

# 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: **December 23, 2020**  
 TIME: **11:00 A.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 MICROSOFT TEAMS AT:**

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_YjNiMWM2YzUtOWQ5YS00MTY4LWE4MzUtMTZkNzE4YThkYmM2%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%2278e91a46-bdcc-4fe5-980c-8ff3dcc70755%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_YjNiMWM2YzUtOWQ5YS00MTY4LWE4MzUtMTZkNzE4YThkYmM2%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%2278e91a46-bdcc-4fe5-980c-8ff3dcc70755%22%7d)

**Or dial in: 1-720-547-5281**

**Phone Conference ID: 228 085 193#**

### **I. ADMINISTRATIVE MATTERS**

A. Present disclosures of potential conflicts of interest.

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- 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. Approval of August 24, 2020, September 28, 2020, October 26, 2020 and November 23, 2020 special meeting minutes (enclosure).
- 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 – 42<sup>nd</sup> 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.

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### III. LEGAL MATTERS

None.

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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 \$48,199.34 (numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting) (enclosed).
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- B. Review and accept schedule of unaudited financial statements dated October 31, 2020 (to be distributed) and cash position report dated October 31, 2020, updated as of December 16, 2020 (enclosure).
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- 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. 30) Engineer’s Report and Verification of Costs No. 7 prepared by Schedio Group LLC (enclosure).

- D. Discuss and consider approval of recommendation to CAB for acceptance of the 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 (enclosure).

- E. Discuss and consider approval of recommendation to CAB for acceptance of the CAB and the District Engineer’s Report Concerning Acceptance of In-Tract Public Improvements No. 1 (The Aurora Highlands Filing No. 1) (to be distributed).

## V. CAPITAL PROJECTS

- A. Discuss and consider approval of Draw Request No. 30, in the total amount of \$7,574,236.29\*, prepared by the District’s accountant (to be distributed- Draw Request No. 30 Summary and list of draw checks):

CAB (A Bonds)	\$ 5,912,169.03
CAB (B Bonds)	\$ 6,356.42
ARTA	\$ 1,615,562.26
ATEC	\$ 39,670.00
Developer	<u>\$ 478.58</u>
Total:	<u>\$*7,574,236.29</u>

- B. Discuss and consider approval of Draw related to B Bond issuance in the total amount of \$5,403,732.81\*.

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

**Capital Projects:**

- C. Presentation from AECOM Technical Services, Inc. (“AECOM”) regarding CMAR Bid response and recommendation for award.
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1. Discuss and consider Lender Commitment to fund and approval of **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 (to be distributed).
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- D. Discuss and consider Lender Commitment to fund and approval of **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 in an amount to be determined, subject to approval of the Construction Committee.
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- E. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 02** to the Construction Agreement by and between the District and **Aggregate Industries – WCR, Inc.** for 42<sup>nd</sup> Ave. P2 NS Collector (Permit Fee Reimbursement), in the amount of \$46,288.19, subject to approval of the Construction Committee.
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- F. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 03** to Construction Agreement by and between the District and **Aggregate Industries – WCR, Inc.** 42<sup>nd</sup> Ave. P2 NS Collector (Additional Work to Excavate Subgrade), in the amount of \$3,640.00, subject to approval of the Construction Committee.
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- G. Discuss and consider Lender Commitment to fund and approval of **MSA** for Landscape Services by and between the District and **American Civil Constructors, LLC**, subject to approval of the Construction Committee.
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- H. Discuss and consider Lender Commitment to fund and approval of **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, subject to approval of the Construction Committee.
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- I. Discuss and consider Lender Commitment to fund and approval of **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, 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. 01** to Construction Agreement by and between the District and **Concrete Curb & Paving, LLC** for 42<sup>nd</sup> P2 NS Collector Parkway (Winter Weather Protection) in the amount of \$15,951.82, 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. 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, subject to approval of the Construction Committee.
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- L. Discuss and consider Lender Commitment to fund and approval of **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, subject to approval of the Construction Committee.
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- M. Discuss and consider Lender Commitment to fund and approval of **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, subject to approval of the Construction Committee.
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- N. Discuss and consider Lender Commitment to fund and approval of **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, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 (Sawcut, Remove & Stockpile Asphalt/Grading for Handicap Ramps) in the amount of \$4,600.00, subject to approval of the Construction Committee.
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- O. Discuss and consider approval of **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, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 (Delete All Splash Block at Main St P1-2) in the deductive amount of (\$100,076.15), subject to approval of the Construction Committee.
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- P. Discuss and consider Lender Commitment to fund and approval of **MSA** for Logo Design Services by and between the District and **The J. Cohn Marketing Group, Inc.**, subject to approval of the Construction Committee.
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- Q. Discuss and consider Lender Commitment to fund and approval of **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, 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. 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, 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. 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, subject to approval of the Construction Committee.
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- T. 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 Infrastructure Site Plan 01 - Buffer Area and CIG Plan Changes, in the amount of \$58,000.00, subject to approval of the Construction Committee.
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- U. 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 On Call Services, in the amount of \$100,000.00, subject to approval of the Construction Committee.
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- V. 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 E-470 Interchange Development Assistance, in the amount of \$131,250, subject to approval of the Construction Committee.
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- W. Discuss and consider approval of **Termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for Main St P1, subject to approval of the Construction Committee.
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- X. Discuss and consider approval of **Termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for 42<sup>nd</sup> P2, NS Collector, Pkwy Waterline, subject to approval of the Construction Committee.
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- Y. Discuss and consider approval of **Termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for Main St P3 Trib T Grading and EC, 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. 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, subject to approval of the Construction Committee.
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- AA. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 07** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 42<sup>nd</sup> Ave P2 NS Collector EWEC (Ongoing Erosion Control Management – Trib T) in the amount of \$51,500.00, subject to approval of the Construction Committee.
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- BB. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 09** to Construction Agreement and between the District and **Stormwater Risk Management, LLC** for 38<sup>th</sup> Place & 38<sup>th</sup> Avenue EWEC (Concrete Washout; Extend Maintenance through July 1, 2021; and Sediment Log) in the amount of \$24,555.00, subject to approval of the Construction Committee.
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- CC. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 10** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 38<sup>th</sup> Place & 38<sup>th</sup> Avenue EWEC (Tracking Pads – 12' Culvert) in the amount of \$2,148.00, subject to approval of the Construction Committee.
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- DD. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 10** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Main Street P1-2, 42<sup>nd</sup> & Aura Blvd P1 (Additional Rough Cut Street Controls), in the amount of \$1,115.00, subject to approval of the Construction Committee.
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- EE. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 11** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Main St P1-2, 42<sup>nd</sup> & Aura Blvd P1 (Ongoing Erosion Control Management – Main Street P1), in the amount of \$51,500.00, subject to approval of the Construction Committee.
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- FF. Discuss and consider approval of **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), subject to approval of the Construction Committee.
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- GG. Presentation by AECOM regarding current status of construction and proposed design and construction for 2021.
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## VI. ARTA MATTERS

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## 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.
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## VIII. OTHER BUSINESS

- A.
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## IX. ADJOURNMENT

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**THE NEXT REGULAR MEETING IS SCHEDULED FOR JANUARY 25, 2021.**

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
AEROTROPOLIS AREA COORDINATING  
METROPOLITAN DISTRICT (“DISTRICT”)  
HELD  
AUGUST 24, 2020**

A special meeting of the Board of Directors of the District, County of Adams (referred to hereafter as the “Board”) was convened on Monday, August 24, at 1:00 p.m. at the Information Center, 3900 E. 470 Beltway, Aurora, Colorado 80019. 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 Directors Hopper and 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  
Cynthia (“Cindy”) Shearon

**Also In Attendance Was:**

MaryAnn McGeady, Esq., Elisabeth A. Cortese, Esq., and Jon Hoistad, Esq.;  
McGeady Becher P.C.  
Debra Sedgeley, Denise Denslow, Anna Jones, Nic Carlson and Zachary Leavitt;  
CliftonLarsonAllen LLP (“CLA”)  
Kamille Curylo and Tanya Barton; Kutak Rock LLP

**ADMINISTRATIVE  
MATTERS**

**Quorum/Disclosure of Potential Conflicts of Interest:** The Board confirmed a quorum and excused the absence of Director Ferreira. 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.

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

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

**Meeting Location:** 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 Sheldon, seconded by Director Shearon 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 Directors Hopper and 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 taxpayers within the District's boundaries have been received.

## **CONSENT AGENDA**

The Board considered the following actions:

- A. Review and consider approval of Minutes from the July 16, 2020 Special Meeting, the July 21, 2020 Special Meeting and the July 29, 2020 Special Meeting.
- B. Ratify approval of Intergovernmental Agreement Regarding Design and Construction of The Aurora Highlands Parkway by and between Aerotropolis Area Coordinating Metropolitan District ("District") and Aerotropolis Regional Transportation Authority ("ARTA").
- C. Ratify approval of Plans and Specifications Budget.
- D. Ratify approval of Task Order No. 43 under the Master Service Agreement ("MSA") for Pre-Construction Services by and between the District and Contour Services, LLC for The Aurora Highlands Street Lighting.
- E. Ratify approval of Task Order No. 24 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for The Aurora Highlands – Main Street Soccer Field Study.
- F. Ratify approval of Task Order No. 20 under the MSA for Planning and Architectural Services by and between the District and Norris Design, Inc. for Park 03 Site Plan, in the amount of \$160,000.
- G. Ratify approval of Task Order No. 23 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Infrastructure Site Plan 04, in the amount of \$115,000.

Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried, the Board approved and/or ratified approval of Items A through D above; and, as part of the same motion, submitted Items E, F and G to the Construction Committee for its review.

**LEGAL MATTERS** **Waiver and Release by Green Valley Aurora, LLC and Aurora Highlands, LLC (“GVA Waiver and Release”)**: Attorney McGeady reviewed the GVA Waiver and Release with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board acknowledged the GVA Waiver and Release.

**Waiver and Release by Clayton Properties Group II, Inc., for itself and as successor in interest to C&H Ranch Company, LLC, HC Development & Management Services Inc., Oakwood Homes, LLC, and the Oakwood Entities (“Clayton Waiver and Release”)**: Attorney McGeady reviewed the Clayton Waiver and Release with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board acknowledged the Clayton Waiver and Release.

**Engagement Letter with Murray Dahl Beery Renaud LLP for District Employment Law Services (“Engagement Letter”)**: Attorney McGeady reviewed the Engagement Letter with the Board, noting this engagement will address the separation agreement between the District and its Program Manager. Following discussion, upon a motion duly made by director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board approved the Engagement Letter.

## **FINANCIAL MATTERS**

**Claims:** Ms. Sedgeley reviewed the interim claims with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board ratified approval of payment of interim claims, consisting of check nos. 1708 – 1709 and four (4) wire transfers, in the total amount of \$166,349.58.

**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 Sheldon, seconded by Director Shearon 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 \$62,524.89.

**Lender Funding Request and Payment of Claims Drawn Against the 2020A Bonds:** Ms. Sedgeley reviewed the Lender funding request with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by

Director Shearon and, upon vote, unanimously carried by roll call, the Board acknowledged approval of the Lender funding request and approved payment of claims drawn against the 2020A Bonds, in the amount of \$2,008,110.33.

**Lender Funding Request and Payment of Claims Exchanged for 2020B Bonds:** Ms. Sedgeley reviewed the Lender funding request with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board acknowledged approval of the Lender funding request and approved payment of claims exchanged for 2020B Bonds, in the amount of \$20,295.39.

**Schedule of Unaudited Financial Statements dated June 30, 2020 and Cash Position Report dated June 30, 2020, updated as of August 18, 2020:** Ms. Sedgeley reviewed the Schedule of Unaudited Financial Statements and Cash Position Report with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board accepted the Schedule of Unaudited Financial Statements dated June 30, 2020 and the Cash Position Report dated June 30, 2020, updated as of August 18, 2020.

**The Aurora Highlands Community Authority Board (“CAB”) and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 26) prepared by Schedio Group LLC (“Engineer’s Report”):** Attorney McGeady reviewed the Engineer’s Report with the Board, noting that it indicates costs have been reviewed and verified by Schedio Group LLC, District staff, the Lender and the Lender’s accountant. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board approved the recommendation to the CAB for acceptance of the Engineer’s Report.

**Schedule for Processing Future Draws and Board Meetings:** Attorney McGeady presented to the Board two documents concerning the processing of future draws on the Bonds. The first was a Memorandum Concerning the Conditions of Lender Preparation of Job and Cost Codes dated August 23, 2020 (“Memorandum”). The Memorandum describes costs to be included and excluded from Job and Cost Codes. The second was an excel spreadsheet detailing the steps of Job and Cost Coding and approval, the timing for each step, and the dates by which each step must be completed for timely draw processing. The Board approved both of these documents and the processes generally set forth therein, subject to continued revision over time, and directed staff to process Draw No. 27 according to the terms of the Memorandum until a permanent letter agreement can be prepared and agreed to by and among the District, the CAB, and the Lender.

**CAPITAL  
PROJECTS**

**Draw Request No. 26:** Director Hopper reviewed Draw Request No. 26 with the Board.

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Draw Request No. 26, in the amount of \$3,237,074.39, as shown below:

CAB (A Bonds)	\$2,008,110.33
CAB (B Bonds)	\$ 20,295.39
ARTA	\$1,162,646.24
ATEC	\$ 23,722.43
Developer	\$ 22,300.00
<b>Total:</b>	<b>\$3,237,074.39</b>

**AEROTROPOLIS  
AREA  
COORDINATING  
CAPITAL  
PROJECTS**

**MSA for Program Management, Design, and Construction Support Services by and between the District and AECOM Technical Services, Inc.:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved the MSA for Program Management, Design, and Construction Support Services by and between the District and AECOM Technical Services, Inc., upon review and recommendation by the Construction Committee.

**MSA for Design Engineering and Related Services by and between the District and AECOM (“Design Engineering MSA”):** Following discussion, it was determined that the Design Engineering MSA was not necessary, as the MSA for Program Management, Design, and Construction Support Services by and between the District and AECOM Technical Services, Inc. had been revised to encompass these services.

**Task Order No. 1 under the MSA for Program Management, Design, and Construction Support Services by and between the District and AECOM Technical Services, Inc., for Program Management Support Services - Phase 1:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Task Order No. 1 under the MSA for Program Management, Design, and Construction Support Services by and between the District and AECOM Technical Services, Inc., for Program Management Support Services – Phase 1 in the amount of \$480,855.00, upon review and recommendation by the Construction Committee.

