Official Custodian's office for inspection, copying, or any other purpose or reason. Public records of the District shall be:

- (a) Subject to inspection in the presence of the Official Custodian or the Official Custodian's designee;
- (b) Appropriately marked by the person making the request;
- (c) Copied after receipt of all required charges therefore; and
- (d) Delivered to the person requesting such records at the office of the Official Custodian within the statutory timeframe and after all charges have been paid.

Copies of public records of the District not picked up at the time set aside by the Official Custodian may be destroyed. In the event a person renews the request for the same public records of the District after failing to pick up previously requested copies, they will be charged for the costs of both records requests.

1. Only the Official Custodian (or designee of the Official Custodian) may copy public records of the District.
2. On behalf of the District, the Official Custodian reserves the right to seek a declaratory judgment, pursuant to Section 13-51-101, *et seq.* C.R.S., to determine if a large public records request may be exempted from the statutorily required response time.
3. The Official Custodian may establish such other reasonable regulations as are not inconsistent with this Resolution or with applicable Colorado law, as established and amended from time to time.

RESOLUTION ADOPTED AND APPROVED ON JANUARY 25, 2021.

**AEROTROPOLIS AREA
COORDINATING METROPOLITAN
DISTRICT**

By: _____
President

Attest:

Secretary

RESOLUTION NO. 2021-01-03

A RESOLUTION OF THE BOARD OF DIRECTORS OF THE AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT REGARDING THE RETENTION AND DISPOSAL OF PUBLIC RECORDS AND ADOPTING A PUBLIC RECORDS RETENTION SCHEDULE

A. Aerotropolis Area Coordinating Metropolitan District (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado.

B. The District recognizes a need for a comprehensive records retention policy and schedule for the District’s non-permanent records and the retention of those records that have long-term administrative, fiscal and historical value including, but not limited to those described in Section 24-80-101, C.R.S., as may be amended from time to time (“**Records**”).

C. Under the authority granted by Part 1, Article 80, Title 24, C.R.S, the Colorado State Archives, Division of the Department of Personnel, has created a records retention schedule for Colorado special districts, as may be amended from time to time, for use by special districts, which sets forth a timeline for retaining the Records (“**Retention Schedule**”).

D. The District desires to set forth in this Resolution the policy with regard to the retention of the Records of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Aerotropolis Area Coordinating Metropolitan District, Adams County, Colorado:

1. The District hereby adopts the Retention Schedule, as the District’s minimum standard for the retention of the Records.

2. The Official Custodian as defined and designated by the District’s Resolution Regarding Colorado Open Records Act Requests, as such resolution may be amended from time to time, shall also maintain a copy of the Retention Schedule on file for review and distribution, as necessary.

3. The Official Custodian is hereby authorized to retain the Records in accordance with the Retention Schedule.

4. No Records may be destroyed pursuant to the Retention Schedule, so long as such Records pertain to any pending legal case, claim, action or audit involving the District or if the District’s general counsel determines such Records should be retained for other purposes. Further, if the Official Custodian is unsure whether any Records should be destroyed, the Official Custodian may contact the District’s general counsel for advice, prior to destruction of said Records.

5. Records of the District shall be destroyed using secure methods of destruction.

RESOLUTION ADOPTED AND APPROVED ON JANUARY 25, 2021.

**AEROTROPOLIS AREA
COORDINATING METROPOLITAN
DISTRICT**

By: _____
President

Attest:

Secretary

Aerotropolis Area Coordinating Metro District

Check List

All Bank Accounts

January 21, 2021

Check Number	Check Date	Payee	Amount
Vendor Checks			
1889	01/21/21	Aurora Media Group	442.20
1890	01/21/21	CliftonLarsonAllen LLP	38,630.75
1891	01/21/21	Collins Cockrel & Cole	435.00
1892	01/21/21	McGeady Becher P.C.	40,294.70
1893	01/21/21	WM Corporate Services, Inc.	109.73
1894	01/21/21	Xcel Energy	521.57
Vendor Check Total			<u>80,433.95</u>
Check List Total			<u><u>80,433.95</u></u>

Check count = 6

AEROTROPOLIS AREA COORDINATING METRO DISTRICT
FINANCIAL STATEMENTS
NOVEMBER 30, 2020

AEROTROPOLIS AREA COORDINATING METRO DISTRICT
BALANCE SHEET - GOVERNMENTAL FUNDS
NOVEMBER 30, 2020

31

	General	Capital Projects	Total
ASSETS			
Cash - Checking	\$ 15,639	\$ 6,965,325	\$ 6,980,964
CSAFE	9,100	615,402	624,502
Accounts Receivable - GVA	-	50	50
Accounts Receivable - ARTA	-	4,515,842	4,515,842
Accounts Receivable - Developer	-	479	479
Other accounts receivable	-	916	916
Accounts Receivable - ATEC	-	794,287	794,287
Prepaid Insurance	28,521	-	28,521
TOTAL ASSETS	<u>\$ 53,260</u>	<u>\$ 12,892,301</u>	<u>\$ 12,945,561</u>
LIABILITIES AND FUND BALANCES			
CURRENT LIABILITIES			
Accounts Payable	\$ 129,802	\$ 17,065,585	\$ 17,195,387
Retainage Payable	-	1,823,615	1,823,615
Due to CAB	-	5,000	5,000
Total Liabilities	<u>129,802</u>	<u>18,894,200</u>	<u>19,024,002</u>
FUND BALANCES			
Total Fund Balances	<u>(76,542)</u>	<u>(6,001,899)</u>	<u>(6,078,441)</u>
TOTAL LIABILITIES AND FUND BALANCES	<u>\$ 53,260</u>	<u>\$ 12,892,301</u>	<u>\$ 12,945,561</u>

AEROTROPOLIS AREA COORDINATING METRO DISTRICT
STATEMENT OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE ELEVEN MONTHS ENDED NOVEMBER 30, 2020

32

GENERAL FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Transfer from First Creek Ranch Metro District	\$ 34,000	\$ 35,500	\$ 1,500
TOTAL REVENUES	<u>34,000</u>	<u>35,500</u>	<u>1,500</u>
EXPENDITURES			
Accounting	110,000	118,696	(8,696)
Audit	6,000	6,000	-
Contingency	3,400	-	3,400
District Management	135,000	154,384	(19,384)
Dues and Licenses	3,000	2,977	23
Election Expense	6,100	6,062	38
Insurance	29,000	32,394	(3,394)
Legal	375,000	286,338	88,662
Miscellaneous	2,500	1,949	551
TOTAL EXPENDITURES	<u>670,000</u>	<u>608,800</u>	<u>61,200</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(636,000)	(573,300)	62,700
OTHER FINANCING SOURCES (USES)			
Developer Advance	695,000	553,000	(142,000)
TOTAL OTHER FINANCING SOURCES (USES)	<u>695,000</u>	<u>553,000</u>	<u>(142,000)</u>
NET CHANGE IN FUND BALANCES	59,000	(20,300)	(79,300)
FUND BALANCES - BEGINNING	<u>(56,242)</u>	<u>(56,242)</u>	<u>-</u>
FUND BALANCES - ENDING	<u>\$ 2,758</u>	<u>\$ (76,542)</u>	<u>\$ (79,300)</u>

