

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: **April 15, 2021**
TIME: **1:00 P.M.**
PLACE: **Information Center**
3900 E. 470 Beltway
Aurora, CO 80019

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

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

https://teams.microsoft.com/l/meetup-join/19%3ameeting_MzJhYTAzYjltNGQ1Zi00ZWQ1LTg4NjEtNTcwNTM0Nzg5YzMx%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 call in (audio only)

+1 720-547-5281,,833175057# United States, Denver
Phone Conference ID: 833 175 057#

I. ADMINISTRATIVE MATTERS

- A. Present disclosures of potential conflicts of interest.
- B. Confirm Quorum, location of meeting and posting of meeting notices. Approve Agenda.
- 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.

II. CONSENT AGENDA

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

- A. Review and consider approval of March 18, 2021/Continued March 25, 2021, March 25, 2021 and April 1, 2021 special meeting minutes (enclosures).
- B. Ratify approval of and consent to First Supplement to ARTA Establishment Agreement, Exhibit A-1 (Regional Transportation System), and Exhibit D-1 (Phasing Plan).

III. LEGAL MATTERS

- A. Review and consider approval of Partial Termination of Temporary Construction Easement Agreement by and among Green Valley East LLC, Aurora Highlands LLC, GVRE 470 LLC, SJSA Investments LLC, Aurora Highlands Holdings LLC, Aurora Tech Center Holdings LLC, GVR King Commercial LLC and the District (to be distributed).
- B. Review and consider approval of Temporary Construction License (Filing No. 4) by and between the District and the City of Aurora (to be distributed).
- C. Review and consider approval of Temporary Construction License (Filing No. 5) by and between the District and the City of Aurora (to be distributed).

IV. FINANCIAL MATTERS

- A. Discuss status of Lender funding requests and consider approval of payment of claims for operating costs, in the amount of \$13,149.15 (numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting) (enclosure).
- B. Review and accept cash position report dated December 31, 2020, updated as of April 12, 2021 (enclosure).
- C. Discuss and consider approval of recommendation to The Aurora Highlands Community Authority Board (“**CAB**”) for acceptance of the CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 34) Engineer’s Report and Verification of Costs No. 11 prepared by Schedio Group LLC (enclosure).

V. CAPITAL PROJECTS

- A. Discuss and consider approval of Draw Request No. 34, in the total amount of \$3,128,966.15*, prepared by the District’s accountant (enclosures - Draw Request No. 34 Summary and list of draw checks):

CAB (A Bonds)	\$ 2,303,741.34
CAB (B Bonds)	\$ 7,867.00
ARTA	\$ 786,971.26
ATEC	\$ 13,307.75
Developer	<u>\$ 17,078.80</u>
Total:	\$*3,128,966.15

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

District Capital Projects:

- B. Discuss and consider Lender Commitment to fund and approve **Task Order No. 01** to Master Service Agreement (“**MSA**”) for Civil Engineering Services by and between the District and **Cage Engineering, Inc.** for District Collector Roadways and Pond (8540 EURV Preliminary and Final Engineering), in the amount of \$130,750.00.
- C. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 01 to Work Order No. 01** to Construction Management Agreement by and between the District and **JHL Constructors, Inc.**, for Procurement of 60” Steel Transmission Line and 72” Casing Steel Pipe for Prairie Water Pipeline, in an amount to be determined, subject to approval of the Construction Committee.

- D. Discuss and consider Lender Commitment to fund and approval of **Work Order No. 02** to Construction Management Agreement by and between the District and **JHL Constructors, Inc.**, for Procurement and Installation of Landscape Fencing and Concrete Walls, in an amount to be determined, subject to approval of the Construction Committee.
- E. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 01 to Task No. 01** to the MSA for Civil Engineering Services by and between the District and **Merrick & Company** for LOMR Submittal Phase 1 Trib T Improvements, in the amount of \$57,970.00, subject to approval of the Construction Committee.
- F. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 02 to Task Order No. 09** to the MSA for Civil Engineering Services by and between the District and **Merrick & Company** for Construction Related Services - T&M (Meetings, RFI's, Submittals), in the amount of \$60,000.00, subject to approval of the Construction Committee.
- G. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 11** to the MSA for Civil Engineering Services by and between the District and **Merrick & Company** for Miscellaneous Meetings and Exhibits, in the amount of \$10,000.00, subject to approval of the Construction Committee.

VI. ARTA MATTERS

- A. None.

VII. EXECUTIVE SESSION

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

VIII. OTHER BUSINESS

IX. ADJOURNMENT

THE NEXT REGULAR MEETING IS SCHEDULED FOR MAY 20, 2021.