**Change Order No. 02 to Task Order No. 15 under the MSA for Surveying Services by and between the District and Aztec Consultants, Inc., for Main Street Phase 1:** Following discussion, upon motion duly

made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 02 to Task Order No. 15 under the MSA for Surveying Services by and between the District and Aztec Consultants, Inc., for Main Street Phase 1 in the amount of \$4,860.00, upon review and recommendation by the Construction Committee.

**Change Order No. 01 to Task Order No. 45 under the MSA for Surveying Services by and between the District and Aztec Consultants, Inc. for Miscellaneous Conduit Staking:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 01 to Task Order No. 45 under the MSA for Surveying Services by and between the District and Aztec Consultants, Inc. for Miscellaneous Conduit Staking in the amount of \$10,000.00, upon review and recommendation by the Construction Committee.

**Task Order No. 32 under the MSA for Geotechnical Services by and between the District and CTL Thompson, Inc. for I-70 Interchange Design Report:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Task Order No. 32 under the MSA for Geotechnical Services by and between the District and CTL Thompson, Inc. for I-70 Interchange Design Report in the amount of \$7,500.00, upon review and recommendation by the Construction Committee.

**Change Order No. 01 to Task Order No. 9 under the MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for Testing for Additional Tributary Run of Sanitary Sewer:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 01 to Task Order No. 9 under the MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for Testing for Additional Tributary Run of Sanitary Sewer in the amount of \$8,000.00, upon review and recommendation by the Construction Committee.

**Service Agreement for Clock Tower Inspection and Maintenance Services by and between the District and Front Range Services, Incorporated:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved the Service Agreement for Clock Tower Inspection and Maintenance Services by and between the District and Front Range Services, Incorporated, upon review and recommendation by the Construction Committee.



**Change Order No. 01 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for 38<sup>th</sup> Place Utilities:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 01 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for 38<sup>th</sup> Place Utilities in the amount of \$33,142.56, upon review and recommendation by the Construction Committee.

**Change Order No. 11 under the Construction Agreement (Entry Monument) by and between the District and JHL Constructors, Inc. for Entry Monument Phase 1:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 11 under the Construction Agreement (Entry Monument) by and between the District and JHL Constructors, Inc. for Entry Monument Phase 1 in the amount of \$14,074.00, upon review and recommendation by the Construction Committee.

**Change Order No. 02 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Tributary T Aurora Parkway Phase 3 and Main Street Phase 3:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 02 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Tributary T Aurora Parkway Phase 3 and Main Street Phase 3 in the amount of \$56,291.21, upon review and recommendation by the Construction Committee.

**Change Order No. 02 under the Construction Agreement by and between the District and Kelley Trucking, Inc. for 38<sup>th</sup> Parkway Powhatan to Monaghan:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 02 under the Construction Agreement by and between the District and Kelley Trucking, Inc. for 38<sup>th</sup> Parkway Powhatan to Monaghan in the deductive amount of (\$13,740.00), upon review and recommendation by the Construction Committee.

**Change Order No. 04 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver), for Main Street Phase 1 and 2, 42<sup>nd</sup> Avenue and Aura Boulevard Phase 1:** Following discussion, upon motion duly made by Director Sheldon,

seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 04 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver), for Main Street Phase 1 and 2, 42<sup>nd</sup> Avenue and Aura Boulevard Phase 1 in the amount of \$401,442.31, upon review and recommendation by the Construction Committee.

**Change Order No. 05 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver), for Main Street Phase 1 and 2, 42<sup>nd</sup> Avenue and Aura Boulevard Phase 1:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 05 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver), for Main Street Phase 1 and 2, 42<sup>nd</sup> Avenue and Aura Boulevard Phase 1 in the amount of \$50,516.00, upon review and recommendation by the Construction Committee.

**Change Order No. 01 to Task Order No. 22 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Initial Survey Plat-01 Amendment 1:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 01 to Task Order No. 22 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Initial Survey Plat-01 Amendment 1 in the amount of \$154,250.00, upon review and recommendation by the Construction Committee.

**Change Order No. 01 to Task Order No. 10 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Tributary T:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 01 to Task Order No. 10 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Tributary T in the amount of \$102,150.00, upon review and recommendation by the Construction Committee.

**Change Order No. 01 to Task Order No. 15 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Park 01:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 01 to Task Order No. 15 under the MSA for Planning and Landscape Architecture Services by and between the District

and Norris Design, Inc. for Park 01, upon review and recommendation by the Construction Committee.

**Task Order No. 25 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for E-470 Aesthetic Upgrades and Landscaping:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Task Order No. 25 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for E-470 Aesthetic Upgrades and Landscaping in the amount of \$155,150.00, upon review and recommendation by the Construction Committee.

**Task Order No. 26 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Community Feature (Round-a-Bout Art):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Task Order No. 26 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Community Feature (Round-a-Bout Art), upon review and recommendation by the Construction Committee.

**Task Order No. 27 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Community Markers:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Task Order No. 27 under the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc. for Community Markers, upon review and recommendation by the Construction Committee.

**Change Order No. 03 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector Parkway Waterline:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 03 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector Parkway Waterline in the amount of \$5,000.00 upon review and recommendation by the Construction Committee.

**Change Order No. 04 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector Parkway Waterline:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 04 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector Parkway Waterline in the amount of \$1,500.00, upon review and recommendation by the Construction Committee.

**Change Order No. 03 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Main Street Phase 3 Tributary T EWEC:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 03 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Main Street Phase 3 Tributary T EWEC in the amount of \$6,100.00, upon review and recommendation by the Construction Committee.

**Change Order No. 09 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Main Street Phase 1:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 09 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Main Street Phase 1 in the amount of \$6,235.50, upon review and recommendation by the Construction Committee.

**Change Order No. 01 under the Construction Agreement between the District and Premier Earthwork and Infrastructure, Inc. for Community Markers:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 01 under the Construction Agreement between the District and Premier Earthwork and Infrastructure, Inc. for Community Markers in the deductive amount of (\$12,605.40), upon review and recommendation by the Construction Committee.

**Change Order No. 05 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector EWEC:**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 05 under the Construction Agreement

by and between the District and Stormwater Risk Management, LLC, for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector EWEC in the amount of \$15,822.90, upon review and recommendation by the Construction Committee.

**Task Order No. 21 to MSA for Stormwater Management Services by and between the District and Stormwater Risk Management, LLC for Extension of Stormwater Management Services through June 30, 2021:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Task Order No. 21 to MSA for Stormwater Management Services by and between the District and Stormwater Risk Management, LLC for Extension of Stormwater Management Services through June 30, 2021 in the amount of \$292,493.60, upon review and recommendation by the Construction Committee.

**MSA by and between the District and Summit Strategies, Inc., for Executive Program Management Services:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved the MSA by and between the District and Summit Strategies, Inc., for Executive Program Management Services, upon review and recommendation by the Construction Committee.

**Change Order No. 09 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Main Street Phase 1 Utilities:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 09 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Main Street Phase 1 Utilities in the amount of \$1,081.75, upon review and recommendation by the Construction Committee.

**Change Order No. 11 under the Construction Agreement by and between the District and Wagner Construction, Inc. – Colorado, for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector Parkway Waterline:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved Change Order No. 11 under the Construction Agreement by and between the District and Wagner Construction, Inc. – Colorado, for 42<sup>nd</sup> Avenue Phase 2 and North/South Collector Parkway Waterline in the amount of \$2,108.52, upon review and recommendation by the Construction Committee.

**Report from Project Manager:** There was no report from the Project Manager available at this time.

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**ARTA MATTERS**

**Task Order No. 06 under the MSA for Civil Engineering by and between the District and Felsburg Holt & Ullevig for the Final Design of E-470 and 38<sup>th</sup> Avenue Interchanges:** Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll, the Board approved Task Order No. 06 under the MSA for Civil Engineering by and between the District and Felsburg Holt & Ullevig for the Final Design of E-470 and 38<sup>th</sup> Avenue Interchanges.

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**EXECUTIVE  
SESSION**

Not needed.

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**OTHER BUSINESS**

None.

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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
AEROTROPOLIS AREA COORDINATING  
METROPOLITAN DISTRICT (“DISTRICT”)  
HELD  
SEPTEMBER 28, 2020**

A special meeting of the Board of Directors of the District, County of Adams (referred to hereafter as the “Board”) was convened on Monday, September 28, 2020 at 3:00 p.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  
Cynthia (“Cindy”) Shearon

**Also In Attendance Was:**

MaryAnn McGeady, Esq., Elisabeth A. Cortese, Esq., Jon Hoistad, Esq.; McGeady Becher P.C.  
Tony Felitsky, Tony Devito and Corey; AECOM  
Debra Sedgeley, Denise Denslow, Anna Jones, Nic Carlson and Brittany Superchi; CliftonLarsonAllen LLP (“CLA”)  
Kamille Curylo, Esq. and Tanya Barton, Esq.; Kutak Rock LLP  
Jerry Jacobs and Brittany Barnett; Timberline District Consulting, LLC  
Rita Connerly, Esq.; Fairfield and Woods P.C.  
Deanna Hopper; The Aurora Highlands Community Authority Board (“CAB”) Board Member (for a portion of the meeting)

**ADMINISTRATIVE  
MATTERS**

**Quorum/Disclosure of Potential Conflicts of Interest:** The Board confirmed a quorum and excused the absence of Director Ferreira. 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.

**Confirmation of Meeting Location/Posting of Notice:** 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 Board approved the Agenda, as presented.

**Public Comment:** There is no public comment.

## **CONSENT AGENDA**

The Board considered the following actions:

- A. Ratify approval of **Task Order No. 24** under the Master Service Agreement ("MSA") for Planning and Landscape Architecture Services by and between the Aerotropolis Area Coordinating Metropolitan District ("District") and **Norris Design, Inc.** for The Aurora Highlands – Main Street Soccer Field Study, in the amount of \$10,700.
- B. Ratify approval of **Task Order No. 20** under the MSA for Planning and Architectural Services by and between the District and **Norris Design, Inc.** for Park 03 Site Plan, in an amount not to exceed \$160,000.
- C. Ratify approval of **Task Order No. 23** under the MSA for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for Infrastructure Site Plan 04, in an amount not to exceed \$115,000.
- D. Ratify approval of **MSA** by and between the District and **AECOM Technical Services, Inc.** for Program Management, Design, and Construction Support Services.



- E. Ratify approval of **Task Order No. 01** under the MSA by and between the District and **AECOM Technical Services, Inc.** for Program Management, Design, and Construction Support Services, for Program Management Support Services – Phase 1 in the amount of \$480,885.
- F. Ratify approval of **Change Order No. 01** under the Construction Agreement by and between the District and **BT Construction, Inc.** for The Aurora Highlands Parkway Zone 3 36-Inch Waterline, in the deductive amount of (\$7,125.00).
- G. Ratify approval of **Notice of Award** of Construction Contract to **Golden Triangle Construction, Inc.** for Entry Monument Phase 2, in the amount of \$2,327,388, and authorization of execution of Notice to Proceed.

Following discussion, upon a motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote, unanimously carried, the Board approved Items D, E, F and G; and, as part of the same motion, deferred items A, B and C to the Construction Committee for further review.

**LEGAL MATTERS** **Memorandum of Understanding by and between the District and Richmond American Homes of Colorado, Inc. concerning shared control measures in the use of stormwater discharge permitted areas (“MOU”)**: Attorney Hoistad reviewed the MOU with the Board. 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 MOU.

**Engagement of Brownstein Hyatt Farber Schreck, LLP for Construction Contracting Matters**: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Hopper and, upon vote, unanimously carried by roll call, the Board approved the engagement of Brownstein Hyatt Farber Schreck, LLP for Construction Contracting Matters.

**Resolution No. 2020-09-01; Resolution Establishing Parameters Relating to Public Bidding and Construction Contracts (“Resolution”)**: Attorney Cortese reviewed the Resolution with the Board. This matter was deferred to the next meeting.

## **FINANCIAL MATTERS**

**Claims**: Ms. Sedgeley reviewed the interim claims with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board ratified approval of payment of interim claims, consisting of check nos. 1747 – 1748 and five (5) wire transfers, in the amount of \$15,846.82.

**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 Sheldon, seconded by Director Shearon 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 \$59,263.67.

**Lender Funding Request and Payment of Claims Drawn Against the 2020A**

**Bonds:** Ms. Sedgeley reviewed the Lender funding request with the Board, noting that \$900,000 is being withdrawn from the District's construction reserve. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board acknowledged approval of the Lender funding request and approved claims drawn against the 2020A Bonds, in the amount of \$2,980,765.40, minus the \$900,000 being withdrawn from the District's reserve.

**Lender Funding Request and Payment of Claims Exchanged for 2020B**

**Bonds:** Ms. Sedgeley reviewed the Lender funding request with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board acknowledged approval of the Lender funding request and approved payment of claims exchanged for 2020B Bonds, in the amount of \$1,585.00.

**Schedule of Unaudited Financial Statements dated July 31, 2020 and Cash Position Report dated July 31, 2020, updated as of September 23, 2020:**

Ms. Sedgeley reviewed the Schedule of Unaudited Financial Statements and Cash Position Report with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Hopper and, upon vote, unanimously carried by roll call, the Board accepted the Schedule of Unaudited Financial Statements dated July 31, 2020 and the Cash Position Report dated July 31, 2020, updated as of September 23, 2020.

**CAB and District Engineer's Report and Verification of Costs Associated with Public Improvements (Draw No. 27) prepared by Schedio Group LLC ("Engineer's Report"):**

Director Hopper reviewed the Engineer's Report with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Hopper and, upon vote, unanimously carried by roll call, the Board approved the recommendation to the CAB for acceptance of the Engineer's Report.

**Schedule for Processing Future Draws and Board meetings:** The Board discussed the schedule for processing future draws, which has been updated.

**CAPITAL  
PROJECTS**

**Draw Request No. 27:** Director Hopper reviewed Draw Request No. 27 with the Board.

Following discussion, upon motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote unanimously carried by roll call, the Board approved Draw Request No. 27, in the amount of \$3,963,699.01, as shown below:

CAB (A Bonds)	\$ 2,980,765.40
CAB (B Bonds)	\$ 1,585.00
ARTA	\$ 920,160.74
ATEC	\$ 9,564.34
Developer	\$ 51,623.53
<b>Total:</b>	<b>\$ 3,963,699.01</b>

Director Hopper noted this draw is being partially funded with \$900,000 of District construction reserves and the total amount shown minus the cost of issuance will be the correct draw amount.