SUPPLEMENTARY INFORMATION

AEROTROPOLIS AREA COORDINATING METRO DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE ELEVEN MONTHS ENDED NOVEMBER 30, 2020

34

CAPITAL PROJECTS FUND

	Annual Budget	Year to Date Actual	Variance
REVENUES			
Developer Reimbursement	\$ 230,000	\$ 40,200	\$ (189,800)
Interest Income	-	7,686	7,686
Intergovernmental Revenue - ARTA	9,000,000	6,821,734	(2,178,266)
Intergovernmental Revenue - CAB	92,991,804	54,390,044	(38,601,760)
TOTAL REVENUES	<u>102,221,804</u>	<u>61,259,664</u>	<u>(40,962,140)</u>
EXPENDITURES			
Accounting	25,000	48,742	(23,742)
Architecture	2,000,000	26,269	1,973,731
Bond Issue Costs	-	11,106	(11,106)
Camera Monitoring	25,000	85,309	(60,309)
Capital Outlay	-	5,574,181	(5,574,181)
Civil Engineering	3,500,000	1,018,862	2,481,138
Construction Assistance	2,500,000	46,620	2,453,380
Construction trailer expenses	10,000	31,225	(21,225)
Contingency	342,185	-	342,185
Cost Verification	50,000	240,151	(190,151)
Developer Advance Interest Expense	815,000	2,937,811	(2,122,811)
Developer costs	230,000	40,200	189,800
District Management	-	43,174	(43,174)
Entry Monument	3,000,000	1,527,674	1,472,326
Erosion Control	-	133,299	(133,299)
Geotechnical Engineering	-	40,299	(40,299)
GIS Services	-	158,428	(158,428)
Grading/Earthwork	-	3,195,587	(3,195,587)
Infrastructure Improvements - ARTA	9,000,000	6,821,734	2,178,266
Landscape, Hardscape & Monumentation	-	503,019	(503,019)
Landscape/Planning	20,000,000	544,013	19,455,987
Legal	175,000	219,132	(44,132)
Legal - in-tract	-	16,080	(16,080)
Miscellaneous	-	35,350	(35,350)
Monument Design	-	755,235	(755,235)
Permits and Fees	250,000	24,542	225,458
Plan Review	250,000	3,955	246,045
Program Management	250,000	1,014,691	(764,691)
Project Assistance	250,000	323,261	(73,261)
Repay Developer Advance	19,600,000	33,673,846	(14,073,846)
Sanitary Sewer Interceptor	2,500,000	303,620	2,196,380
Storm Drainage	12,000,000	44,989	11,955,011
Stormwater Management	-	279,087	(279,087)
Streets	15,000,000	2,428,707	12,571,293
Surety	250,000	-	250,000
Surveying	750,000	150,676	599,324
Trib T Geomorphology	150,000	11,677,613	(11,527,613)
Utilities	3,500,000	7,363,478	(3,863,478)
Utility relocation	-	72,263	(72,263)
Waste Services	5,000	-	5,000
Waterline	6,000,000	2,197,894	3,802,106
TOTAL EXPENDITURES	<u>102,427,185</u>	<u>83,612,122</u>	<u>18,815,063</u>
EXCESS OF REVENUES OVER (UNDER) EXPENDITURES	(205,381)	(22,352,458)	(22,147,077)

No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures and changes in fund balances - governmental funds have been omitted.

AEROTROPOLIS AREA COORDINATING METRO DISTRICT
SCHEDULE OF REVENUES, EXPENDITURES AND
CHANGES IN FUND BALANCES - BUDGET AND ACTUAL
FOR THE ELEVEN MONTHS ENDED NOVEMBER 30, 2020

35

CAPITAL PROJECTS FUND

OTHER FINANCING SOURCES (USES)			
Developer Advance	205,000	16,273,819	16,068,819
TOTAL OTHER FINANCING SOURCES (USES)	<u>205,000</u>	<u>16,273,819</u>	<u>16,068,819</u>
NET CHANGE IN FUND BALANCES	(381)	(6,078,639)	(6,078,258)
FUND BALANCES - BEGINNING	<u>381</u>	<u>76,740</u>	<u>76,359</u>
FUND BALANCES - ENDING	<u><u>\$ -</u></u>	<u><u>\$ (6,001,899)</u></u>	<u><u>\$ (6,001,899)</u></u>

**AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided

Aerotropolis Area Coordinating Metropolitan District (the District) (formerly Green Valley Ranch East Metropolitan District No. 1) was organized by order and decree of the District Court of Adams County, Colorado, recorded on December 7, 2004, to provide financing for the construction and installation of regional public improvements, including streets, traffic safety, water, sanitary sewer, park and recreation, public transportation, mosquito control, fire protection, and television relay improvements for the use and benefit of all anticipated inhabitants and taxpayers of the District. The Court Order granting the District's name change was recorded on August 16, 2017. The District's First Amended and Restated Service Plan (Service Plan) was approved by the City Council of the City of Aurora (City) on October 16, 2017. The Service Plan does not authorize the District to provide fire protection or television relay services unless the District enters into an intergovernmental agreement with the City. The District was formed in conjunction with seven other metropolitan districts: The Aurora Highlands Metropolitan District Nos. 1-3 ("TAH Nos. 1-3") (formerly Green Valley Ranch East Metropolitan District Nos. 2-4), Green Valley Aurora Metropolitan District No. 1 ("GVA No. 1") (formerly Green Valley Ranch East Metropolitan District No. 5), and Green Valley Ranch East Metropolitan District Nos. 6-8.

On November 7, 2017, the District voters approved a mill levy increase to generate property taxes of up to \$8,000,000,000 annually to pay, in part, the District's general cost of operations and maintenance. The mill levy is on all taxable property within the District for collection in 2018 and each year thereafter. Furthermore, the voters authorized the District to collect and expend levied taxes and any other income of the District without regard to any limitations imposed by TABOR. The total debt authorized for all services and improvements was \$80,000,000,000. The Service Plan limits the total debt issuance to \$8,000,000,000, with a maximum debt mill levy of 50.000 mills, subject to Gallagher adjustment. The current maximum debt mill levy is 55.664 mills.

The District has entered into an intergovernmental agreement with the City detailing the covenants and mutual agreements the District will follow as regards to the financing and construction of the regional public improvements, and the repayment of the associated debt.

The District has received developer advances to help fund initial operating and administrative expenditures. The current construction of District improvements is expected to be financed by developer advances until bonded debt is issued to repay the developer.