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

MARCH 18, 2021 AND CONTINUED TO MARCH 25, 2021

A special meeting of the Board of Directors of the District, County of Adams (referred to hereafter as the “Board”) was convened on Thursday, March 18, 2021 at 1:00 p.m. and continued on Thursday, March 25, 2021 at 1:15 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 for the March 18, 2021 Special Meeting and Kortny Voegeli attending in person at the physical meeting location for the March 25, 2021 Continued Special Meeting. The meetings were open to the public via videoconference.

Directors In Attendance Were:

Matt Hopper
Michael Sheldon
Carla Ferreira
Cynthia (Cindy) Shearon (3.18.21 Special Meeting only)

Also In Attendance Were:

Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.
Debra Sedgeley, Denise Denslow, Zach Leavitt, Anna Jones and
Celeste Terrell; CliftonLarsonAllen LLP (“CLA”)
Kamille Curylo, Esq. and Tanya Lawless, Esq.; Kutak Rock LLP
Brooke Hutchens; D.A. Davidson & Co. (3.25.21 Continued Special
Meeting only)
Tony Felitsky, Dave Center, Tony Devito and Eric Antillon (3.25.21
Continued Special Meeting only); AECOM
Curren Vite: JHL Constructors, Inc.
Kortny Voegeli; The Aurora Highlands (3.25.21 Continued Special
Meeting only)
Deanna Hopper; The Aurora Highlands Community Authority Board

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney Cortese 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 at the March 18, 2021 Special Meeting and Kortny Voegeli attending in person at the March 25, 2021 Special Meeting. 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 amended.

Public Comment: There was no public comment.

CONSENT AGENDA

The Board considered the following actions:

- A. **Review and consider approval of February 18, 2021 special meeting minutes.**

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

Aerotropolis Regional Transportation Authority ("ARTA") Inclusions and Regional Transportation System Projects:

Presentation by Director Hopper: Director Hopper presented information prepared by Ehlers concerning the inclusion of property into ARTA and the accompanying addition of the Regional Transportation System Improvements under the First Supplement to the ARTA Establishment Agreement.

CONTINUATION

Continuation: Director Ferreira requested that the meeting be continued to the following week after the City's presentation to the ARTA Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Board determined to continue the meeting to March 25, 2021 at 1:00 p.m.

Continued Special Meeting March 25, 2021: Director Hopper reconvened the special meeting held March 18, 2021 at 1:15 p.m. on March 25, 2021.

LEGAL MATTERS (CONTINUED)

First Supplement to ARTA Establishment Agreement, Exhibit A-1 (Regional Transportation System), and Exhibit D-1 (Phasing Plan): No action was taken.

Termination of Intergovernmental Agreement Regarding Sharing of Tax Revenue by and among First Creek Ranch Metropolitan District, Second Creek Ranch Metropolitan District, Central Adams County Water and Sanitation District and the District: No action was taken.

FINANCIAL MATTERS

Lender Funding Request and Payment of Claims for Operating Costs: No action was taken.

Cash Position Report dated December 31, 2020, updated as of March 10, 2021: No action was taken.

The Aurora Highlands Community Authority Board ("CAB") and District Engineer's Report and Verification of Costs Associated with Public Improvements (Draw No. 33) Engineer's Report and Verification of Costs No. 10 prepared by Schedio Group LLC ("Engineer's Report"): No action was taken.

CAPITAL PROJECTS

Draw Request No. 33: No action was taken.

DISTRICT CAPITAL
PROJECTS

Construction Management Agreement by and between the District and JHL Constructors, Inc. and the related Notice to Proceed: No action was taken.

Task Order No. 1 to Construction Management Agreement by and between the District and JHL Constructors, Inc. for Project Management of Existing Scope, in an amount to be determined: No action was taken.

Work Order No. 1 to Construction Management Agreement by and between the District and JHL Constructors, Inc. for Prairie Water Line Material Procurement, in an amount to be determined: No action was taken.

Change Order No. 01 to Task Order No. 12 to the Master Service Agreement (“MSA”) for Program Management, Design, and Construction Services by and between the District and AECOM Technical Services, Inc. for Additional Work - CMaR Procurement Support: No action was taken.

Change Order No. 02 to Task Order No. 14 to the MSA for Program Management, Design, and Construction Services by and between the District and AECOM Technical Services, Inc. for Interim CM Services: No action was taken.

Change Order No. 07 to the Construction Agreement by and between the District and Dynalectric Company for TAH Filing 1 - Lighting (Utility Sleeving and Conduit Installation): No action was taken.