## **CAPITAL PROJECTS**

**Proposal for engagement of Construction Manager:** This matter was deferred.

**Task Order No. 02 to MSA for Program Management, Design and Construction Support Services by and between the District and AECOM Technical Services, Inc. for As Needed Support Services:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved the **Task Order No. 02** to MSA for Program Management, Design and Construction Support Services by and between the District and **AECOM Technical Services, Inc.** for As Needed Support Services in the amount of \$250,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 03 to MSA for Program Management, Design and Construction Support Services by and between the District and AECOM Technical Services, Inc. for Program Management Support Services – Phase 1 – Direct Costs:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 03** to MSA for Program Management, Design and Construction Support Services by and between the District and **AECOM Technical Services, Inc.** for Program Management Support Services – Phase 1 – Direct Costs in the amount of \$50,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**MSA for Limited Construction Management Services by and between the CAB and AECOM Technical Services, Inc.:** This matter was deferred.

**Task Order No. 01 to MSA for Limited Construction Management Services by and between the CAB and AECOM Technical Services, Inc. for First Phase of Services:** This matter was deferred.

**Task Order to MSA for Surveying Services by and between the District and Aztec Consultants, Inc. for Dry Utilities Coordination:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Task Order** to MSA for Surveying Services by and between the District and **Aztec Consultants, Inc.** for Dry Utilities Coordination in the amount of \$5,670, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order to MSA for Surveying Services by and between the District and Aztec Consultants, Inc. for Mainstreet Phase 1-2, 42<sup>nd</sup> Ave and AURA Blvd Phase 1 – Utilities (Additional Lateral Staking):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Task Order** to MSA for Surveying Services by and between the District and **Aztec Consultants, Inc.** for Mainstreet Phase 1-2, 42<sup>nd</sup> Ave and AURA Blvd Phase 1 - Utilities (Additional Lateral Staking) in the amount of \$11,220, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 02 to Construction Agreement by and between the District and Brightview Landscape Development, Inc. for E-470 Maintenance Building (Re-connect to E-470 and Reset Irrigation):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 02** to Construction Agreement by and between the District and **Brightview Landscape Development, Inc.** for E-470 Maintenance Building (Re-connect to E-470 and Reset Irrigation) in the amount of \$4,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order to Task Order No. 09 to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc. for Sanitary Sewer F1 (Testing for Additional Tributary Run and Sanitary Work):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order to Task Order No. 09** to MSA for Geotechnical Services by and between the District and **CTL Thompson, Inc.** for Sanitary Sewer F1 (Testing for Additional Tributary Run and Sanitary Work) in the amount of \$2,572.50, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc. for 15-SRM 42<sup>nd</sup> Ave P1, Aura Blvd P1-2, EWEC & Demo:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Task Order** to MSA for Geotechnical Services by and between the District and **CTL Thompson, Inc.** for 15-SRM 42<sup>nd</sup> Ave P1, Aura Blvd P1-2, EWEC & Demo in the amount of \$3,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Notice of Award of Construction Contract to DCB Construction Company, Inc. for Entry Monument 5A and B:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved the **Notice of Award** of Construction Contract to **DCB Construction Company, Inc.** for Entry Monument 5A and B, in the amount of \$596,347, and authorization of execution of Notice to Proceed, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Notice of Award of Construction Contract to Dynalectric Company for Street Lighting:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved the **Notice of Award** of Construction Contract to **Dynalectric Company** for Street Lighting, in the amount of \$2,317,721.38, and authorization of execution of Notice to Proceed, 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 Golden Triangle Construction, Inc. for Entry Monument Phase 2 (Monument Sign Channel Letters and Logo Features):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 01** to Construction Agreement by and between the District and **Golden Triangle Construction, Inc.** for Entry Monument Phase 2 (Monument Sign Channel Letters and Logo Features) in the amount of \$30,067, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 01 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for 38<sup>th</sup> Place Utilities (Additional Scope for Curb and Gutter), in the amount of \$33,142.56 (“Iron Woman Change Order No. 01”):** Following discussion, it was determined that Iron Woman Change Order No. 01 was previously approved at the August 24, 2020 Special Meeting and no additional action was necessary.

**Change Order No. 11 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for Mainstreet P1-2, 42<sup>nd</sup> Ave and Aura Blvd P1 – Concrete (Additional Bond Costs):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 11** under the Construction Agreement by and between the District and **Iron Woman Construction & Environmental Services, LLC** for Mainstreet P1-2, 42<sup>nd</sup> Ave and Aura Blvd P1 – Concrete (Additional Bond Costs) in the amount of \$1,135, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 08 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 – Utilities (Waterline Redesign):**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 08** under the Construction Agreement by and between the District and **Iron Woman Construction & Environmental Services, LLC** for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 – Utilities (Waterline Redesign) in the amount of \$107,237.97, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 11 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 – Utilities (Remove and Relocate Inlet):**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 11** under the Construction Agreement by and between the District and **Iron Woman Construction & Environmental Services, LLC** for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 – Utilities (Remove and Relocate Inlet) in the amount of \$22,889.29, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 06 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for E-470 38<sup>th</sup> Place (Adj. Boxes):**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 06** under the Construction Agreement by and between the District and **Iron Woman Construction & Environmental Services, LLC** for E-470 38<sup>th</sup> Place (Adj. Boxes) in the deductive amount of (\$24,765.37), upon review and recommendation by the Construction Committee.

**Change Order No. 05 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for Mainstreet P1 & 2, 42<sup>nd</sup> Ave P1, Aura Blvd P1 (COA Permit Fee – Main Street Phase 1):**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 05** under the Construction Agreement by and between the District and **Iron Woman Construction & Environmental Services, LLC** for Mainstreet P1 & 2, 42<sup>nd</sup> Ave P1, Aura Blvd P1 (COA Permit Fee – Main Street Phase 1) in the amount of \$27,671.05, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 06 under the Construction Agreement by and between the District and Iron Woman Construction & Environmental Services, LLC for Mainstreet P1 & 2, 42nd Ave P1, Aura Blvd P1 (COA Permit Fee – Main Street Phase 1):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 06** under the Construction Agreement by and between the District and **Iron Woman Construction & Environmental Services, LLC** for Mainstreet P1 & 2, 42nd Ave P1, Aura Blvd P1 (COA Permit Fee – Main Street Phase 1) in the amount of \$17,522.19, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 05 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 and Mainstreet P3 (Storm Lateral Conduit Relocation):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 05** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Mainstreet P3 (Storm Lateral Conduit Relocation) in the amount of \$42,009.39, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 06 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 and Mainstreet P3 (Scarify 42<sup>nd</sup> and N/S Collector):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 06** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Mainstreet P3 (Scarify 42<sup>nd</sup> and N/S Collector) in the amount of \$3,366.33, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 07 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 and Mainstreet P3 (50% db Electrical Engineering Fee & Construction Cost):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 07** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Mainstreet P3 (50% db Electrical Engineering Fee & Construction Cost) in the amount of \$63,367.36, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 08 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 and Mainstreet P3 (Handrail Powder Coating, Ameristar Fence Safety):**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 08** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Mainstreet P3 (Handrail Powder Coating, Ameristar Fence Safety) in the amount of \$20,420.62, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 02 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 and Mainstreet P3 (Proposed Temporary Road PCO) in the amount of \$56,291.21 (“JHL Change Order No. 02”):**

Following discussion, it was determined that JHL Change Order No. 02 was previously approved at the August 24, 2020 Special Meeting and no additional action was necessary.

**Change Order No. 04 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Infrastructure and Mainstreet P3 (Stabilize Subgrade):**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 04** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Infrastructure and Mainstreet P3 (Stabilize Subgrade) in the amount of \$42,773.92, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**MSA for Limited Construction Management Services by and between the CAB and JHL Constructors, Inc.:**

This matter was deferred.

**Task Order No. 01 to MSA for Limited Construction Management Services by and between the CAB and JHL Constructors, Inc. for First Phase of Services:**

This matter was deferred.

**Change Order No. 02 under the Construction Agreement by and between the District and Kelley Trucking, Inc. for Trib T EWEC (Sediment Basin):**

Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 02** under the Construction Agreement by and between the District and **Kelley Trucking, Inc.** for Trib T EWEC (Sediment Basin) in the deductive amount of (\$13,740.90), upon review and recommendation by the Construction Committee.



**Change Order No. 03 under the Construction Agreement by and between the District and Kelley Trucking, Inc. for Trib T EWEC (Fill Material Movement):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 03** under the Construction Agreement by and between the District and **Kelley Trucking, Inc. for Trib T EWEC (Fill Material Movement)** in the amount of \$647,264.90, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Service Agreement by and between the District and Lisa Browne Marketing L.L.C. for Logo and Website Design Services:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved the **Service Agreement** by and between the District and **Lisa Browne Marketing L.L.C. for Logo and Website Design Services**, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 06 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver) for Mainstreet P2, Reserve, 38<sup>th</sup> Pkwy Grading (Additional Work on Main and 38<sup>th</sup>):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 06** under the Construction Agreement by and between the District and **Martin Marietta Materials, Inc. (Denver)** for Mainstreet P2, Reserve, 38<sup>th</sup> Pkwy Grading (Additional Work on Main and 38<sup>th</sup>) in the amount of \$36,213.90, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 07 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver) for Mainstreet P2, Reserve, 38<sup>th</sup> Pkwy Grading (Temporary Roads):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 07** under the Construction Agreement by and between the District and **Martin Marietta Materials, Inc. (Denver)** for Mainstreet P2, Reserve, 38<sup>th</sup> Pkwy Grading (Temporary Roads) in the amount of \$690,551.80, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 08 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver) for Mainstreet P2, Reserve, 38<sup>th</sup> Pkwy Grading (Remove Paved Median and Install Road Base):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 08** under the Construction Agreement by and between the District and **Martin Marietta Materials, Inc. (Denver)** for Mainstreet P2, Reserve, 38<sup>th</sup> Pkwy Grading (Remove Paved Median and Install

Road Base) in the amount of \$30,730.50, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 09 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver) for Mainstreet P2, Reserve, 38th Pkwy Grading (Grading and Cutting East Side):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 09** under the Construction Agreement by and between the District and **Martin Marietta Materials, Inc. (Denver)** for Mainstreet P2, Reserve, 38th Pkwy Grading (Grading and Cutting East Side) in the amount of \$42,500.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 10 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Mainstreet P1 EWEC (Pase COR 9325):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 10** under the Construction Agreement by and between the District and **Pase Contracting, Inc. - Colorado** for Mainstreet P1 EWEC (Pase COR 9325) in the amount of \$26,241.75, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 04 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Trib T EWEC (Miscellaneous Work):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 04** under the Construction Agreement by and between the District and **Pase Contracting, Inc. - Colorado** for Trib T EWEC (Miscellaneous Work) in the amount of \$9,237.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 05 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Mainstreet P3 Trib T EWEC (Safety Fence):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 05** under the Construction Agreement by and between the District and **Pase Contracting, Inc. - Colorado** for Mainstreet P3 Trib T EWEC (Safety Fence) in the amount of \$2,740, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 06 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Mainstreet P3 Trib T EWEC (Results from COA & SRM Inspections):** Following discussion, upon

motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 06** under the Construction Agreement by and between the District and **Pase Contracting, Inc. - Colorado** for Mainstreet P3 Trib TEWEC (Results from COA & SRM Inspections) in the amount of \$45,384.50, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 11 under the Construction Agreement by and between the District and Pase Contracting, Inc. - Colorado for Mainstreet P1 EWEC (Miscellaneous Work):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 11** under the Construction Agreement by and between the District and **Pase Contracting, Inc. - Colorado** for Mainstreet P1 EWEC (Miscellaneous Work) in the amount of \$10,012, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 01 under the Construction Agreement by and between the District and Premier Earthwork and Infrastructure, Inc. for Community Markers (Reconcile Contract) in the deductive amount of (\$12,605.40) (“Premier Change Order No. 01”):** Following discussion, it was determined that Premier Change Order No. 01 was previously approved at the August 24, 2020 Special Meeting and no additional action was necessary.

**Change Order No. 14 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 42<sup>nd</sup> P1 Aura P1-P2 EWEC (Fencing Removal):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 14** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 42<sup>nd</sup> P1 Aura P1-P2 EWEC (Fencing Removal) in the amount of \$53,766, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 06 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 42<sup>nd</sup> P2 NS Collector EWEC:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 06** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 42<sup>nd</sup> P2 NS Collector EWEC (Rough Cut Controls) in the amount of \$40,226, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 08 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 (Maintenance Extension)**: Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 08** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 (Maintenance Extension) in the amount of \$42,632, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 13 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 38<sup>th</sup> Place and 38<sup>th</sup> Avenue EWEC (Concrete Washout)**: Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 13** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 38<sup>th</sup> Place and 38<sup>th</sup> Avenue EWEC (Concrete Washout) in the amount of \$520, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 14 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 38<sup>th</sup> Place and 38<sup>th</sup> Avenue EWEC (Maintenance)**: Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 14** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 38<sup>th</sup> Place and 38<sup>th</sup> Avenue EWEC (Maintenance) in the amount of \$21,424, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 38<sup>th</sup> Place and 38<sup>th</sup> Avenue EWEC**: Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 38<sup>th</sup> Place and 38<sup>th</sup> Avenue EWEC in the amount of \$2,611, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 03 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 38<sup>th</sup> Parkway Grading – Reserve to Monaghan (Rough Cut Street Control)**: Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 03** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 38<sup>th</sup> Parkway Grading – Reserve to Monaghan

(Rough Cut Street Control) in the amount of \$1,673, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 03 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 38<sup>th</sup> Parkway EWEC – Powhatan to Monaghan (Extended Control Measures):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 03** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 38<sup>th</sup> Parkway EWEC – Powhatan to Monaghan (Extended Control Measures) in the amount of \$16,070, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 04 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 38<sup>th</sup> Parkway EWEC – Reserve to Powhatan (Extended Control Measures):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 04** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 38<sup>th</sup> Parkway EWEC – Reserve to Powhatan (Extended Control Measures) in the amount of \$16,070, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 02 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for Community Markers (Maintenance Extension):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 02** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for Community Markers (Maintenance Extension) in the amount of \$8,466, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 15 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for 42<sup>nd</sup> Ave P1, Aura Blvd P1-2, EWEC & Demo (Relocate Sediment Control Log):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 15** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for 42<sup>nd</sup> Ave P1, Aura Blvd P1-2, EWEC & Demo (Relocate Sediment Control Log) in the amount of \$8,809, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 09 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC, for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 (Relocate Sediment Control Log):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 09** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC**, for Mainstreet P2, 42<sup>nd</sup> Ave P1, Denali P1 (Relocate Sediment Control Log) in the amount of \$4,635, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 10 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Mainstreet P1 & 26<sup>th</sup> Ave Utilities (Additional Cut):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 10** under the Construction Agreement by and between the District and **Wagner Construction Inc. – Colorado**, for Mainstreet P1 and 26<sup>th</sup> Ave Utilities (Additional Cut) in the amount of \$13,156.65, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Mainstreet P1 & 26<sup>th</sup> Ave Utilities (Potholing and Conduits):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order** under the Construction Agreement by and between the District and **Wagner Construction Inc. – Colorado**, for Mainstreet P1 & 26<sup>th</sup> Ave Utilities (Potholing and Conduits) in the amount of \$129,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 08 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Sanitary Sewer F1 (Install Concrete Saddle):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 08** under the Construction Agreement by and between the District and **Wagner Construction Inc. – Colorado**, for Sanitary Sewer F1 (Install Concrete Saddle) in the amount of \$9,500, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 13 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Mainstreet P1 Utilities (Multiple Items Not to Complete):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 13** under the Construction Agreement by and between the District and **Wagner**

**Construction Inc. – Colorado**, for Mainstreet P1 Utilities (Multiple Items Not to Complete) in the deductive amount of (\$73,183), upon review and recommendation by the Construction Committee.