The District, the City, and Adams County established the Aerotropolis Regional Transportation Authority (ARTA) pursuant to an intergovernmental agreement entered into on February 27, 2018, under the authority of the Regional Transportation Authority Law, Section 43-4-601, *et seq.*, C.R.S., in order to provide for the planning, design, acquisition, construction, installation, relocation and/or redevelopment and funding of regional transportation improvements. Once organized, ARTA will impose an ARTA Mill Levy on the District. The District will collect revenues from the ARTA Mill Levy to provide for financing of the regional improvements through ARTA. If the ARTA Mill Levy in any given year is less than 5 mills, the District will impose an Aurora Regional Improvements (ARI) Mill Levy and will collect the ARI Mill Levy revenues to be spent only pursuant to a Regional Intergovernmental Improvements Agreement.

**AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Services Provided (Continued)

On November 21, 2019, the District, TAH Nos. 1-3, and ATEC Metropolitan District Nos. 1 and 2 ("ATEC Nos. 1 and 2", and collectively with the District and TAH Nos. 1-3, the "CAB Districts") formed The Aurora Highlands Community Authority Board ("CAB") pursuant to intergovernmental agreement to govern the relationships between and among the CAB Districts with respect to the financing, construction, and operation of public improvements within their combined service area. It is anticipated that one or more of the CAB Districts may enter into additional intergovernmental agreements concerning the financing, construction, and operation of public improvements benefiting the CAB Districts and their residents and owners.

The District has no employees and all administrative functions are contracted.

The District prepares its budget on the modified accrual basis of accounting, in accordance with requirements of Section 29-1-105, C.R.S., using its best estimates as of the date of the budget hearing. These estimates are based on expected conditions and its expected course of actions. The assumptions disclosed herein are those that the District believes are significant to the budget. There will usually be differences between the budget and actual results, because events and circumstances frequently do not occur as expected, and those differences may be material.

The budgets are in accordance with the TABOR Amendment limitation. Emergency reserves required under TABOR have been provided.

Revenues

Property Taxes

Property taxes are levied by the District's Board of Directors. The levy is based on assessed valuations determined by the County Assessor generally as of January 1 of each year. The levy is normally set by December 15 by certification to the County Commissioners to put the tax lien on the individual properties as of January 1 of the following year. The County Treasurer collects the determined taxes during the ensuing calendar year. The taxes are payable by April or, if in equal installments, at the taxpayer's election, in February and June. Delinquent taxpayers are notified in August and generally sales of the tax liens on delinquent properties are held in November or December. The County Treasurer remits the taxes collected monthly to the District.

The District will not levy a property tax in 2020.

Pursuant to the Service Plan, the District is required to levy the ARI Mill Levy, in the first year the District imposes a debt service mill levy and for each year thereafter. The ARI Mill Levy will be one mill for each of the first twenty years. The ARI Mill Levy will increase to 5 mills in year twenty-one and will continue at that level until the earlier of year forty or the date when bonds have been repaid. The ARI Mill Levy will then be imposed for ten additional years at the average debt service mill levy imposed by the District for the ten years prior to the date of repayment of the debt.

Developer Advances

In 2020, developer advances are expected to fund a portion of operating and capital expenditures. Developer advances are to be recorded as revenue for budget purposes with an obligation for future repayment when the District is financially able to issue bonds to reimburse the developer.

**AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT
2020 BUDGET
SUMMARY OF SIGNIFICANT ASSUMPTIONS**

Revenues (Continued)

Transfers from Other Districts

The intergovernmental revenues are transfers from First Creek Ranch Metropolitan District. The District will coordinate the payment of administrative expenditures for First Creek Ranch Metropolitan District, as well as the District's own administrative expenditures.

Developer Reimbursement

A portion of the capital improvements to be constructed are for the benefit of the Developer. The Developer will reimburse the District for these costs.

Intergovernmental Revenue

The District has entered into intergovernmental agreements with ARTA, whereby the District will receive funding from ARTA to help finance capital regional transportation improvements. Additionally, the District has budgeted capital funding from bond proceeds that are anticipated to be issued by the CAB.

Expenditures

Administrative and Operating Expenses

Operating expenditures include the estimated services necessary to maintain the District's administrative viability such as legal, accounting, insurance, banking, meeting expense, and other administrative expenses.

Capital Outlay

The budget anticipates construction activity during 2020 and is detailed on page 5. Developer advances and accrued interest related to capital expenditures are anticipated to be repaid in 2020.

Debt and Leases

The District's only outstanding debt is developer advances in the amount of \$21,988,124 as of December 31, 2019, which includes \$942,412 of accrued interest at 8%. It has no operating or capital leases.

Reserves

Emergency Reserve

The District has provided for an Emergency Reserve fund equal to at least 3% of fiscal year spending for 2020, as defined under TABOR.

AEROTROPOLIS AREA COORDINATING METRO DISTRICT

Schedule of Cash Position

November 30, 2020

Updated as of

January 12, 2021

	General Fund	Capital Projects Fund	Total
<u>First Bank - Checking</u>			
Balance as of 11/30/20	\$ 15,638.99	\$ 6,965,324.89	\$ 6,980,963.88
Subsequent activities:			
12/01/20 Release checks	(57,470.82)	(9,629,699.38)	(9,687,170.20)
12/02/20 Transfer from CSAFE	-	494,000.00	494,000.00
12/07/20 ARTA payment	-	2,173,294.46	2,173,294.46
12/15/20 Aurora Payment 628909	-	(1,695.00)	(1,695.00)
12/16/20 Transfer from CAB for B Bonds and ATEC	-	23,921.50	23,921.50
12/16/20 Transfer from CAB for Admin invoices	50,000.00	5,167.00	55,167.00
12/18/20 Developer advances for ATEC/B Bonds/Developer	-	46,505.00	46,505.00
12/18/20 Developer Advance for O&M	50,000.00	7,192.67	57,192.67
12/18/20 Richmond fee deposit	-	2,500.00	2,500.00
12/23/20 Draw 30 checks	-	(7,386,845.55)	(7,386,845.55)
12/23/20 Admin checks	(48,199.34)	(41,487.22)	(89,686.56)
12/23/20 Payment from ARTA	-	293,846.58	293,846.58
12/30/20 Draw 30 Proceeds	-	7,268,179.26	7,268,179.26
12/31/20 Refund for City of Aurora invoice 587253	-	12,806.50	12,806.50
Restricted for Richmond Fees	-	(2,500.00)	(2,500.00)
Anticipated balance	9,968.83	230,510.71	240,479.54
<u>CSAFE</u>			
Balance as of 11/30/20	9,100.10	615,402.27	624,502.37
Subsequent activities:			
12/02/20 Transfer to 1st Bank	-	(494,000.00)	(494,000.00)
12/04/20 Richmond fee deposits	-	10,000.00	10,000.00
12/14/20 Richmond fee deposits	-	30,000.00	30,000.00
12/15/20 Transfer SDF to Zions Bank	-	(40,000.00)	(40,000.00)
12/24/20 Richmond fee deposits	-	2,500.00	2,500.00
12/24/20 Richmond fee deposits	-	10,000.00	10,000.00
12/31/20 Interest Income	-	11.21	11.21
Restricted for Richmond Fees	-	(17,500.00)	(17,500.00)
Anticipated balance	9,100.10	133,913.48	125,513.58
Anticipated balances:	<u>\$ 19,068.93</u>	<u>\$ 364,424.19</u>	<u>\$ 365,993.12</u>