Change Order No. 08 to the Construction Agreement by and between the District and Dynalectric Company for TAH Filing 1 - Lighting (Credits Associated with Removing Designed Electrical Work for 38th Pkwy): No action was taken.

Change Order No. 01 to Task Order No. 01 to the MSA for Civil Engineering Services by and between the District and Felsburg Holt & Ullevig, Inc. for E-470 & 38th Ave. Interchange Budget Supplement Request: No action was taken.

Change Order No. 01 to Task Order No. 27 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for 38th Ave. Preliminary Design (N/S Collector – Powhatan): No action was taken.

Task Order No. 42 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Design Services - 38th Pkwy. (Himalaya to Odessa): No action was taken.

Task Order No. 43 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Tributary T Channel Design (West of E470): No action was taken.

Change Order No. 01 to Task Order No. 29 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for 38th Ave. (Powhatan - Monaghan): No action was taken.

Change Order No. 01 to Task Order No. 35 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Streetlight Plan Modifications: No action was taken.

Change Order No. 33 to the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 & Mainstreet P3 (Revised Planter Bowls -9): No action was taken.

Change Order No. 34 to the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 & Mainstreet P3 (Earthwork Necessary to Update Pond 8571): No action was taken.

Change Order No. 06 to the Construction Agreement by and between the District and Kelley Trucking, Inc. for Tributary MS Phase 3 EWEC (Tree Removal Along E-470 Relay Topsoil, etc.): No action was taken.

Change Order No. 16 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 42nd Phase 1 and Aura Phase 1-2 (Balancing Remaining Contract): No action was taken.

Change Order No. 04 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 38th Pkwy EWEC-Powhatan-Monaghan (Balancing Remaining Contract): No action was taken.

Change Order No. 05 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 38th Pkwy EWEC Reserve-Powhatan (Balancing Remaining Contract): No action was taken.

Change Order No. 11 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 38th Place & 38th Avenue EWEC (Balancing Remaining Contract): No action was taken.

Change Order No. 08 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 42nd Avenue Phase 2 and NS Collector EWEC (Balancing Remaining Contract): No action was taken.

Change Order No. 04 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Community Markers (Balancing Remaining Contract): No action was taken.

Change Order No. 12 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Main Street Phase 1-2, 42nd & Aura Blvd. Phase 1 (Balancing Remaining Contract): No action was taken.

Change Order No. 04 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Residential Filing 1 Phase 1-2 EWEC (Balancing Remaining Contract): No action was taken.

Change Order No. 07 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Sanitary Sewer Filing 1 (Balancing Remaining Contract): No action was taken.

Change Order No. 16 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC 42nd Phase 1 and Aura Phase 1-2 (Balancing Remaining Contract): No action was taken.

Presentation by Construction Manager Concerning Projects at Substantial Completion and Close-Out of Construction Agreements: No action was taken.

Recommendation of Construction Manager and Direction to Publish Notice of Final Payment and Related Authorization for Release of Final Retainage for the Following Completed Construction Agreements:

- a. Aggregate Industries – WCR, Inc. – Project 032 (E470 & 38th P1);
- b. Iron Woman Construction and Environmental Services, LLC – Project 032 (E470 & 38th P1);
- c. Iron Woman Construction and Environmental Services, LLC – Project 028 (Main Street P1 and P2, 42nd Ave., and Aura P1);
- d. Pase Contracting, Inc. – Project 019 (Mainstreet P1 EWEC);
- e. Pase Contracting, Inc. – Project 031 (42nd P2 N/S Collector Pkwy);
- f. Pase Contracting, Inc. – Project 037 (Tributary T EWEC)
- g. Stormwater Risk Management, LLC – Project 023 (Sanitary Sewer F1);
- h. Stormwater Risk Management, LLC – Project 032 (E470 & 38th P1);

- i. Stormwater Risk Management, LLC – Project 035 (38th Pwky [Powhaton – Monaghan]);
- j. Stormwater Risk Management, LLC – Project 036 (38th Pkwy [Reserve – Powhaton]); and
- k. Stormwater Risk Management, LLC – Project 036 (Residential F1).

No action was taken.

Presentation by AECOM Technical Services, Inc.: No action was taken.

2021 Construction and Design Master Schedule: No action was taken.

Master Budget: No action was taken.

ARTA MATTERS

None.

EXECUTIVE
SESSION

No action was taken.

OTHER BUSINESS

None.

ADJOURNMENT

Upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Board adjourned the continued special meeting.