**Change Order No. 12 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Mainstreet P1 and 26<sup>th</sup> Ave Utilities (Conduit LF Overages):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 12** under the Construction Agreement by and between the District and **Wagner Construction Inc. – Colorado**, for Mainstreet P1 and 26th Ave Utilities (Conduit LF Overages) in the amount of \$2,760, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 12 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for 42<sup>nd</sup> Ave P2 N/S Collector, Parkway Waterline:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 12** under the Construction Agreement by and between the District and **Wagner Construction Inc. – Colorado**, for 42<sup>nd</sup> Ave P2 N/S Collector, Parkway Waterline in the deductive amount of (\$79,480), upon review and recommendation by the Construction Committee.

**Change Order No. 09 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for Sanitary Sewer F1 (10x8 Access Road):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 09** under the Construction Agreement by and between the District and **Wagner Construction Inc. – Colorado**, for Sanitary Sewer F1 (10x8 Access Road) in the amount of (\$8,890), upon review and recommendation by the Construction Committee.

**Change Order No. 02 under the Construction Agreement by and between the District and Wagner Construction Inc. – Colorado, for 38<sup>th</sup> Place Utilities (Multiple Items Not to Complete):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 02** under the Construction Agreement by and between the District and **Wagner Construction Inc. – Colorado**, for 38<sup>th</sup> Place Utilities (Multiple Items Not to Complete) in the deductive amount of (\$34,308), upon review and recommendation by the Construction Committee.

**Service Agreement by and between the District and Waste Management of Colorado, Inc., for Trash and Recycling Collection Services:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director

Shearon and, upon vote unanimously carried by roll call, the Board approved the Service Agreement by and between the District and **Waste Management of Colorado, Inc.**, for Trash and Recycling Collection Services, upon review and recommendation by the Construction Committee and Lender commitment to fund.

\_\_\_\_\_

**ARTA MATTERS**

There were no ARTA matters.

\_\_\_\_\_

**EXECUTIVE  
SESSION**

The Board determined that an executive session was not necessary.

\_\_\_\_\_

**OTHER BUSINESS**

There was no other business for discussion.

\_\_\_\_\_

**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting



**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
AEROTROPOLIS AREA COORDINATING  
METROPOLITAN DISTRICT (“DISTRICT”)  
HELD  
OCTOBER 26, 2020**

A special meeting of the Board of Directors of the District, County of Adams (referred to hereafter as the “Board”) was convened on Monday, October 26, 2020 at 3:00 p.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., Jon Hoistad, Esq.;  
McGeady Becher P.C.  
Chad Rabon and Tony DeVito; AECOM  
Debra Sedgeley, Denise Denslow, Anna Jones, Nic Carlson and Zachary  
Leavitt; CliftonLarsonAllen LLP (“CLA”)  
Kamille Curylo, Esq. and Tanya Barton, Esq.; Kutak Rock LLP  
Rita Connerly, Esq.; Fairfield and Woods P.C.

**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 Sheldon, seconded by Director Ferreira 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 taxing 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 Sheldon, seconded by Director Ferreira 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. Ratify approval of **Task Order No. 24** under the Master Service Agreement ("MSA") for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for The Aurora Highlands – Main Street Soccer Field Study, in the amount of \$10,700.
- B. Ratify approval of **Task Order No. 20** under the MSA for Planning and Architectural Services by and between the District and **Norris Design, Inc.** for Park 03 Site Plan, in an amount not to exceed \$160,000.
- C. Ratify approval of **Task Order No. 23** under the MSA for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for Infrastructure Site Plan 04, in an amount not to exceed \$115,000.
- D. Ratify approval of Letter of Agreement by and between the City of Aurora and the District regarding Request to Accelerate Installation of Pipeline Under Water Line Construction and Cost Reimbursement Agreement.

- E. Ratify approval of Letter of Agreement by and between the City of Aurora and the District regarding Request to Expedite Installation of Pipeline Section Under Water Line Construction and Cost Reimbursement Agreement.
- F. Ratify approval of Proposal from Contour Services, LLC for Transition Services.

Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Board ratified approval of the consent Agenda. Director Hopper noted all items have been approved by the Construction Committee and Lender.

## **LEGAL MATTERS**

**Resolution of the District Concerning Integrated Project Delivery Pursuant to Section 32-1-1804, C.R.S.:** Attorney McGeady reviewed the Resolution with the Board, noting that the Resolution allows the District to achieve time and economic efficiencies by hiring a General Contractor under which separate projects will be bid. Following discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the Resolution of the District Concerning Integrated Project Delivery Pursuant to Section 32-1-1804, C.R.S.

**Second Amendment to Agreement by and between E-470 Public Highway Authority and the District regarding Temporary Construction Access:** Attorney Hoistad reviewed the Second Amendment with the Board, with the tolling system in place, the District will not be required to estimate the amount of traffic using the system and can instead rely on actual numbers. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the Second Amendment to Agreement by and between E-470 Public Highway Authority and the District regarding Temporary Construction Access.

## **FINANCIAL MATTERS**

**Claims:** Ms. Sedgeley reviewed the interim claims with the Board, noting the correct amount of the claims is \$15,297.00. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board ratified approval of payment of interim claims, consisting of check no. 1786 and four (4) wire transfers, in the total amount of \$15,297.00.

**Lender Funding Requests and Payment of Claims for Operating Costs:** Ms. Sedgeley reviewed the Lender funding requests with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira 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 \$56,705.10.

**Schedule of Unaudited Financial Statements and Cash Position Report:** Ms. Sedgeley reviewed the Cash Position Report, noting there is no Unaudited Financial Statement available to review. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board accepted the Cash Position Report dated August 31, 2020, updated as of October 23, 2020.

**The Aurora Highlands Community Authority Board and District Engineer's Report and Verification of Costs Associated with Public Improvements (Draw No. 28) prepared by Schedio Group LLC ("Engineer's Report"):** Ms. Sedgeley reviewed the Engineer's Report with the Board. 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.

**CAPITAL  
PROJECTS**

**Draw Request No. 28:** Attorney McGeady reviewed Draw Request No. 28 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. 28, in the amount of \$2,872,853.06, as shown below:

CAB (A Bonds)	\$1,162,414.52
CAB (B Bonds)	\$ 400,916.71
ARTA	\$ 1,295,085.33
ATEC	\$ 5,253.00
Developer	\$ 9,183.50
<b>Total:</b>	<b>\$ 2,872,853.06</b>

**AEROTROPOLIS  
AREA  
COORDINATING  
CAPITAL  
PROJECTS**

**MSA for Limited Construction Management Services by and between the District and AECOM Technical Services, Inc.:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved the MSA for Limited Construction Management Services by and between the District and AECOM Technical Services, Inc., upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 01 to MSA for Limited Construction Management Services by and between the District and AECOM Technical Services, Inc. for First Phase of Services:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved Task Order No. 01 to MSA for Limited Construction Management Services by and between the District and AECOM Technical

**Services, Inc.** for First Phase of Services in an amount to be determined, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 005 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Development Stormwater Management Plan Engineering Assessment and Support:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved the **Task Order No. 005** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Development Stormwater Management Plan Engineering Assessment and Support, in the amount of \$62,664.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 006 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Sitewide Grading Analysis:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 006** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Sitewide Grading Analysis, in the amount of \$29,711.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 007 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Development of Aspirational Schedule and COA Schedule and Tracking Assistance:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 007** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Development of Aspirational Schedule and COA Schedule and Tracking Assistance, in the amount of \$25,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 008 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Forensic Analysis:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 008** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Forensic Analysis, in the

amount of \$55,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 010 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Construction Access and Haul Road Design:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 010** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Construction Access and Haul Road Design, in the amount of \$41,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 011 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Cost Estimating - Trib T Phase 1 Design:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 011** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Cost Estimating - Trib T Phase 1 Design, in the amount of \$39,600, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Notice of Award of Construction Contract to Aggregate Industries-WCR, Inc. for 42<sup>nd</sup> Avenue Phase 2 and N/S Collector - Site Asphalt:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved the **Notice of Award** of Construction Contract to **Aggregate Industries-WCR, Inc.** for 42<sup>nd</sup> Avenue Phase 2 and N/S Collector - Site Asphalt, in the amount of \$1,151,072.05, and authorized the execution of the Notice to Proceed, 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 Aggregate Industries-WCR, Inc. for 42<sup>nd</sup> Avenue Phase 2 and N/S Collector - Site Asphalt (Mobilize and Markings):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 01** to Construction Agreement by and between the District and **Aggregate Industries-WCR, Inc.** for 42<sup>nd</sup> Avenue Phase 2 and N/S Collector - Site Asphalt (Mobilize and Markings), in the amount of \$62,650.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 03 to Task Order No. 02 to MSA by and between the District and Beam, Longest and Neff, LLC for Additional Traffic Analysis of Phase 1 Roadway Design:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 03 to Task Order No. 02** to MSA by and between the District and **Beam, Longest and Neff, LLC** for Additional Traffic Analysis of Phase 1 Roadway Design, in the amount of \$19,500.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Notice of Award of Construction Contract to Concrete Curb LLC, d/b/a Concrete Curb and Paving, Inc. for 42<sup>nd</sup> Avenue Phase 2 and N/S Collector and Aurora Pkwy – Site Concrete:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved the **Notice of Award** of Construction Contract to **Concrete Curb LLC, d/b/a Concrete Curb and Paving, Inc.** for 42<sup>nd</sup> Avenue Phase 2 and N/S Collector and Aurora Pkwy – Site Concrete, in the amount of \$1,060,283.68, and authorized execution of the Notice to Proceed, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and HR Green Development, LLC:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved the **MSA** for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and **HR Green Development, LLC**, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 01 to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and HR Green Development, LLC for Filing No. 4:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 01** to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and **HR Green Development, LLC** for Filing No. 4, in the amount of \$99,535.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 02 to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and HR Green Development, LLC for Filing No. 5:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 02** to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by

and between the District and **HR Green Development, LLC** for Filing No. 5, in the amount of \$171,200.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 03 to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and HR Green Development, LLC for Filing No. 8:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 03** to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and **HR Green Development, LLC** for Filing No. 8, in the amount of \$210,800.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 04 to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and HR Green Development, LLC for Filing No. 13:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 04** to MSA for Civil Engineering and Surveying Services (In-Tract Public Improvements) by and between the District and **HR Green Development, LLC** for Filing No. 13, in the amount of \$38,220.00, 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 & Environmental Services, LLC for Hand Pour Sidewalk on Denali:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira 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 & Environmental Services, LLC** for Hand Pour Sidewalk on Denali, in the amount of \$3,342.10, upon review and recommendation by the Construction Committee and Lender commitment to fund.

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

**Task Order No. 01 to MSA for Limited Construction Management Services by and between the District and JHL Constructors, Inc., for First Phase of Services:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the



Board approved **Task Order No. 01** to MSA for Limited Construction Management Services by and between the District and **JHL Constructors, Inc.**, for 4<sup>th</sup> Quarter 2020 Services in the amount of \$415,333.08, upon review and recommendation by the Construction Committee and lender commitment.

**Change Order No. 24 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 & Mainstreet P3 (Additional Water Valve):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 24** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 & Mainstreet P3 (Additional Water Valve), in the amount of \$36,079.48, upon review and recommendation by the Construction Committee and lender commitment.

**Change Order No. 10 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Added Asphalt Scope,:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 10** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Added Asphalt Scope, in the amount of \$2,857,190.85, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 09 under the Construction Agreement by and between the District and JHL Constructors, Inc. for Clean-up Near Denali Boulevard:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 09** under the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Clean-up Near Denali Boulevard, in the amount of \$5,712, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 03 under the Construction Agreement by and between the District and Kelley Trucking, Inc. for Tributary T Grading and Erosion Control (Emergency Clean-up E-470):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 03** under the Construction Agreement by and between the District and **Kelley Trucking, Inc.** for Tributary T Grading and Erosion Control (Emergency Clean-up E-470, in the amount of \$160,500, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 10 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver) for Mainstreet P1-2 and 42nd, Aura P1 (Replace Pavement):** Following discussion, upon motion

duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 10** under the Construction Agreement by and between the District and **Martin Marietta Materials, Inc. (Denver)** for Mainstreet P1-2 and 42nd, Aura P1 (Replace Pavement), in the amount of \$8,180.10, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 11 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver) for Mainstreet P1-2 and 42nd, Aura P1 (Paving Design Changes):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 11** under the Construction Agreement by and between the District and **Martin Marietta Materials, Inc. (Denver)** for Mainstreet P1-2 and 42nd, Aura P1 (Paving Design Changes), in the amount of \$102,300.13, upon review and recommendation by the Construction Committee and Lender commitment fund.