FIRST CREEK RANCH METROPOLITAN DISTRICT**CSAFE**

Balance as of 11/30/20	\$ 1,376.93	\$ -	\$ 1,376.93
Subsequent activities:			
12/10/20 Property taxes	410.50	-	410.50
01/11/20 Property taxes	328.91	-	328.91
Restricted for ARTA/ARI	(433.94)	-	(433.94)
Anticipated balance	<u>\$ 1,682.40</u>	<u>\$ -</u>	<u>\$ 1,682.40</u>

Yield Information (11/30/20)

C-Safe 0.09%

No assurance is provided on these financial statements. Substantially all required disclosures, the government-wide financial statements, and the statement of revenues, expenditures and changes in fund balances - governmental funds have been omitted.

**THE AURORA HIGHLANDS
COMMUNITY AUTHORITY BOARD
AND
AEROTROPOLIS AREA COORDINATING
METROPOLITAN DISTRICT**

**ENGINEER'S REPORT AND VERIFICATION OF COSTS
ASSOCIATED WITH PUBLIC IMPROVEMENTS**

Draw No. 31

PREPARED BY:

SCHEDIO GROUP LLC

808 9TH STREET

GREELEY, COLORADO 80631

LICENSED PROFESSIONAL ENGINEER:

TIMOTHY A. MCCARTHY

STATE OF COLORADO

LICENSE NO. 44349

DATE PREPARED: January 18, 2021

PROJECT: 181106

Engineer's Report and Verification of Costs No. 8

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ENGINEER'S VERIFICATION

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ENGINEER'S REPORT

INTRODUCTION

Schedio Group LLC ("Schedio Group") entered into a Master Service Agreement ("MSA") for Engineering Services with Aerotropolis Area Coordinating Metropolitan District ("AACMD" and/or "District") on December 11, 2018. Task Order 01 AACMD/ARTA - Cost Verification was approved on December 19, 2018. This Engineer's Report and Verification of Costs Associated with Public Improvements ("Report") is Schedio Group's eighth deliverable associated with Task Order 01 of the MSA as it pertains to AACMD.

Section 4.1 of the First Amended and Restated Facilities Funding and Acquisition Agreement entered into on August 23, 2018, between Aerotropolis Area Coordinating Metropolitan District and Aurora Highlands, LLC, a Nevada limited liability company ("Developer") states, "...the District agrees to make payment to the Developer for all Developer Advances and /or Verified Costs, together with interest thereon." This report and verification consist of a review of costs incurred, and verification of costs associated with the design and construction of Public Improvements. Accrued interest is not considered in this report.

SUMMARY OF FINDINGS

Schedio Group reviewed \$4,256,990.28 of incurred expenses associated with Draw Request No. 31. Of the \$4,256,990.28 reviewed, Schedio Group verified \$4,256,990.28 as being associated with the design and construction of Public Improvements; of which, \$2,880,770.69 is associated with AACMD Series A Bonds, \$40,288.34 with AACMD Series B Bonds, \$18,509.00 with ATEC Metropolitan District ("ATEC MD"), and \$1,317,422.25 with Aerotropolis Regional Transportation Authority ("ARTA"). As costs associated with ARTA are reviewed and verified separately, they will not be included in this Report. The total amount verified associated with AACMD and ATEC MD is **\$2,939,568.03**.

For a summary of verified expenses associated with the design and construction of Public Improvements for AACMD and ATEC MD, please see *Figure 1 – Summary of Verified Expenses for AACMD and ATEC MD* below and see attached *Exhibit A – Summary of Costs Reviewed by Job Code* and *Exhibit A – Summary of Costs Reviewed by Vendor*.

	DRAW 31	DEVELOPER DRAW 31	AACMD DRAW 31			ATEC DRAW 31	ARTA DRAW 31	TOTAL DRAW 31
	REVIEWED AMT	PRIVATE AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT
			(SERIES A BONDS)	(SERIES B BONDS)	(SERIES A + B BONDS)			
SOFT AND INDIRECT+ HARD COSTS								
TOTALS -->	\$ 4,256,990.28	\$ -	\$ 2,880,770.69	\$ 40,288.34	\$ 2,921,059.03	\$ 18,509.00	\$ 1,317,422.25	\$ 4,256,990.28

Figure 1 - Summary of Verified Expenses for AACMD and ATEC MD

DETERMINATION OF PUBLIC PRORATION PERCENTAGE

As final plats are not available for the entire The Aurora Highlands (“TAH”) development at the time of this report, Schedio Group was unable to calculate an area-based Public Proration Percentage for application to expenditures with both public and private components. Instead, Schedio Group requested an estimate of Public Area compared to Total Area as a percentage from Norris Design, the planner for The Aurora Highlands development. As a result, Norris Design provided an estimated Public Proration Percentage of 40% for the entire TAH development. Schedio Group and Norris Design reserve the right to revise the project’s Public Proration Percentage should additional information become available that would warrant such and either credit or debit the verified amount to date at that time.

VERIFICATION OF COSTS

Schedio Group reviewed soft, indirect, and hard costs associated with the design and construction of Public Improvements. Schedio Group found costs associated with Public Improvements to be reasonable when compared to similar projects, during similar timeframes in similar locales.

VERIFICATION OF PAYMENTS

As Draw No. 31 will be ratified during an upcoming board meeting, vendors have not yet received payment for services rendered as of the date of this report.

VERIFICATION OF CONSTRUCTION

Schedio Group LLC performed a site visit on January 13, 2021. Observation of the constructed improvements was performed to ensure that Public Improvements are being constructed in general conformance with the approved construction drawings. Photos are available from Schedio Group LLC upon request.

SPECIAL CIRCUMSTANCES AND NOTABLE METHODOLOGIES

Schedio Group reserves the right to revise or amend this report should additional information become available that would warrant such.

Various job code changes were implemented between Draw 26 and Draw 31. These job code changes were determined by others (developer, program manager, construction manager, etc.). Schedio Group was not involved in determining the job code changes. Schedio Group has incorporated the job code changes into Draw 31, therefore amounts herein reflect the job code changes. As a result of the job code changes, historical and current verified dollar amounts have, in some cases, shifted from one job code (project segment) to another job code (project segment), which has caused ARTA’s financial obligation to change per the following agreements:

- Intergovernmental Agreement Among The Board Of County Commissioners Of The County Of Adams, The City of Aurora And The Aerotropolis Area Coordinating Metropolitan District Establishing The Aerotropolis Regional Transportation Authority, prepared by McGeady Becher P.C. and dated February 27, 2018
- Intergovernmental Agreement Regarding Design and Construction of The Aurora Highlands Parkway Among Aerotropolis Area Coordinating Metropolitan District and Aerotropolis Regional Transportation Authority, prepared by McGeady Becher P.C. and dated August 12, 2020

Schedio Group has been reviewing, and will continue to review, details associated with the cost code changes. Based on our reviews to date, Schedio Group has no reason to doubt the validity of the cost code changes. Schedio Group reserves the right to revise any verified amount(s) and its(their) respective assignment to a Cost Code or Job Code throughout the review process.

ENGINEER'S VERIFICATION

Timothy A. McCarthy, P.E. / Schedio Group, LLC (the Independent Consulting Engineer) states as follows:

The Independent Consulting Engineer is an engineer duly qualified and licensed in the State of Colorado with experience in the design, construction and verification of costs associated with the design and construction of Public Improvements of similar type and function as those described in the attached Engineer's Report dated January 18, 2021.

The Independent Consulting Engineer has reviewed applicable construction and legal documents related to the Public Improvements under consideration to state the conclusions set forth in this Engineer's Verification.

The Independent Consulting Engineer finds and determines that Public Improvements considered in the attached Engineer's Report were constructed in general accordance with the approved construction drawings.

The Independent Consulting Engineer finds and determines that Public Improvements considered in the attached Engineer's Report, from November 11, 2020 (date of Union Pacific Invoice No. 90102222) to January 4, 2021 (date of Summit Strategies Invoice No. 1283), are reasonably valued at **\$2,939,568.03**.

In the opinion of the Independent Consulting Engineer, the above stated value for soft, indirect and hard costs associated with the design and construction of the Public Improvements is reasonable and consistent with costs of similar improvements constructed for similar purposes during the same timeframe and similar locales and is eligible for reimbursement from Aerotropolis Area Metropolitan Coordinating District to Aurora Highlands, LLC, a Nevada limited liability company.



January 18, 2021

Timothy A. McCarthy, P.E.

Colorado License No. 44349

EXHIBIT A

SUMMARY OF COSTS REVIEWED

SUMMARY OF COSTS REVIEWED BY JOB CODE

January 18, 2021 - Draw 31 CAB Verification No. 8 ARTA Verification No. 20		DEVELOPER DRAW 31 INVOICES	CAB A BONDS DRAW 31 INVOICES	CAB B BONDS DRAW 31 INVOICES	ARTA DRAW 31 INVOICES	ATEC DRAW 31 INVOICES
JOB CODE	JOB CODE DESCRIPTION	30900	30902	30902	30903	30904
100	Overall Project Management	\$ -	\$ 396,936.46	\$ -	\$ -	\$ -
101	Overall Project (Non Specific)	\$ -	\$ 93,100.30	\$ -	\$ -	\$ -
104	Cost Verification	\$ -	\$ 13,286.00	\$ -	\$ 7,116.00	\$ -
106	GIS	\$ -	\$ 26,370.00	\$ -	\$ -	\$ -
110	Contractor Prequal	\$ -	\$ 12,789.00	\$ -	\$ -	\$ -
140	ISP (Phase 1)	\$ -	\$ 10,903.25	\$ -	\$ -	\$ -
143	ISP (Phase 4)	\$ -	\$ 5,205.50	\$ -	\$ -	\$ -
152	Public Art	\$ -	\$ 155.00	\$ -	\$ -	\$ -
155	Monitoring	\$ -	\$ 4,536.00	\$ -	\$ -	\$ -
203	Monument (Phase 1)	\$ -	\$ 8,654.66	\$ -	\$ -	\$ -
204	Monument (Phase 2)	\$ -	\$ 66,892.57	\$ -	\$ -	\$ -
205	Monument (E470)	\$ -	\$ 236,017.49	\$ -	\$ -	\$ -
210	E470 Interchange (Phase 1)	\$ -	\$ -	\$ -	\$ 141,981.90	\$ -
220	Main Street (26th-TAH Pkwy)	\$ -	\$ 21,682.47	\$ -	\$ -	\$ -
221	Main Street (TAH Pkwy-42nd)	\$ -	\$ 140,272.98	\$ -	\$ -	\$ -
222	Main Street (42nd-46th)	\$ -	\$ 1,585.00	\$ -	\$ -	\$ -
230	Denali Boulevard (TAH to 42nd)	\$ -	\$ 16,080.18	\$ -	\$ -	\$ -
231	Denali Boulevard (42nd-48th)	\$ -	\$ 1,585.00	\$ -	\$ -	\$ -
232	38th Place (Main to Denali)	\$ -	\$ 2,661.00	\$ -	\$ -	\$ -
241	TAH Parkway (Main St-Denali Blvd)	\$ -	\$ 1,464,702.06	\$ -	\$ 1,011,876.25	\$ -
246	38th Avenue (Himalaya to E470) North	\$ -	\$ -	\$ -	\$ 76,774.00	\$ -
248	38th Parkway (Powhatan to Monaghan)	\$ -	\$ 35,592.70	\$ -	\$ -	\$ 3,018.00
249	38th Parkway (TAH Pkwy to Powhatan)	\$ -	\$ 7,198.00	\$ -	\$ -	\$ -
250	42nd Avenue (Main St-Denali Blvd)	\$ -	\$ 28,098.00	\$ -	\$ -	\$ -
251	42nd Avenue (Denali Blvd-School)	\$ -	\$ 153,838.15	\$ -	\$ -	\$ -
252	42nd Avenue (School-Reserve Blvd)	\$ -	\$ 6,346.02	\$ -	\$ -	\$ -
260	Reserve Boulevard (42nd-TAH Pkwy)	\$ -	\$ 106,211.81	\$ -	\$ -	\$ -
261	Hogan Street Park (West Village-TAH Pkwy)	\$ -	\$ 635.40	\$ -	\$ -	\$ -
270	SS Outfall (E470-Main St)	\$ -	\$ 1,778.80	\$ -	\$ -	\$ -
271	SS Outfall (Main/38th Place/TAH/Denali)	\$ -	\$ 107.16	\$ -	\$ -	\$ -
290	I-70 Interchange (Phase 1)	\$ -	\$ -	\$ -	\$ 71,459.10	\$ -
300	Powhatan Road (I-70-26th)	\$ -	\$ -	\$ -	\$ 8,215.00	\$ -
330	West Village Avenue (Main-26th)	\$ -	\$ 3,272.50	\$ -	\$ -	\$ -
334	Hogan St Park (West Village/TAH Pkwy)	\$ -	\$ 12,439.00	\$ -	\$ -	\$ -
400	Section 21/28 Miscellaneous	\$ -	\$ -	\$ -	\$ -	\$ 15,491.00
511	Recreation Center 01 (CSP 1) Pool	\$ -	\$ 483.00	\$ -	\$ -	\$ -
512	Recreation Center 02	\$ -	\$ 1,355.23	\$ -	\$ -	\$ -
900	Filing 01 - Overall	\$ -	\$ -	\$ 13,053.33	\$ -	\$ -
901	Filing 01 - RAH	\$ -	\$ -	\$ 27,235.01	\$ -	\$ -
TOTALS -->		\$ -	\$ 2,880,770.69	\$ 40,288.34	\$ 1,317,422.25	\$ 18,509.00