**Change Order No. 12 under the Construction Agreement by and between the District and Martin Marietta Materials, Inc. (Denver) for Mainstreet P1-2 and 42nd, Aura P1 (Main Street Patching):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 12** under the Construction Agreement by and between the District and **Martin Marietta Materials, Inc. (Denver)** for Mainstreet P1-2 and 42nd, Aura P1, in the amount of \$59,093.51, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 01 to Task Order No. 08 under the MSA for Civil Engineering Services by and between the District and Merrick & Company for Additional Tasks (Trib T Phase 01 – E-470 Ramp Modifications):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 08** under the MSA for Civil Engineering Services by and between the District and **Merrick & Company** for Additional Tasks (Trib T Phase 01 – E-470 Ramp Modifications), in the amount of \$12,400.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 01 to Task Order No. 10 under the MSA for Civil Engineering Services by and between the District and Merrick & Company for Superelevation Changes, ECCV Coordination, ISP Details and E470 Support:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 10** under the MSA for Civil Engineering Services by and between the District and **Merrick & Company** for Superelevation Changes, ECCV Coordination, ISP Details and E470 Support,

in the amount of \$66,500.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and Norris Design, Inc.:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved the **MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and Norris Design, Inc.**, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 01 under the MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and Norris Design, Inc. for TAH Filing No. 4 Public Segregation:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 01** under the MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and **Norris Design, Inc.** for TAH Filings 4 Public Segregation, in an amount not to exceed \$20,279.20, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 02 under the MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and Norris Design, Inc. for TAH Filing No. 5 Public Segregation:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 02** under the MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and **Norris Design, Inc.** for TAH Filings 5 Public Segregation, in an amount not to exceed \$48,720, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 03 under the MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and Norris Design, Inc. for TAH Filing No. 8 Public Segregation (reference on invoice):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Task Order No. 03** under the MSA for Planning and Landscape Architectural Services (In-Tract Public Improvements) by and between the District and **Norris Design, Inc.** for TAH Filings 8 Public Segregation (reference on invoice), in an amount not to exceed \$36,300.60, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 01 to Task Order No. 22 under the MSA for Planning and Landscape Architectural Services by and between the District and Norris Design, Inc. for Buffer GIG Plan Changes:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 22** under the MSA for Planning and Landscape Architectural Services by and between the District and **Norris Design, Inc.** for Buffer GIG Plan Changes, in an amount not to exceed \$25,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 06 under the Construction Agreement by and between the District and Pase Contracting, Inc. – Colorado for Mainstreet Phase 3 Tributary T EWEC (Results from COA & SRM Inspections):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 06** under the Construction Agreement by and between the District and **Pase Contracting, Inc. – Colorado** for Mainstreet Phase 3 Tributary T EWEC (Results from COA & SRM Inspections), in the amount of \$45,384.50, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 12 under the Construction Agreement by and between the District and Pase Contracting, Inc. – Colorado for Mainstreet P1 (Miscellaneous Clean-up & Response to SRM Inspections):** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 12** under the Construction Agreement by and between the District and **Pase Contracting, Inc. – Colorado** for Mainstreet P1 (Miscellaneous Clean-up & Response to SRM Inspections), in the amount of \$13,323.55, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 15 under the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Erosion Control - Straw Blankets:** Following discussion, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried by roll call, the Board approved **Change Order No. 15** under the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Erosion Control - Straw Blankets in the amount of \$370,678.52, upon review and recommendation by the Construction Committee and Lender commitment to fund.

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## **ARTA MATTERS**

There were no ARTA matters.

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**EXECUTIVE  
SESSION**

An executive session of the District convened at 4:37 p.m. for the sole purpose of discussing personnel matters as authorized by Section 24-6-402(4)(f)(i), C.R.S. During the executive session, the Board did not engage in substantial discussion of any matter not enumerated in Section 24-6-402(4), C.R.S. The Board did not adopt any proposed policy, position, resolution, rule, regulation or formal action. The executive session was adjourned at 4:53 p.m. on a motion by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried.

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**OTHER BUSINESS**

There was no other business for discussion.

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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting

**ATTORNEY STATEMENT  
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION**

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Aerotropolis Area Coordinating Metropolitan District, I attended the executive session meeting Aerotropolis Area Coordinating Metropolitan District convened at 4:37 p.m. on October 24, 2020 for the sole purpose of discussing personnel matters and receiving legal advice related to same, pursuant to Section 24-6-402(4)(f)(I), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S., and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Signed

\_\_\_\_\_  
MaryAnn M. McGeady, Attorney for  
Aerotropolis Area Coordinating  
Metropolitan District

Dated:

\_\_\_\_\_

**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
AEROTROPOLIS AREA COORDINATING  
METROPOLITAN DISTRICT (“DISTRICT”)  
HELD  
NOVEMBER 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 Monday, November 23, 2020 at 3:00 p.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 (at physical location)

**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

Debra Sedgeley, Denise Denslow, Anna Jones and Nic Carlson; CliftonLarsonAllen LLP (“CLA”)

Kamille Curylo, Esq. and Tanya Lawless, Esq.; Kutak Rock LLP

Rita Connerly, Esq.; Fairfield and Woods P.C.

Lukasz Dubaj; Mortenson Construction

**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 Sheldon, seconded by Director Ferreira 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 Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Public Comment:** There was no public comment.

**Meeting Schedule for 2021 and Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting 24-Hour Notices:** Discussion ensued, and the Board determined to hold regular meetings in 2021 on the third Thursdays of each month at 3:00 p.m. beginning in February, with the January regular meeting to be held on the fourth Monday at 3:00 p.m. Following discussion, upon a motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried, the Board adopted the Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting 24-Hour Notices.

## **CONSENT AGENDA**

The Board considered the following actions:

- A. Discuss and confirm renewal of 2021 Property and Liability Policy and Special District Association
- B. Discuss Section 32-1-809, C.R.S., reporting requirements (Transparency Notice) and mode of eligible elector notification (post on SDA website).

Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the Consent Agenda.



**LEGAL MATTERS** **Relocation Reimbursement Agreement by and between the District and Zayo Group, LLC:** Attorney McGeady reviewed the need to relocate fiber-optic utilities in order to develop the “Gun Club” property. 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 Relocation Reimbursement Agreement by and between the District and Zayo Group, LLC.

**FINANCIAL MATTERS**

**Claims:** Ms. Sedgeley reviewed the interim claims with the Board, noting the correct amount of the claims is \$338,778.33. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board ratified approval of payment of interim claims, consisting of check no. 1821, in the amount of \$338,778.33.

**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 \$57,470.82.

**Schedule of Unaudited Financial Statements dated September 30, 2020 and Cash Position Report dated September 30, 2020, updated as of November 20, 2020:** Ms. Sedgeley reviewed the Schedule of Unaudited Financial Statements and Cash Position Report 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 accepted the Schedule of Unaudited Financial Statements dated September 30, 2020 and the Cash Position Report dated September 30, 2020, updated as of November 20, 2020.

**Public Hearing on Amendment to 2020 Budget:** Director Hopper opened the public hearing to consider an amendment to the 2020 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2020 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Sedgeley reviewed the 2020 budget amendment with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the 2020 budget amendment and adopted the Resolution to Amend the 2020 Budget.

**Public Hearing on 2021 Budget:** Director Hopper opened the public hearing to consider the proposed 2021 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2021 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Sedgeley presented the proposed 2021 Budget to the Board. The Board reviewed the estimated 2020 expenditures and the proposed 2021 expenditures.

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon, and upon vote unanimously carried, the Board approved the 2021 Budget, adopted a Resolution to Adopt the 2021 Budget and Appropriate Sums of Money and a Resolution to Set Mill Levies (0.000 mills in the General Fund) and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Adams County not later than December 15, 2020. The District Manager was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2021.

**DLG-70 Certification of Tax Levies Form:** Following discussion, upon a motion duly made by director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board authorized the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties.

**The Aurora Highlands Community Authority Board (“CAB”) and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 29) prepared by Schedio Group LLC (“Engineer’s Report”):** Attorney McGeady reviewed the Engineer’s Report 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 recommendation to the CAB for acceptance of the Engineer’s Report.

**Appointment of District Accountant to Prepare 2022 Budget:** Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board appointed the District Accountant to prepare the 2022 budget.

**Engagement of Fiscal Focus Partners, LLC for Preparation of 2020 Audit:** Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the engagement of Fiscal Focus partners, LLC for preparation of the 2020 Audit.

**CAPITAL  
PROJECTS**

**Draw Request No. 29:** Attorney McGeady reviewed Draw Request No. 29 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. 29, in the amount of \$9,802,701.97, as shown below:

CAB (A Bonds)	\$6,911,951.01
CAB (B Bonds)	\$ 2,497.00
ARTA	\$2,866,830.46
ATEC	\$ 21,423.50
<b>Total:</b>	<b>\$ 9,802,701.97</b>

**AEROTROPOLIS  
AREA  
COORDINATING  
CAPITAL  
PROJECTS**

**Task Order No. 012 to Master Service Agreement (“MSA”) for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for CMAR Procurement Support:**

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. 012** to the MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for CMAR Procurement Support, in the amount of \$25,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 014 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Interim CM 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 No. 014** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Interim CM Services, in the amount of \$84,375, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 016 to MSA for Program Management, Design and Construction Services by and between the District and AECOM Technical Services, Inc. for Dedication and Acceptance of Public Improvements:**

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. 016** to MSA for Program Management, Design and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Dedication and Acceptance of Public Improvements, in the amount of \$40,000, 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 Civil Engineering Services by and between the District and Beam, Longest and Neff, LLC for Unexpected Delays and Additional Coordination:** 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 Civil Engineering Services by and between the District and **Beam, Longest and Neff, LLC** for Unexpected Delays and Additional Coordination, in the amount of \$19,350, 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 Dynalectric Company for TAH Filing 1 - Lighting (Revisions Associated with New IFC Drawings):** 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 **Dynalectric Company** for TAH Filing 1 - Lighting (Revisions Associated with New IFC Drawings), in the amount of \$55,034, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 02 to Construction Agreement by and between the District and Dynalectric Company for TAH Filing 1 – Lighting (Revisions per RFI-010D):** 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 Construction Agreement by and between the District and **Dynalectric Company** for TAH Filing 1 – Lighting (Revisions per RFI-010D), in the amount of \$45,682, 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 Dynalectric Company for TAH Filing 1 – Lighting (Revisions to Light Pole 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 **Change Order No. 03** to Construction Agreement by and between the District and **Dynalectric Company** for TAH Filing 1 – Lighting (Revisions to Light Pole Design), in the amount of \$60,318, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 04 to Construction Agreement by and between the District and Dynalectric Company for TAH Filing 1 – Lighting (Revisions per RFI-020D):** 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. 04** to Construction Agreement by and between the District and **Dynalectric Company** for TAH Filing 1 – Lighting (Revisions per RFI-020D), in the deductive amount of (\$17,296), upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 42 to MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Tributary T Channel Design (West of E-470):** 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. 42** to MSA for Civil Engineering Services by and between the District and **HR Green Development, LLC** for Tributary T Channel Design (West of E-470), in the amount of \$88,286, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Task Order No. 43 to MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Design Services 38<sup>th</sup> Parkway Himalaya to Odessa (EB):** 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. 43** to MSA for Civil Engineering Services by and between the District and **HR Green Development, LLC** for Design Services 38<sup>th</sup> Parkway Himalaya to Odessa (EB), in the amount of \$269,276, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 12 to Construction Agreement by and between the District and Iron Woman Construction and Environmental Services, LLC for Main St P1-2, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 – Additional Concrete Work:** 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. 12** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for Main St P1-2, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 – Additional Concrete Work, in the amount of \$42,907, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 13 to Construction Agreement by and between the District and Iron Woman Construction and Environmental Services, LLC for Main St P1-2, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 – Sidewalk Grading:** 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. 13** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for Main St P1-2, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 – Sidewalk Grading, in the amount of \$47,142, 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 Iron Woman Construction and Environmental Services, LLC for Main St P1-2, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 – Concrete Curb and Gutter:** 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 **Iron Woman Construction and Environmental Services, LLC** for Main St P1-2, 42<sup>nd</sup> Ave P1 & Aura Blvd P1 – Concrete Curb and Gutter, in the amount of \$17,751, 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 JHL Constructors, Inc. for Trib T Aurora Pkwy P3 & Mainstreet P3 (Phase 1 Roadway Work – Stop Work Notice)**: 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 **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 & Mainstreet P3 (Phase 1 Roadway Work – Stop Work Notice), in the amount of \$72,599.11, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 19 to Construction Agreement by and between the District and JHL Constructors, Inc. for RFI 070, 040 Safety Railing Changes (RFI-077 “Ameristar Montage Fence Clarifications”)**: 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. 19** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for RFI 070, 040 Safety Railing Changes (RFI-077 “Ameristar Montage Fence Clarifications”), in the amount of \$1,181.95, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order No. 21 to Construction Agreement by and between the District and JHL Constructors, Inc. for TAH Parkway Phase 1 Added Road base Scope of Work (Additional Scope to Perform Subgrade Preparation)**: 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. 21** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for TAH Parkway Phase 1 Added Road base Scope of Work (Additional Scope to Perform Subgrade Preparation), in the amount of \$493,600.60, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**MSA for Limited Construction Management Services by and between the District and JHL Constructors, Inc. (“JHL MSA”)**: Following discussion, it was determined that the JHL MSA was previously approved at the October 26, 2020 Special Meeting and that no additional action was necessary.

**Task Order No. 01 to MSA for Limited Construction Management Services by and between the District and JHL Constructors, Inc. for 4<sup>th</sup> Quarter 2020 Services, in the amount of \$415,333.08 (“JHL Task Order No. 01”)**: Following

discussion, it was determined that JHL Task Order No. 01 was previously approved at the October 26, 2020 Special Meeting and that no additional action was necessary.

**MSA for Landscape Architectural Technical Assistance by and between the District and KGA DeForest Design, 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 Architectural Technical Assistance** by and between the District and **KGA DeForest Design, LLC**, upon review and recommendation by the Construction Committee and lender commitment.

**Task Order No. 01 to MSA for Landscape Architectural Technical Assistance by and between the District and KGA DeForest Design, LLC for Water Park Recreation Center Programming and Conceptual 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 Landscape Architectural Technical Assistance by and between the District and **KGA DeForest Design, LLC** for Water Park Recreation Center Programming and Conceptual Design, upon review and recommendation by the Construction Committee and lender commitment.

**Change Order to Task Order No. 07 under the MSA for Civil Engineering Services by and between the District and Merrick & Company for ISP Scope Revisions:** 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 to Task Order No. 07** under the MSA for Civil Engineering Services by and between the District and **Merrick & Company** for ISP Scope Revisions, in the amount of \$3,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order to Task Order No. 09 under the MSA for Civil Engineering Services by and between the District and Merrick & Company for Construction Time and Materials (Design Revisions):** 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 to Task Order No. 09** under the MSA for Civil Engineering Services by and between the District and **Merrick & Company** for Construction Time and Materials (Design Revisions), in the amount of \$125,643, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Change Order under the Construction Agreement by and between the District and Pase Contracting, Inc. – Colorado for Aurora Highlands, Mainstreet Phase 3 Trib T EWEC (Misc. Hand Grading and Response to Stormwater Logistics Inspections):** 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** under the Construction Agreement by and between the District and **Pase Contracting, Inc. – Colorado** for Aurora Highlands, Mainstreet Phase 3 Trib T EWEC (Misc. Hand Grading and Response to Stormwater Logistics Inspections), in the amount of \$9,204.05, upon review and recommendation by the Construction Committee and Lender commitment to fund.