SUMMARY OF COSTS REVIEWED BY VENDOR

VENDOR	TOT DRAW 31	PRI DRAW 31	AACMD DRAW 31	ARTA DRAW 31	ATEC DRAW 31
AECOM	\$ 198,776.69	\$ -	\$ 198,166.43	\$ 610.26	\$ -
Aggregate Industries	\$ 114,361.18	\$ -	\$ 114,361.18	\$ -	\$ -
Aztec Consultants	\$ 16,681.41	\$ -	\$ 10,943.62	\$ 5,737.79	\$ -
Beam, Longest & Neff	\$ 71,142.05	\$ -	\$ -	\$ 71,142.05	\$ -
Bemas	\$ -	\$ -	\$ -	\$ -	\$ -
Big West Consulting	\$ 47,550.00	\$ -	\$ 47,550.00	\$ -	\$ -
Brightview Landscaping	\$ -	\$ -	\$ -	\$ -	\$ -
Brownstein Hyatt Farber Schreck	\$ -	\$ -	\$ -	\$ -	\$ -
BT Construction, Inc.	\$ -	\$ -	\$ -	\$ -	\$ -
Cage Civil Engineering	\$ -	\$ -	\$ -	\$ -	\$ -
Centurylink	\$ -	\$ -	\$ -	\$ -	\$ -
City of Aurora	\$ -	\$ -	\$ -	\$ -	\$ -
Colorado Barricade	\$ -	\$ -	\$ -	\$ -	\$ -
Colorado Interstate Gas Company, LLC	\$ -	\$ -	\$ -	\$ -	\$ -
Concrete Curb and Paving	\$ 15,154.21	\$ -	\$ 15,154.21	\$ -	\$ -
Contour Services	\$ -	\$ -	\$ -	\$ -	\$ -
CTL Thompson	\$ 29,609.00	\$ -	\$ 9,368.00	\$ 4,750.00	\$ 15,491.00
DCB Construction Company, Inc	\$ 232,795.00	\$ -	\$ 232,795.00	\$ -	\$ -
Diversified Underground	\$ -	\$ -	\$ -	\$ -	\$ -
Dyna Electric	\$ 232,004.20	\$ -	\$ 211,724.98	\$ 20,279.22	\$ -
E-470 Public Highway Authority	\$ 22,798.80	\$ -	\$ -	\$ 22,798.80	\$ -
Ecological Resource Consultants	\$ 3,875.00	\$ -	\$ 3,875.00	\$ -	\$ -
EV Studio	\$ -	\$ -	\$ -	\$ -	\$ -
Fairfield & Woods, P.C.	\$ -	\$ -	\$ -	\$ -	\$ -
Felsburg Holt and Ullevig	\$ 89,025.00	\$ -	\$ -	\$ 89,025.00	\$ -
Fiore and Sons	\$ -	\$ -	\$ -	\$ -	\$ -
Golden Triangle Construction	\$ 65,101.07	\$ -	\$ 65,101.07	\$ -	\$ -
Green Brothers Oil, LLC	\$ -	\$ -	\$ -	\$ -	\$ -
HR Green	\$ 125,399.25	\$ -	\$ 27,190.00	\$ 98,209.25	\$ -
Iron Woman	\$ 12,685.70	\$ -	\$ 12,685.70	\$ -	\$ -
JHL	\$ 2,454,176.32	\$ -	\$ 1,530,596.97	\$ 923,579.35	\$ -
Kelley Trucking Inc	\$ 91,946.23	\$ -	\$ 53,328.81	\$ 38,617.42	\$ -
Knighthawk	\$ -	\$ -	\$ -	\$ -	\$ -
Kumar & Associates, Inc.	\$ -	\$ -	\$ -	\$ -	\$ -
Lamb Star	\$ -	\$ -	\$ -	\$ -	\$ -
Liberty Waste Management	\$ -	\$ -	\$ -	\$ -	\$ -
MadVision	\$ -	\$ -	\$ -	\$ -	\$ -
Martin Marietta	\$ 158,190.30	\$ -	\$ 158,190.30	\$ -	\$ -
Merrick	\$ 18,939.18	\$ -	\$ 10,984.74	\$ 7,954.44	\$ -
My Asset Map	\$ 26,370.00	\$ -	\$ 26,370.00	\$ -	\$ -
Norris Design Inc.	\$ 37,928.55	\$ -	\$ 34,329.03	\$ 3,599.52	\$ -
OxBlue Corporation	\$ 4,536.00	\$ -	\$ 4,536.00	\$ -	\$ -
Pase	\$ 22,092.25	\$ -	\$ 13,003.03	\$ 9,089.22	\$ -
Perkins + Will	\$ -	\$ -	\$ -	\$ -	\$ -
Premier Earthworks	\$ -	\$ -	\$ -	\$ -	\$ -
QualCorr	\$ -	\$ -	\$ -	\$ -	\$ -
S & S Coating Services LLC	\$ -	\$ -	\$ -	\$ -	\$ -
Schedio Group	\$ 33,455.33	\$ -	\$ 26,339.33	\$ 7,116.00	\$ -
Stormwater Logistics	\$ -	\$ -	\$ -	\$ -	\$ -
Stormwater Risk Mgmt	\$ 83,696.51	\$ -	\$ 76,530.81	\$ 4,630.70	\$ 2,535.00
Straightline Sawcutting	\$ -	\$ -	\$ -	\$ -	\$ -
Summit Strategies	\$ 48,300.00	\$ -	\$ 37,934.82	\$ 9,882.18	\$ 483.00
Sunstate Equipment Co.	\$ -	\$ -	\$ -	\$ -	\$ -
Terra Forma Solutions	\$ -	\$ -	\$ -	\$ -	\$ -
Union Pacific Railroad	\$ 401.05	\$ -	\$ -	\$ 401.05	\$ -
United Rentals	\$ -	\$ -	\$ -	\$ -	\$ -
W.L. Contractors, Inc.	\$ -	\$ -	\$ -	\$ -	\$ -
Wagner	\$ -	\$ -	\$ -	\$ -	\$ -
West Direct Equipment Savers	\$ -	\$ -	\$ -	\$ -	\$ -
Western Fleet Services	\$ -	\$ -	\$ -	\$ -	\$ -
Xcel Energy	\$ -	\$ -	\$ -	\$ -	\$ -
TOTALS -->	\$ 4,256,990.28	\$ -	\$ 2,921,059.03	\$ 1,317,422.25	\$ 18,509.00

EXHIBIT B

SUMMARY OF DOCUMENTS REVIEWED

SUMMARY OF DOCUMENTS REVIEWED

SERVICE PLANS

- First Amended and Restated Service Plan for Aerotropolis Area Coordinating Metropolitan District, City of Aurora Colorado, prepared by McGeady Becher P.C., dated October 16, 2017

DISTRICT AGREEMENTS

- Facilities Funding and Acquisition Agreement between Aerotropolis Area Coordinating Metropolitan District and The Aurora Highlands, LLC, prepared by McGeady Becher P.C., executed July 20, 2018
- 2017-2018 Operation Funding Agreement between Aerotropolis Area Metropolitan District and The Aurora Highlands, LLC, prepared by McGeady Becher P.C., executed on July 20, 2018
- First Amended and Restated Facilities Funding and Acquisition Agreement between Aerotropolis Area Coordinating Metropolitan District and The Aurora Highlands, LLC, prepared by McGeady Becher P.C., executed on August 23, 2018
- Intergovernmental Agreement Regarding Coordination of Facilities Funding for ATEC Metropolitan District No. 1 Projects between The Aurora Highlands Community Authority Board and Aurora Tech Center Development, LLC, prepared by McGeady Becher P.C. (unexecuted)

CONSTRUCTION DRAW REQUESTS

- AACMD Draw Request No. 01, dated September 7, 2018, revised October 15, 2018
- AACMD Draw Request No. 02, dated September 14, 2018
- AACMD Draw Request No. 03, dated September 30, 2018
- AACMD Draw Request No. 04, dated October 15, 2018
- AACMD Draw Request No. 05, dated November 13, 2018
- AACMD Draw Request No. 06, dated December 11, 2018
- AACMD Draw Request No. 07, dated January 15, 2019
- AACMD Draw Request No. 08, dated February 12, 2019
- AACMD Draw Request No. 09, dated March 12, 2019
- AACMD Draw Request No. 10, dated April 12, 2019
- AACMD Draw Request No. 11, dated May 16, 2019
- AACMD Draw Request No. 12, dated June 20, 2019
- AACMD Draw Request No. 13, dated July 18, 2019
- AACMD Draw Request No. 14, dated August 15, 2019
- AACMD Draw Request No. 15, dated September 19, 2019
- AACMD Draw Request No. 16, dated October 17, 2019
- AACMD Draw Request No. 17, dated November 21, 2019

- AACMD Draw Request No. 18, dated December 19, 2019
- AACMD Draw Request No. 19, dated January 16, 2020
- AACMD Draw Request No. 20, dated February 20, 2020
- AACMD Draw Request No. 21, dated March 19, 2020
- AACMD Draw Request No. 22, dated April 16, 2020
- AACMD Draw Request No. 23, dated May 21, 2020
- AACMD Draw Request No. 24, dated June 18, 2020
- AACMD Draw Request No. 25, dated July 16, 2020
- AACMD Draw Request No. 26, dated August 20, 2020
- AACMD Draw Request No. 27, dated September 17, 2020
- AACMD Draw Request No. 28, dated October 21, 2020
- AACMD Draw Request No. 29, dated November 17, 2020
- AACMD Draw Request No. 30, dated December 17, 2020
- AACMD Draw Request No. 31, dated January 18, 2021

Aerotropolis Area Coordinating Metropolitan District

Draw No. 31

January 25, 2021

<u>Vendor</u>	<u>Invoice No.</u>	<u>Date</u>	<u>Invoice Total</u>	<u>Capital Amount Requested</u>	<u>District - A Bonds</u>	<u>District - B Bonds</u>	<u>ARTA</u>	<u>ATEC</u>
Funding for contracts:								
Aggregate	PayApp3	12/31/20	114,361.18	114,361.18	114,361.18	-	-	-
AzTec	98567	12/15/20	960.00	960.00	960.00	-	-	-
AzTec	98589	12/15/20	3,240.35	3,240.35	1,879.40	-	1,360.95	-
AzTec	98543	12/14/20	10,421.06	10,421.06	6,044.21	-	4,376.85	-
Concrete Curb	PayApp3	12/31/20	15,154.21	15,154.21	15,154.21	-	-	-
CTL	566035	12/31/20	6,000.00	6,000.00	-	-	-	6,000.00
CTL	566219	12/31/20	9,491.00	9,491.00	-	-	-	9,491.00
CTL	566214	12/31/20	2,716.00	2,716.00	2,716.00	-	-	-
CTL	566216	12/31/20	3,530.00	3,530.00	3,530.00	-	-	-
CTL	566218	12/31/20	1,076.00	1,076.00	1,076.00	-	-	-
DCB	PayApp03	12/31/20	232,795.00	232,795.00	232,795.00	-	-	-
Dynaelectric	PayApp6	12/31/20	232,004.20	232,004.20	211,724.98	-	20,279.22	-
Golden Triangle	PayApp6	12/31/20	65,101.07	65,101.07	65,101.07	-	-	-
Iron Woman	PayApp11	12/31/20	12,685.70	12,685.70	12,685.70	-	-	-
JHL	PayApp9	12/31/20	2,285,776.32	2,285,776.32	1,362,196.97	-	923,579.35	-
Kelley Trucking	PayApp8	12/31/20	91,946.23	91,946.23	53,328.81	-	38,617.42	-
Martin Marietta	PayApp10	12/31/20	158,190.30	158,190.30	158,190.30	-	-	-
OX Blue	433747	12/31/20	4,536.00	4,536.00	4,536.00	-	-	-
Pase	PayApp21	12/25/20	451.25	451.25	451.25	-	-	-
Pase	PayApp10	12/25/20	21,641.00	21,641.00	12,551.79	-	9,089.21	-
Stormwater Risk Management	PayApp22	12/31/20	5,510.00	5,510.00	5,510.00	-	-	-
Stormwater Risk Management	PayApp13	12/31/20	760.00	760.00	760.00	-	-	-
Stormwater Risk Management	PayApp22	12/31/20	1,140.00	1,140.00	1,010.70	-	129.30	-
Stormwater Risk Management	PayApp20	12/31/20	8,284.00	8,284.00	8,284.00	-	-	-
Stormwater Risk Management	PayApp15	12/31/20	7,885.00	7,885.00	7,885.00	-	-	-
Stormwater Risk Management	PayApp16	12/31/20	4,370.00	4,370.00	4,370.00	-	-	-
Stormwater Risk Management	PayApp13	12/31/20	950.00	950.00	-	-	-	950.00
Stormwater Risk Management	PayApp09	12/31/20	25,650.01	25,650.01	-	25,650.01	-	-
Stormwater Risk Management	PayApp9	12/31/20	617.50	617.50	617.50	-	-	-
Union Pacific	90102222	11/11/20	401.05	401.05	-	-	401.05	-
Total Contracts			3,327,644.43	3,327,644.43	2,287,720.07	25,650.01	997,833.35	16,441.00