**Update from Program Manager Regarding CMAR Bidding Schedule and Future Construction Projects:** Mr. Dohlby presented the CMAR process to the Board. Attorney McGeady recommended that Mr. Dohlby bring recommendations back to the Board at the next meeting.

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#### **ARTA MATTERS**

None.

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#### **EXECUTIVE SESSION**

An executive session of the District convened at 4:33 p.m. for the purpose of discussing personnel matters as authorized by Section 24-6-402(4)(f)(I), C.R.S. and developing strategy for negotiations as authorized by Section 24-6-402(4)(e)(I), C.R.S. During the executive session, the Board did not engage in substantial discussion of any matter not enumerated in Section 24-6-402(4), C.R.S. The Board did not adopt any proposed policy, position, resolution, rule, regulation or formal action. The executive session was adjourned at 5:25 p.m. on a motion by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried.

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#### **OTHER BUSINESS**

Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board authorized Director Sheldon to sign the check for JHL Constructors, Inc. as Director Ferreira will be out of town.

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#### **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 5:31 p.m.

Respectfully submitted,

By \_\_\_\_\_  
Secretary for the Meeting



**ATTORNEY STATEMENT  
REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION**

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Aerotropolis Area Coordinating Metropolitan District, I attended the executive session meeting Aerotropolis Area Coordinating Metropolitan District convened at 4:33 p.m. on November 23, 2020 for the purpose of discussing personnel matters as authorized by Section 24-6-402(4)(f)(I), C.R.S. and developing strategy for negotiations as authorized by Section 24-6-402(4)(e)(I), C.R.S. I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S., and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Signed

\_\_\_\_\_  
MaryAnn M. McGeady, Attorney for  
Aerotropolis Area Coordinating  
Metropolitan District

Dated: \_\_\_\_\_

# Aerotropolis Area Coordinating Metro District

## Cash Requirement Report - Detailed

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All Dates

GL Account	Description		Gross Open Amount	Discount Available	Net Open Amount	Cash Required
<b>AURORAMEDIA Aurora Media Group</b>						
Reference:	72058		Date:	10/01/20	Discount exp date:	
GL AP account:	102500		Due date:	10/01/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			31.60		
	Totals		31.60	0.00	31.60	31.60
Reference:	72330		Date:	10/01/20	Discount exp date:	
GL AP account:	102500		Due date:	10/01/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			43.50		
	Totals		43.50	0.00	43.50	43.50
Reference:	72360		Date:	10/01/20	Discount exp date:	
GL AP account:	102500		Due date:	10/01/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			49.45		
	Totals		49.45	0.00	49.45	49.45
Reference:	72389		Date:	10/01/20	Discount exp date:	
GL AP account:	102500		Due date:	10/01/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			50.30		
	Totals		50.30	0.00	50.30	50.30
Reference:	72417		Date:	10/01/20	Discount exp date:	
GL AP account:	102500		Due date:	10/01/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			49.30		
	Totals		49.30	0.00	49.30	49.30
Reference:	72956		Date:	10/01/20	Discount exp date:	
GL AP account:	102500		Due date:	10/01/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			51.00		
	Totals		51.00	0.00	51.00	51.00
Reference:	99266		Date:	10/05/20	Discount exp date:	
GL AP account:	102500		Due date:	10/05/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			53.70		
	Totals		53.70	0.00	53.70	53.70
Reference:	99117		Date:	10/16/20	Discount exp date:	
GL AP account:	102500		Due date:	10/16/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			65.60		
	Totals		65.60	0.00	65.60	65.60
Reference:	99306		Date:	10/19/20	Discount exp date:	
GL AP account:	102500		Due date:	10/19/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			53.70		
	Totals		53.70	0.00	53.70	53.70
Reference:	99496		Date:	10/27/20	Discount exp date:	
GL AP account:	102500		Due date:	10/27/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			40.10		
	Totals		40.10	0.00	40.10	40.10
Reference:	99491		Date:	11/02/20	Discount exp date:	
GL AP account:	102500		Due date:	11/02/20	Payment term:	
107480	Miscellaneous - Aurora Media Group			54.55		
	Totals		54.55	0.00	54.55	54.55
Reference:	99703		Date:	11/23/20	Discount exp date:	

# Aerotropolis Area Coordinating Metro District

## Cash Requirement Report - Detailed

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All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
GL AP account: 102500	Due date: 11/23/20	Payment term:			
107480	Miscellaneous - Aurora Media Group	46.90			
	Totals	46.90	0.00	46.90	46.90
Reference: 99668	Date: 11/23/20	Discount exp date:			
GL AP account: 102500	Due date: 11/23/20	Payment term:			
107480	Miscellaneous - Aurora Media Group	56.25			
	Totals	56.25	0.00	56.25	56.25
	<b>Totals for Aurora Media Group</b>	<b>645.95</b>	<b>0.00</b>	<b>645.95</b>	<b>645.95</b>
<b>CLA</b>	<b>CliftonLarsonAllen LLP</b>				
Reference: 2672357	Date: 10/31/20	Discount exp date:			
GL AP account: 102500	Due date: 10/31/20	Payment term:			
107000	Accounting - CliftonLarsonAllen LLP	2,750.84			
	Totals	2,750.84	0.00	2,750.84	2,750.84
	<b>Totals for CliftonLarsonAllen LLP</b>	<b>2,750.84</b>	<b>0.00</b>	<b>2,750.84</b>	<b>2,750.84</b>
<b>Collins Coc</b>	<b>Collins Cockrel &amp; Cole</b>				
Reference: 11041MNOV20	Date: 11/30/20	Discount exp date:			
GL AP account: 102500	Due date: 11/30/20	Payment term:			
107460	Legal - Collins Cockrel & Cole	2,394.00			
	Totals	2,394.00	0.00	2,394.00	2,394.00
	<b>Totals for Collins Cockrel &amp; Cole</b>	<b>2,394.00</b>	<b>0.00</b>	<b>2,394.00</b>	<b>2,394.00</b>
<b>CSDPLP</b>	<b>CO Special Dist. Prop &amp; Liab. Pool</b>				
Reference: POL-0005487	Date: 11/16/20	Discount exp date:			
GL AP account: 102500	Due date: 11/16/20	Payment term:			
101255	Prepaid Insurance - CO Special Dist. Prop & Liab. Pool	15,714.00			
	Totals	15,714.00	0.00	15,714.00	15,714.00
	<b>Totals for CO Special Dist. Prop &amp; Liab. Pool</b>	<b>15,714.00</b>	<b>0.00</b>	<b>15,714.00</b>	<b>15,714.00</b>
<b>McGeady</b>	<b>McGeady Becher P.C.</b>				
Reference: 1297MNOV20	Date: 11/30/20	Discount exp date:			
GL AP account: 302500	Due date: 11/30/20	Payment term:			
307461	Legal - in-tract - McGeady Becher P.C.	7,192.67			
307460	Legal - McGeady Becher P.C.	34,294.55			
	Totals	41,487.22	0.00	41,487.22	41,487.22
Reference: 1297MNOV20	Date: 11/30/20	Discount exp date:			
GL AP account: 102500	Due date: 11/30/20	Payment term:			
107460	Legal - McGeady Becher P.C.	26,444.55			
	Totals	26,444.55	0.00	26,444.55	26,444.55
	<b>Totals for McGeady Becher P.C.</b>	<b>67,931.77</b>	<b>0.00</b>	<b>67,931.77</b>	<b>67,931.77</b>
<b>RLI</b>	<b>RLI Surety</b>				
Reference: LSM1089078	Date: 11/26/20	Discount exp date:			
GL AP account: 102500	Due date: 11/26/20	Payment term:			

# Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

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All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
101255	Prepaid Insurance - RLI Surety	250.00			
	Totals	250.00	0.00	250.00	250.00
	Totals for RLI Surety	250.00	0.00	250.00	250.00
	Company Totals	89,686.56	0.00	89,686.56	89,686.56

General Fund	\$ 48,199.34
Capital "A"	\$ 34,294.55
Capital "B"	\$ 7,192.67
<b>Total</b>	<b>\$ 89,686.56</b>

# AEROTROPOLIS AREA COORDINATING METRO DISTRICT

Schedule of Cash Position

October 31, 2020

Updated as of

**December 16, 2020**

	General Fund	Capital Projects Fund	Total
<b><u>First Bank - Checking</u></b>			
Balance as of 10/31/20	\$ -	\$ 973,537.21	\$ 973,537.21
Subsequent activities:			
11/01/20 Release admin checks	(39,361.01)	-	(39,361.01)
11/02/20 Aurora Online Payment 624457	-	(6,218.00)	(6,218.00)
11/04/20 Check 1821 - JHL	-	(338,778.33)	(338,778.33)
11/04/20 Transfer to CSAFE	-	(570,000.00)	(570,000.00)
11/10/20 Developer Advance for O&M	55,000.00	-	55,000.00
11/23/20 Administrative checks 1822-1829	(57,470.82)	(41,383.94)	(98,854.76)
11/23/20 Draw 29 checks - 1830-1854	-	(9,629,699.38)	(9,629,699.38)
11/24/20 Draw 29 bond proceeds	-	6,948,167.95	6,948,167.95
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	-	23,920.50	23,920.50
12/16/20 Transfer from CAB for Admin invoices	50,000.00	5,167.00	55,167.00
Anticipated Draw 30 checks	-	(7,386,845.55)	(7,386,845.55)
Anticipated Admin checks	(48,199.34)	(41,487.22)	(89,686.56)
Anticipated Draw 30 Proceeds	-	7,268,182.25	7,268,182.25
Anticipated payment from ARTA	-	293,846.58	293,846.58
Anticipated Developer advances for ATEC/B Bonds/Developer	-	46,505.00	46,505.00
Anticipated Developer Advance for O&M	50,000.00	7,192.67	57,192.67
Anticipated balance	<u>9,968.83</u>	<u>217,706.20</u>	<u>227,675.03</u>
<b><u>CSAFE</u></b>			
Balance as of 10/31/20	9,100.10	85,363.95	94,464.05
Subsequent activities:			
11/02/20 Richmond fee deposits	-	5,000.00	5,000.00
11/04/20 Transfer from Checking	-	570,000.00	570,000.00
11/30/20 Transfer SDF to Zions Bank	-	(45,000.00)	(45,000.00)
11/30/20 Interest Income	-	39,670.00	39,670.00
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)
Anticipated balance	<u>9,100.10</u>	<u>161,033.95</u>	<u>170,134.05</u>
Anticipated balances:	<u>\$ 19,068.93</u>	<u>\$ 378,740.15</u>	<u>\$ 397,809.08</u>

**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. 30**

PREPARED BY:

SCHEDIO GROUP LLC

808 9<sup>TH</sup> STREET

GREELEY, COLORADO 80631

LICENSED PROFESSIONAL ENGINEER:

TIMOTHY A. MCCARTHY

STATE OF COLORADO

LICENSE NO. 44349

DATE PREPARED: December 16, 2020

PROJECT: 181106

Engineer's Report and Verification of Costs No. 7

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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 seventh 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 \$7,574,236.29 of incurred expenses associated with Draw Request No. 30. Of the \$7,574,236.29 reviewed, Schedio Group verified \$7,573,757.71 as being associated with the design and construction of Public Improvements; of which, \$5,912,169.03 is associated with AACMD Series A Bonds, \$6,356.42 with AACMD Series B Bonds, \$39,670.00 with ATEC Metropolitan District ("ATEC MD"), and \$1,615,562.26 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 **\$5,958,195.45**.

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 30	DEVELOPER DRAW 30	AACMD DRAW 30			ATEC DRAW 30	ARTA DRAW 30	TOTAL DRAW 30
	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 -->	\$ 7,574,236.29	\$ 478.58	\$ 5,912,169.03	\$ 6,356.42	\$ 5,918,525.45	\$ 39,670.00	\$ 1,615,562.26	\$ 7,573,757.71

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. 30 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 December 10, 2020. 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 30. 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 30, 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 December 16, 2020.

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 September 8, 2020 (date of JHL Invoice No. 20752) to December 7, 2020 (date of Martin Marietta Pay Application No. 9), are reasonably valued at **\$5,958,195.45**.

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.



December 16, 2020

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**Timothy A. McCarthy, P.E.**

**Colorado License No. 44349**

## **EXHIBIT A**

### **SUMMARY OF COSTS REVIEWED**

# SUMMARY OF COSTS REVIEWED BY JOB CODE

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December 16, 2020 Verification No. 7 - Draw 30		DEVELOPER DRAW 30	CAB A BONDS DRAW 30	CAB B BONDS DRAW 30	ARTA DRAW 30	ATEC DRAW 30
JOB CODE	JOB CODE DESCRIPTION	INVOICES	INVOICES	INVOICES	INVOICES	INVOICES
		30900	30902	30902	30903	30904
100	Overall Project Management	\$ -	\$ 685,598.61	\$ -	\$ -	\$ -
101	Overall Project (Non Specific)	\$ -	\$ 167,641.10	\$ -	\$ -	\$ -
104	Cost Verification	\$ -	\$ 31,004.25	\$ -	\$ 4,370.00	\$ -
106	GIS	\$ -	\$ 35,640.00	\$ -	\$ -	\$ -
110	Contractor Prequal	\$ -	\$ 11,357.50	\$ -	\$ -	\$ -
140	ISP (Phase 1)	\$ -	\$ 6,581.75	\$ -	\$ -	\$ -
143	ISP (Phase 4)	\$ -	\$ 2,254.50	\$ -	\$ -	\$ -
152	Public Art	\$ -	\$ 360.00	\$ -	\$ -	\$ -
155	Monitoring	\$ -	\$ 4,536.00	\$ -	\$ -	\$ -
203	Monument (Phase 1)	\$ -	\$ 15,745.00	\$ -	\$ -	\$ -
204	Monument (Phase 2)	\$ -	\$ 300,274.23	\$ -	\$ -	\$ -
205	Monument (E470)	\$ -	\$ 265,818.00	\$ -	\$ -	\$ -
210	E470 Interchange (Phase 1)	\$ -	\$ -	\$ -	\$ 182,775.50	\$ -
220	Main Street (26th-TAH Pkwy)	\$ -	\$ 284,702.03	\$ -	\$ -	\$ -
221	Main Street (TAH Pkwy-42nd)	\$ -	\$ 538,555.70	\$ -	\$ -	\$ -
222	Main Street (42nd-46th)	\$ -	\$ 1,585.00	\$ -	\$ -	\$ -
230	Denali Boulevard (TAH to 42nd)	\$ -	\$ 136,576.77	\$ -	\$ -	\$ -
231	Denali Boulevard (42nd-48th)	\$ -	\$ 1,585.00	\$ -	\$ -	\$ -
232	38th Place (Main to Denali)	\$ -	\$ 121,164.19	\$ -	\$ -	\$ -
241	TAH Parkway (Main St-Denali Blvd)	\$ -	\$ 1,904,016.21	\$ -	\$ 1,321,715.68	\$ -
246	38th Avenue (Himalaya to E470) North	\$ -	\$ -	\$ -	\$ 9,423.50	\$ -
248	38th Parkway (Powhatan to Monaghan)	\$ -	\$ 566,412.61	\$ -	\$ -	\$ 33,653.00
249	38th Parkway (TAH Pkwy to Powhatan)	\$ -	\$ 18,773.00	\$ -	\$ -	\$ -
250	42nd Avenue (Main St-Denali Blvd)	\$ -	\$ 76,252.29	\$ -	\$ -	\$ -
251	42nd Avenue (Denali Blvd-School)	\$ -	\$ 250,845.99	\$ -	\$ -	\$ -
252	42nd Avenue (School-Reserve Blvd)	\$ -	\$ 483.00	\$ -	\$ -	\$ -
260	Reserve Boulevard (42nd-TAH Pkwy)	\$ -	\$ 439,045.85	\$ -	\$ -	\$ -
261	Hogan Street Park (West Village-TAH Pkwy)	\$ -	\$ 2,365.38	\$ -	\$ -	\$ -
270	SS Outfall (E470-Main St)	\$ -	\$ 17,301.89	\$ -	\$ -	\$ -
271	SS Outfall (Main/38th Place/TAH/Denali)	\$ -	\$ 8,858.18	\$ -	\$ -	\$ -
290	I-70 Interchange (Phase 1)	\$ -	\$ -	\$ -	\$ 70,697.58	\$ -
300	Powhatan Road (I-70-26th)	\$ -	\$ -	\$ -	\$ 26,580.00	\$ -
330	West Village Avenue (Main-26th)	\$ -	\$ 9,637.50	\$ -	\$ -	\$ -
334	Hogan St Park (West Village/TAH Pkwy)	\$ -	\$ 1,213.50	\$ -	\$ -	\$ -
400	Section 21/28 Miscellaneous	\$ -	\$ -	\$ -	\$ -	\$ 6,017.00
511	Recreation Center 01 (CSP 1) Pool	\$ -	\$ 483.00	\$ -	\$ -	\$ -
533	Park 03	\$ -	\$ 5,501.00	\$ -	\$ -	\$ -
900	Filing 01 - Overall	\$ -	\$ -	\$ 5,250.00	\$ -	\$ -
901	Filing 01 - RAH	\$ 478.58	\$ -	\$ 1,106.42	\$ -	\$ -
TOTALS -->		\$ 478.58	\$ 5,912,169.03	\$ 6,356.42	\$ 1,615,562.26	\$ 39,670.00

# SUMMARY OF COSTS REVIEWED BY VENDOR

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VENDOR	TOT DRAW 29	PRI DRAW 30	AACMD DRAW 30	ARTA DRAW 30	ATEC DRAW 30
AECOM	\$ 224,862.05	\$ -	\$ 224,169.47	\$ 692.58	\$ -
Aggregate Industries	\$ 509,478.77	\$ -	\$ 509,478.77	\$ -	\$ -
Aztec Consultants	\$ 33,743.96	\$ -	\$ 23,091.91	\$ 10,652.05	\$ -
Beam, Longest & Neff	\$ 93,896.58	\$ -	\$ -	\$ 93,896.58	\$ -
Bemas	\$ -	\$ -	\$ -	\$ -	\$ -
Big West Consulting	\$ 31,090.00	\$ -	\$ 31,090.00	\$ -	\$ -
Brightview Landscaping	\$ -	\$ -	\$ -	\$ -	\$ -
Brownstein Hyatt Farber Schreck	\$ -	\$ -	\$ -	\$ -	\$ -
BT Construction, Inc.	\$ -	\$ -	\$ -	\$ -	\$ -
Cage Civil Engineering	\$ 6,345.00	\$ -	\$ 6,345.00	\$ -	\$ -
Centurylink	\$ -	\$ -	\$ -	\$ -	\$ -
City of Aurora	\$ -	\$ -	\$ -	\$ -	\$ -
Colorado Barricade	\$ -	\$ -	\$ -	\$ -	\$ -
Colorado Interstate Gas Company, LLC	\$ -	\$ -	\$ -	\$ -	\$ -
Concrete Curb and Paving	\$ 77,971.66	\$ -	\$ 77,971.66	\$ -	\$ -
Contour Services	\$ -	\$ -	\$ -	\$ -	\$ -
CTL Thompson	\$ 31,046.00	\$ -	\$ 25,029.00	\$ -	\$ 6,017.00
DCB Construction Company, Inc	\$ 260,653.00	\$ -	\$ 260,653.00	\$ -	\$ -
Diversified Underground	\$ -	\$ -	\$ -	\$ -	\$ -
Dyna Electric	\$ 294,415.28	\$ -	\$ 244,902.48	\$ 49,512.80	\$ -
E-470 Public Highway Authority	\$ 13,006.00	\$ -	\$ -	\$ 13,006.00	\$ -
Ecological Resource Consultants	\$ -	\$ -	\$ -	\$ -	\$ -
EV Studio	\$ 15,127.50	\$ -	\$ 15,127.50	\$ -	\$ -
Fairfield & Woods, P.C.	\$ -	\$ -	\$ -	\$ -	\$ -
Felsburg Holt and Ullevig	\$ 138,662.50	\$ -	\$ -	\$ 138,662.50	\$ -
Fiore and Sons	\$ -	\$ -	\$ -	\$ -	\$ -
Golden Triangle Construction	\$ 292,826.23	\$ -	\$ 292,826.23	\$ -	\$ -
Green Brothers Oil, LLC	\$ -	\$ -	\$ -	\$ -	\$ -
HR Green	\$ 104,731.50	\$ -	\$ 40,980.00	\$ 33,496.50	\$ 30,255.00
Iron Woman	\$ 128,467.39	\$ -	\$ 128,467.39	\$ -	\$ -
JHL	\$ 3,315,154.01	\$ -	\$ 2,123,575.30	\$ 1,191,578.71	\$ -
Kelley Trucking Inc	\$ 100,318.81	\$ -	\$ 58,184.91	\$ 42,133.90	\$ -
Knighthawk	\$ -	\$ -	\$ -	\$ -	\$ -
Kumar & Associates, Inc.	\$ -	\$ -	\$ -	\$ -	\$ -
Lamb Star	\$ -	\$ -	\$ -	\$ -	\$ -
Liberty Waste Management	\$ -	\$ -	\$ -	\$ -	\$ -
MadVision	\$ -	\$ -	\$ -	\$ -	\$ -
Martin Marietta	\$ 1,465,252.97	\$ -	\$ 1,465,252.97	\$ -	\$ -
Merrick	\$ 39,432.03	\$ -	\$ 22,870.60	\$ 16,561.43	\$ -
My Asset Map	\$ 35,640.00	\$ -	\$ 35,640.00	\$ -	\$ -
Norris Design Inc.	\$ 30,414.07	\$ -	\$ 30,414.07	\$ -	\$ -
OxBlue Corporation	\$ 4,536.00	\$ -	\$ 4,536.00	\$ -	\$ -
Pase	\$ 19,904.92	\$ -	\$ 13,353.94	\$ 6,550.98	\$ -
Perkins + Will	\$ -	\$ -	\$ -	\$ -	\$ -
Premier Earthworks	\$ -	\$ -	\$ -	\$ -	\$ -
QualCorr	\$ -	\$ -	\$ -	\$ -	\$ -
S & S Coating Services LLC	\$ -	\$ -	\$ -	\$ -	\$ -
Schedio Group	\$ 40,624.25	\$ -	\$ 36,254.25	\$ 4,370.00	\$ -
Stormwater Logistics	\$ -	\$ -	\$ -	\$ -	\$ -
Stormwater Risk Mgmt	\$ 125,629.98	\$ 478.58	\$ 117,670.35	\$ 4,566.05	\$ 2,915.00
Straightline Sawcutting	\$ -	\$ -	\$ -	\$ -	\$ -
Summit Strategies	\$ 48,300.00	\$ -	\$ 37,934.82	\$ 9,882.18	\$ 483.00
Sunstate Equipment Co.	\$ -	\$ -	\$ -	\$ -	\$ -
Terra Forma Solutions	\$ -	\$ -	\$ -	\$ -	\$ -
United Rentals	\$ -	\$ -	\$ -	\$ -	\$ -
W.L. Contractors, Inc.	\$ -	\$ -	\$ -	\$ -	\$ -
Wagner	\$ 92,705.83	\$ -	\$ 92,705.83	\$ -	\$ -
West Direct Equipment Savers	\$ -	\$ -	\$ -	\$ -	\$ -
Western Fleet Services	\$ -	\$ -	\$ -	\$ -	\$ -
Xcel Energy	\$ -	\$ -	\$ -	\$ -	\$ -
TOTALS -->	\$ 7,574,236.29	\$ 478.58	\$ 5,918,525.45	\$ 1,615,562.26	\$ 39,670.00

## **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

**THE AURORA HIGHLANDS  
COMMUNITY AUTHORITY BOARD  
AND  
AEROTROPOLIS AREA COORDINATING  
METROPOLITAN DISTRICT  
  
ENGINEER'S REPORT AND VERIFICATION OF COSTS  
ASSOCIATED WITH PUBLIC IMPROVEMENTS**

**IN-TRACT IMPROVEMENTS**

Past Expenses

Draw Nos. 1-30

The Aurora Highlands Filing No. 1

The Aurora Highlands Filing No. 2

PREPARED BY:

SCHEDIO GROUP LLC

808 9<sup>TH</sup> STREET

GREELEY, COLORADO 80631

LICENSED PROFESSIONAL ENGINEER:

TIMOTHY A. MCCARTHY

STATE OF COLORADO

LICENSE NO. 44349

DATE PREPARED: December 16, 2020

PROJECT: 181106 AAMCD (IN-TRACT)

Engineer's Report and Verification of Costs No. 1

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### ENGINEER'S VERIFICATION

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### EXHIBIT A

SUMMARY OF DOCUMENTS REVIEWED.....	5
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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. The purpose of this This Engineer's Report and Verification of Costs Associated with Public Improvements ("Report") is to identify costs, commonly referred to as "In-Tract Expenses", that are eligible to be paid for by Series B bonds.

The Capital Construction and Reimbursement Agreement (In-Tract Improvements) between The Aurora Highlands Community Authority Board ("CAB") and Aurora Highlands, LLC ("Developer") entered into June 24, 2020 states, "The Developer intends to enter into a Waiver and Release of Reimbursement Rights agreement with every Builder pursuant to which the Builder will agree to separately design, construct, and fund certain of the IN-Tract Improvements..."

The Waiver and Release of Reimbursement Rights between The Aurora Highlands Community Authority Board ("CAB"), Aurora Highlands, LLC ("Developer") and Richmond American Homes of Colorado, Inc. ("Builder") states, "The Builder hereby irrevocably and perpetually consents, grants, transfers and pledges to the Developer all right, title and interest of the Builder, in and to any reimbursement of costs incurred in the planning, design, engineering, testing, construction, and installation of the In-Tract Improvements."

As a result of the two agreements referenced above, reimbursements associated with costs verified herein as associated with the design and construction of In-Tract Public Improvements will be reimbursed by the CAB to the Developer.

This Report will categorize In-Tract Expenses into four categories:

- ITPV1: In-Tract Expenses, previously verified, in the amount of \$78,973.38 – See "The Aurora Highlands Community Authority Board and Aerotropolis Area Coordinating District – Engineer's Report and Verification of Costs Associated with Public Improvements" prepared by Schedio Group LLC and dated June 18, 2020. Costs reviewed included Soft and Indirect Costs from February 2015 through May 2020 and costs included in Draw Nos. 1-24. It should be noted that the ITPV1 amount of \$78,973.38 was reimbursed by the CAB to the Developer as a result of the June 2020 Series B bond closing.
- ITPV2: In-Tract Expenses, previously verified, in the amount of \$480,386.75 – See "The Aurora Highlands Community Authority Board and Aerotropolis Area Coordinating District – Engineer's Report and Verification of Costs Associated with Public Improvements" prepared by Schedio Group LLC and dated December 16, 2020. Costs reviewed included costs in Draw Nos. 1-30.
- ITF01: In-Tract Expenses, verified herein, in the amount of \$4,955,913.75, associated with the design and construction of Public Improvements in The Aurora Highlands Subdivision No. 1, currently being developed by Richmond American Homes of Colorado, Inc.

- ITF02: In-Tract Expenses, verified herein, in the amount of \$23,931.53, associated with the design and construction of Public Improvements in The Aurora Highlands Subdivision No. 2, currently being developed by Richmond American Homes of Colorado, Inc.
- ITEFP: In-Tract Expenses, verified herein, in the amount of **\$5,381,258.65**, eligible for reimbursement.

#### Calculation of ITEPF

$$\text{ITEFP} = (\text{ITPV2} + \text{ITF01} + \text{ITF02}) - \text{ITPV1}$$

$$\text{ITEFP} = (\$480,386.75 + \$4,955,913.75 + \$23,931.53) - \$78,973.38$$

$$\text{ITEFP} = \mathbf{\$5,381,258.65}$$

#### SUMMARY OF FINDINGS

Schedio Group reviewed \$6,454,349.85 of incurred expenses associated with In-Tract Improvements. Of the \$6,454,349.85 reviewed, Schedio Group verified **\$5,381,258.65** as being associated with the design and construction of In-Tract Public Improvements and therefore eligible to be reimbursed by Series B Bonds.

Of the **\$5,381,258.65** verified, Schedio Group recommends reimbursement from the CAB to the Developer in the amount of \$4,979,845.28 related to In-Tract Public Improvements:

Richmond American Homes - The Aurora Highlands Filing No. 1 in the amount of \$4,955,913.75.

Richmond American Homes - The Aurora Highlands Filing No. 2 in the amount of \$23,931.53.