Aerotropolis Area Coordinating Metropolitan District

Draw No. 31

January 25, 2021

<u>Vendor</u>	<u>Invoice No.</u>	<u>Date</u>	<u>Invoice Total</u>	<u>Capital Amount Requested</u>	<u>District - A Bonds</u>	<u>District - B Bonds</u>	<u>ARTA</u>	<u>ATEC</u>
Funding for Design:								
Aecom	20445851	12/31/20	198,776.69	198,776.69	198,166.43	-	610.26	-
AzTec	98535	12/14/20	1,070.00	1,070.00	1,070.00	-	-	-
AzTec	98541	12/14/20	990.00	990.00	990.00	-	-	-
Beam Longest	65576	12/30/20	8,215.00	8,215.00	-	-	8,215.00	-
Beam Longest	65575	12/30/20	53,393.55	53,393.55	-	-	53,393.55	-
Beam Longest	65574	12/30/20	9,533.50	9,533.50	-	-	9,533.50	-
Big West	111	12/31/20	23,960.00	23,960.00	23,960.00	-	-	-
Big West	110	12/30/20	23,590.00	23,590.00	23,590.00	-	-	-
CTL	565798	12/31/20	4,750.00	4,750.00	-	-	4,750.00	-
CTL	566220	12/31/20	571.00	571.00	571.00	-	-	-
CTL	566221	12/31/20	1,475.00	1,475.00	1,475.00	-	-	-
E470	4047	12/17/20	22,798.80	22,798.80	(0.00)	-	22,798.80	-
EV Studio	CO18-031-20	12/29/20	3,875.00	3,875.00	3,875.00	-	-	-
Felsburg	28934	12/14/20	89,025.00	89,025.00	-	-	89,025.00	-
HR Green	140282	12/29/20	54,156.00	54,156.00	-	-	54,156.00	-
HR Green	140315	12/29/20	20,550.00	20,550.00	-	-	20,550.00	-
HR Green	140279	12/29/20	600.00	600.00	-	-	600.00	-
HR Green	140281	12/29/20	3,700.50	3,700.50	3,700.50	-	-	-
HR Green	140348	12/29/20	22,903.25	22,903.25	-	-	22,903.25	-
HR Green	140285	12/29/20	336.00	336.00	336.00	-	-	-
HR Green	140287	12/29/20	11,369.00	11,369.00	11,369.00	-	-	-
HR Green	140288	12/29/20	5,229.00	5,229.00	5,229.00	-	-	-
HR Green	140286	12/29/20	6,555.50	6,555.50	6,555.50	-	-	-
JHL	20770	12/31/20	168,400.00	168,400.00	168,400.00	-	-	-
My Asset Map	777-20-77-0511	01/03/21	26,370.00	26,370.00	26,370.00	-	-	-
Merrick	197407	12/28/20	5,472.77	5,472.77	3,174.21	-	2,298.56	-
Merrick	197404	12/28/20	10,606.13	10,606.13	6,151.56	-	4,454.57	-
Merrick	197403	12/28/20	1,598.09	1,598.09	926.09	-	671.19	-
Merrick	197399	12/28/20	582.00	582.00	582.00	-	-	-
Merrick	197401	12/28/20	680.19	680.19	150.07	-	530.12	-
Norris	01-62254	11/30/20	1,019.23	1,019.23	1,019.23	-	-	-
Norris	01-62405	11/30/20	8,802.77	8,802.77	8,802.77	-	-	-
Norris	01-62271	11/30/20	8,570.30	8,570.30	4,970.78	-	3,599.52	-
Norris	01-62389	11/30/20	6,308.25	6,308.25	6,308.25	-	-	-
Norris	01-62447	11/30/20	5,205.50	5,205.50	5,205.50	-	-	-
Norris	01-62458	11/30/20	3,272.50	3,272.50	3,272.50	-	-	-
Norris	01-62669	11/30/20	155.00	155.00	155.00	-	-	-
Norris	01-62275	11/30/20	4,595.00	4,595.00	4,595.00	-	-	-
Schedio	181106-0713	01/01/21	13,286.00	13,286.00	13,286.00	-	-	-
Schedio	181106-0715	01/01/21	13,053.33	13,053.33	-	13,053.33	-	-
Schedio	181107-0712	01/01/21	7,116.00	7,116.00	-	-	7,116.00	-
SRM	PayApp24	12/31/20	28,530.00	28,530.00	20,858.60	1,585.00	4,501.40	1,585.00
Summit Strategies	1283	01/04/21	48,300.00	48,300.00	37,934.82	-	9,882.18	483.00
Total Design			929,345.85	929,345.85	593,050.62	14,638.33	319,588.90	2,068.00
Total amount of checks				4,256,990.28	2,880,770.69	40,288.34	1,317,422.25	18,509.00
Total Amount of Draw 31				\$ 4,256,990.28	\$ 2,880,770.69	\$ 40,288.34	\$ 1,317,422.25	\$ 18,509.00
ARTA - Current Funding					(1)		305,546.00	
							\$ 1,011,876.25	
							(1) (2)	
				(1) Funded with A Bonds \$ 3,892,646.94				
				(2) To be reimbursed by ARTA in 2021				

Aerotropolis Area Coordinating Metro District

Check List

All Bank Accounts

January 21, 2021

Check Number	Check Date	Payee	Amount
Vendor Checks			
1895	01/21/21	AECOM Technical Services, Inc.	198,776.69
1896	01/21/21	Aggregate Industries	114,361.18
1897	01/21/21	Aztec Consultants, Inc	16,681.41
1898	01/21/21	Beam Longest Neff	71,142.05
1899	01/21/21	Big West Consulting	47,550.00
1900	01/21/21	Concrete Curb & Paving	15,154.21
1901	01/21/21	CTL Thompson, INC	29,609.00
1902	01/21/21	DCB Construction Company, Inc.	232,795.00
1903	01/21/21	Dynaelectric Company, Inc.	232,004.20
1904	01/21/21	E-470 Public Highway Authority	22,798.80
1905	01/21/21	EVstudio	3,875.00
1906	01/21/21	FELSBURG HOLT & ULLEVIG	89,025.00
1907	01/21/21	Golden Triangle Construction, Inc.	65,101.07
1908	01/21/21	HR Green Development, LLC	125,399.25
1909	01/21/21	Iron Woman	12,685.70
1910	01/21/21	JHL Constructors, Inc	2,454,176.32
1911	01/21/21	Kelley Trucking, Inc.	91,946.23
1912	01/21/21	Martin Marietta	158,190.30
1913	01/21/21	Merrick & Company	18,939.18
1914	01/21/21	My Asset Map LLC	26,370.00
1915	01/21/21	NORRIS DESIGN	37,928.55
1916	01/21/21	Ox Blue	4,536.00
1917	01/21/21	Pase Contracting Inc	22,092.25
1918	01/21/21	Schedio Group LLC	33,455.33
1919	01/21/21	STORMWATER RISK MANAGEMENT LLC	83,696.51
1920	01/21/21	Summit Strategies	48,300.00
1921	01/21/21	Union Pacific Railroad Company	401.05
Vendor Check Total			<u>4,256,990.28</u>
Check List Total			<u><u>4,256,990.28</u></u>

Check count = 27