Of the **\$5,381,258.65** verified, Schedio Group recommends payments be made to the following vendors in the amount of \$6,835.00 related to In-Tract Public Improvements:

Stormwater Risk Management Pay Application No. 23 in the amount of \$1,585.00

Schedio Group Invoice No. 181106-18—672 in the amount of \$5,250.000

The balance of \$394,578.37 are incurred expenses associated with In-Tract Public Improvements; and previously accounted for in Draw Nos. 1-30. These expenses were paid by Aerotropolis Area Coordinating Metropolitan District from funds advanced by the Developer and are therefore eligible for reimbursement by Series B Bonds.

#### DETERMINATION OF PUBLIC PRORATION PERCENTAGES

The ratio of Total Public Area to Total Area yields a Public Proration Percentage that can be applied to select costs with both public and private components. Areas were taken directly from or derived from the recorded plats.

The Public Proration Percentage for The Aurora Highlands Filing No. 1 was determined to be 68.81%.

The Public Proration Percentage for The Aurora Highlands Filing No. 2 was determined to be 50.47%.

Public Proration Percentages were calculated and applied as deemed appropriate by Schedio Group.

**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. 30 will be ratified during an upcoming board meeting, some 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 December 10, 2020. 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.

## 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 Public Improvements of similar type and function as those described in the attached Engineer's Report dated December 16, 2020.

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 Norris Design Invoice No. 01-25385 dated July 31, 2018 to Schedio Group Invoice No. 181106-18-0672 dated December 1, 2020, are reasonably valued at **\$5,381,258.65**.

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 Developer Reimbursement by The Aurora Highlands Community Authority Board to Aurora Highlands, LLC.

Schedio Group recommends reimbursement from The Aurora Highlands Community Authority Board to Aurora Highlands, LLC in the amount of \$4,979,845.28 related to:

The Aurora Highlands Filing No. 1 In-Tract Public Improvements in the amount of \$4,955,913.75.

The Aurora Highlands Filing No. 2 In-Tract Public Improvements in the amount of \$23,931.53.

Schedio Group recommends payment be made to the following vendors related to In-Tract work:

Stormwater Risk Management Pay Application No. 23 in the amount of \$1,585.00

Schedio Group Invoice No. 181106-18—672 in the amount of \$5,250.000

Schedio Group recommends reimbursement from The Aurora Highlands Community Authority Board to Aurora Highlands, LLC in the amount of \$394,578.37 related to:

Aurora Highlands, LLC advances to Aerotropolis Area Coordinating Metropolitan District to facilitate payment of invoices related to In-Tract Public Improvements associated with Draw Nos. 1-30.



December 16, 2020

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**Timothy A. McCarthy, P.E.**

**Colorado License No. 44349**

## **EXHIBIT A**

### **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., approved October 16, 2017

### **DISTRICT AGREEMENTS**

- Capital Construction and Reimbursement Agreement (In-Tract Improvements), by and between The Aurora Highlands Community Board and Aurora Highlands, LLC, effective June 24, 2020
- Waiver and Release of Reimbursement Rights, by and between The Aurora Highlands Community Board and Aurora Highlands, LLC, and Richmond American Homes of Colorado, Inc., effective \_\_ .

### **PROFESSIONAL REPORTS**

- The Aurora Highlands, Filing No. 2, Stormwater Management Plan, prepared by HR Green Development, LLC, approved November 17, 2020

### **LAND SURVEY DRAWINGS**

- The Aurora Highlands Subdivision Filing No. 1, prepared by Aztec Consultants, Inc., dated July 8, 2019
- The Aurora Highlands Subdivision Filing No. 2, prepared Aztec Consultants, Inc., recorded November 13, 2020 at Reception No. 2020000118550

### **CIVIL ENGINEERING DRAWINGS**

- The Aurora Highlands Contextual Site Plan No. 1, prepared by HR Green Development, LLC, dated February 20, 2019
- The Aurora Highlands Subdivision Filing No. 1 Civil Plans and Storm Water Management Plan, prepared by HR Green Development, LLC, approved February 19, 2020
- The Aurora Highlands Subdivision Filing No. 2 Civil Plans and Storm Water Management Plan, prepared by HR Green Development, LLC, approved November 17, 2020

### **CONSULTANT CONTRACTS**

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### **CONSULTANT INVOICES**

- See Exhibit A - Summary of Costs Reviewed

### **CONTRACTOR CONTRACTS**

- Public Service Company of Colorado d/b/a Xcel Energy, On-Site Distribution Extension Agreement (Electric), executed March 9, 2020

- Public Service Company of Colorado d/b/a Xcel Energy, Frost Agreement, executed March 31, 2020
- Qwest Corporation d/b/a CenturyLink QC, Provisioning Agreement for Housing Developments, to provide distribution facilities to 118 planned units, dated June 16, 2020

**CONTRACTOR PAY APPLICATIONS**

- Alpine Civil Construction, Pay Application Nos. 1-3, dated June 17, 2020 through September 30, 2020
- Bemas Construction, Pay Application No. 2, dated March 24, 2020
- Integrated Wall Solutions, Pay Application Nos. 1-2, dated July 25, 2020 through August 25, 2020
- Liberty Infrastructure LLC, Pay Application No. 11, dated October 10, 2020
- ProSystems Professional Electrical Systems, Inc., Pay Application No. 1, dated October 8, 2020

**Aerotropolis Area Coordinating Metropolitan District**  
**Draw No. 30**  
**December 23, 2020**

<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>	<u>Developer</u>
<b>Funding for contracts:</b>									
Aggregate	PayApp2	11/30/20	509,478.77	509,478.77	509,478.77	-	-	-	-
AzTec	97323	11/23/20	900.00	900.00	900.00	-	-	-	-
AzTec	97374	11/24/20	1,090.02	1,090.02	1,090.02	-	-	-	-
AzTec	97322	11/23/20	3,780.00	3,780.00	2,192.40	-	1,587.60	-	-
AzTec	97373	11/24/20	2,820.00	2,820.00	2,820.00	-	-	-	-
AzTec	97324	11/23/20	23,133.94	23,133.94	14,069.49	-	9,064.45	-	-
Concrete Curb	PayApp2	11/17/20	77,971.66	77,971.66	77,971.66	-	-	-	-
CTL	563253	11/30/20	6,017.00	6,017.00	-	-	-	6,017.00	-
CTL	563249	11/30/20	11,692.00	11,692.00	11,692.00	-	-	-	-
CTL	563251	11/30/20	13,141.00	13,141.00	13,141.00	-	-	-	-
CTL	563252	11/30/20	196.00	196.00	196.00	-	-	-	-
DCB	1	10/31/20	38,739.00	38,739.00	38,739.00	-	-	-	-
DCB	2	11/30/20	221,914.00	221,914.00	221,914.00	-	-	-	-
Dynaelectric	PayApp5	11/30/20	294,415.28	294,415.28	244,902.48	-	49,512.80	-	-
Golden Triangle	PayApp5	11/30/20	292,826.23	292,826.23	292,826.23	-	-	-	-
Iron Woman	PayApp9	11/30/20	126,169.34	126,169.34	126,169.34	-	-	-	-
Iron Woman	PayApp2	11/30/20	2,298.05	2,298.05	2,298.05	-	-	-	-
JHL	PayApp8	11/30/20	2,885,169.27	2,885,169.27	1,693,590.56	-	1,191,578.71	-	-
Kelley Trucking	PayApp7	11/30/20	100,318.81	100,318.81	58,184.91	-	42,133.90	-	-
Martin Marietta	PayApp9	11/23/20	1,465,252.97	1,465,252.97	1,465,252.97	-	-	-	-
OX Blue	433747	12/01/20	4,536.00	4,536.00	4,536.00	-	-	-	-
Pase	PayApp20	11/25/20	4,307.30	4,307.30	4,307.30	-	-	-	-
Pase	PayApp9	11/30/20	15,597.62	15,597.62	9,046.64	-	6,550.98	-	-
Stormwater Risk Management	PayApp21	11/30/20	7,201.00	7,201.00	7,201.00	-	-	-	-
Stormwater Risk Management	PayApp21	11/30/20	570.00	570.00	505.35	-	64.65	-	-
Stormwater Risk Management	PayApp19	11/30/20	76,990.85	76,990.85	76,990.85	-	-	-	-
Stormwater Risk Management	PayApp14	11/30/20	8,158.13	8,158.13	8,158.13	-	-	-	-
Stormwater Risk Management	PayApp15	11/30/20	1,710.00	1,710.00	1,710.00	-	-	-	-
Stormwater Risk Management	PayApp12	11/30/20	1,330.00	1,330.00	-	-	-	1,330.00	-
Stormwater Risk Management	PayApp12	11/30/20	380.00	380.00	380.00	-	-	-	-
Stormwater Risk Management	PayApp8	11/30/20	760.00	760.00	760.00	-	-	-	-
Wagner Construction	PayApp13	08/25/20	92,705.83	92,705.83	92,705.83	-	-	-	-
<b>Total Contracts</b>			<b>6,291,570.07</b>	<b>6,291,570.07</b>	<b>4,983,729.98</b>	<b>-</b>	<b>1,300,493.09</b>	<b>7,347.00</b>	<b>-</b>

**Aerotropolis Area Coordinating Metropolitan District**  
**Draw No. 30**  
**December 23, 2020**

<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>	<u>Developer</u>
<b>Funding for Design:</b>									
Aecom	2000433168	11/30/20	224,862.05	224,862.05	224,169.47	-	692.58	-	-
AzTec	97321	11/23/20	1,170.00	1,170.00	1,170.00	-	-	-	-
AzTec	96822	11/16/20	850.00	850.00	850.00	-	-	-	-
Beam Longest	65262	12/01/20	5,245.00	5,245.00	-	-	5,245.00	-	-
Beam Longest	65263	12/01/20	62,071.58	62,071.58	-	-	62,071.58	-	-
Beam Longest	65264	12/01/20	26,580.00	26,580.00	-	-	26,580.00	-	-
Big West	109	10/31/20	31,090.00	31,090.00	31,090.00	-	-	-	-
Cage	4016	11/16/20	3,865.00	3,865.00	-	-	-	-	-
Cage	4034	11/30/20	2,480.00	2,480.00	2,480.00	-	-	-	-
E470	4035	11/19/20	13,006.00	13,006.00	-	-	13,006.00	-	-
EV Studio	CO08-031-19	11/30/20	8,162.50	8,162.50	8,162.50	-	-	-	-
EV Studio	19120-12	11/30/20	3,920.00	3,920.00	3,920.00	-	-	-	-
EV Studio	19120-13	11/30/20	3,045.00	3,045.00	3,045.00	-	-	-	-
Felsburg	28757	11/13/20	79,115.00	79,115.00	-	-	79,115.00	-	-
Felsburg	28611	10/16/20	59,547.50	59,547.50	-	-	59,547.50	-	-
HR Green	139630	11/20/20	7,582.50	7,582.50	7,582.50	-	-	-	-
HR Green	139631	11/20/20	4,985.00	4,985.00	4,985.00	-	-	-	-
HR Green	139633	11/20/20	14,615.00	14,615.00	14,615.00	-	-	-	-
HR Green	139635	11/20/20	12,250.00	12,250.00	12,250.00	-	-	-	-
HR Green	139636	11/20/20	1,213.50	1,213.50	1,213.50	-	-	-	-
HR Green	139637	11/20/20	334.00	334.00	334.00	-	-	-	-
HR Green	139651	11/20/20	7,355.50	7,355.50	-	-	7,355.50	-	-
HR Green	139650	11/20/20	26,141.00	26,141.00	-	-	26,141.00	-	-
HR Green	139634	11/20/20	27,908.00	27,908.00	-	-	-	27,908.00	-
HR Green	136972	11/20/20	2,347.00	2,347.00	-	-	-	2,347.00	-
JHL	20769	11/30/20	242,594.00	242,594.00	242,594.00	-	-	-	-
My Asset Map	777-20-77-0439	12/01/20	35,640.00	35,640.00	35,640.00	-	-	-	-
Merrick	196304	11/25/20	931.47	931.47	540.26	-	391.21	-	-
Merrick	196325	11/25/20	12,784.72	12,784.72	7,415.14	-	5,369.58	-	-
Merrick	196326	11/25/20	19,495.30	19,495.30	11,307.28	-	8,188.02	-	-
Merrick	196327	11/25/20	6,220.54	6,220.54	3,607.92	-	2,612.62	-	-
Norris	01-62036	10/30/20	360.00	360.00	360.00	-	-	-	-
Norris	01-61744	10/30/20	12,424.32	12,424.32	12,424.32	-	-	-	-
Norris	01-61840	10/30/20	3,292.50	3,292.50	3,292.50	-	-	-	-
Norris	01-61896	10/30/20	1,703.00	1,703.00	1,703.00	-	-	-	-
Norris	01-61389	09/30/20	3,798.00	3,798.00	3,798.00	-	-	-	-
Norris	01-61726	10/30/20	6,581.75	6,581.75	6,581.75	-	-	-	-
Norris	01-61870	10/30/20	2,254.50	2,254.50	2,254.50	-	-	-	-
Schedio	181106-18-0671	11/30/20	31,004.25	31,004.25	31,004.25	-	-	-	-
Schedio	181106-18-0672	11/30/20	5,250.00	5,250.00	-	5,250.00	-	-	-
Schedio	181107-18-0673	11/30/20	4,370.00	4,370.00	-	-	4,370.00	-	-
SRM	PayApp23	11/30/20	28,530.00	28,530.00	20,858.60	1,106.42	4,501.40	1,585.00	478.58
Summit Strategies	1280	11/30/20	48,300.00	48,300.00	37,934.82	-	9,882.18	483.00	-
<b>Total Design</b>			<b>1,095,275.48</b>	<b>1,095,275.48</b>	<b>741,048.31</b>	<b>6,356.42</b>	<b>315,069.17</b>	<b>32,323.00</b>	<b>478.58</b>
<b>Total amount of checks</b>				<b>7,386,845.55</b>	<b>5,724,778.29</b>	<b>6,356.42</b>	<b>1,615,562.26</b>	<b>39,670.00</b>	<b>478.58</b>
<b>Interim Payments</b>									
JHL - 20764		11/02/20	187,390.74	187,390.74	187,390.74	-	-	-	-
				187,390.74	187,390.74	-	-	-	-
<b>Total amount of Draw 30</b>				<b>\$ 7,574,236.29</b>	<b>\$ 5,912,169.03</b>	<b>\$ 6,356.42</b>	<b>\$ 1,615,562.26</b>	<b>\$ 39,670.00</b>	<b>\$ 478.58</b>
<b>ARTA - Current Funding</b>					(1)		(293,846.58)		
							\$ 1,321,715.68		
							(1) (2)		
				(1) Funded with A Bonds \$ 7,233,884.71					
				(2) To be reimbursed by ARTA in 2021					