Respectfully submitted,

By _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT (“DISTRICT”) HELD MARCH 25, 2021

A special meeting of the Board of Directors of the District, County of Adams (referred to hereafter as the “Board”) was convened on Thursday, March 25, 2021 at 1:15 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 Kortny Voegeli 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

Also In Attendance Were:

Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.
Debra Sedgeley, Zach Leavitt, Denise Denslow, Anna Jones and
Celeste Terrell; CliftonLarsonAllen LLP (“CLA”)
Kamille Curylo, Esq. and Tanya Lawless, Esq.; Kutak Rock LLP
Tony Felitsky, Dave Center, Tony Devito and Eric Antillon; AECOM
Curren Vite; JHL Constructors, Inc.
Brooke Hutchens; D.A. Davidson & Co.
Kortny Voegeli; The Aurora Highlands
Deanna Hopper; The Aurora Highlands Community Authority Board

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney Cortese 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.

RECORD OF PROCEEDINGS

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 Kortny Voegeli 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 and the absence of Director Shearon was excused.

Public Comment: There was no public comment.

CONSENT AGENDA

The Board considered the following actions:

A. Review and consider approval of February 18, 2021 special meeting minutes.

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

Aerotropolis Regional Transportation Authority ("ARTA") Inclusions and Regional Transportation System Projects:

Presentation by Director Hopper: Director Hopper briefly presented to the Board on the ARTA Inclusion and Regional Transportation System Improvements and Phasing Plan, included in the First Supplement to the ARTA Establishment Agreement.

RECORD OF PROCEEDINGS

First Supplement to ARTA Establishment Agreement, Exhibit A-1 (Regional Transportation System), and Exhibit D-1 (Phasing Plan):

Attorney Hoistad reviewed the First Supplement and Exhibits with the Board. Director Ferreira requested that a fully integrated Phasing Plan, including the prior Regional Transportation System Improvements and those being added under the First Supplement, be provided. Director Hopper informed the Board that this document is being prepared by ARTA.

Director Hopper rescinded his position as Board President and appointed Director Ferreira as Board President so that he was able to make a statement in support of this matter. Discussion ensued.

The Board deferred consideration of the First Supplement to ARTA Establishment Agreement, Exhibit A-1 (Regional Transportation System) and Exhibit D-1 (Phasing Plan), with direction to tentatively hold a special meeting on April 1, 2021 to consider these items. Director Hopper resumed his role as Board President.

Termination of Intergovernmental Agreement Regarding Sharing of Tax Revenue by and among First Creek Ranch Metropolitan District, Second Creek Ranch Metropolitan District, Central Adams County Water and Sanitation District and the District (“Termination of IGA”): Attorney Hoistad reviewed the Termination of IGA with the Board. Following discussion, upon a motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried, the Board approved the Termination of IGA.

FINANCIAL MATTERS

Lender Funding Request and Payment of Claims for Operating Costs: Ms. Sedgely reviewed the Lender funding request 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 \$36,011.21.

Cash Position Report dated December 31, 2020, updated as of March 10, 2021: Ms. Sedgely reviewed the 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 Cash Position Report dated December 31, 2020, updated as of March 10, 2021.

The Aurora Highlands Community Authority Board (“CAB”) and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 33) Engineer’s Report and Verification of Costs No. 10 prepared by Schedio Group LLC (“Engineer’s Report”): Ms.

RECORD OF PROCEEDINGS

Sedgeley 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.

CAPITAL PROJECTS

Draw Request No. 33: Director Hopper reviewed Draw Request No. 33 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. 33, in the amount of \$2,467,406.73, as shown below:

CAB (A Bonds)	\$ 1,738,889.85
CAB (B Bonds)	\$ 7,942.00
ARTA	\$ 686,807.38
ATEC	\$ 32,182.50
Developer	\$ 1,585.00
Total:	\$ 2,467,406.73

AEROTROPOLIS AREA COORDINATING CAPITAL PROJECTS

Construction Management Agreement by and between the District and JHL Constructors, Inc. and the related Notice to Proceed: 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 Construction Management Agreement by and between the District and JHL Constructors, Inc. and the related Notice to Proceed, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 1 to Construction Management Agreement by and between the District and JHL Constructors, Inc. for Project Management of Existing Scope: 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. 1** to Construction Management Agreement by and between the District and **JHL Constructors, Inc.** for Project Management of Existing Scope, in an amount to be determined, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Work Order No. 1 to Construction Management Agreement by and between the District and JHL Constructors, Inc. for Prairie Water Line Material Procurement: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously

RECORD OF PROCEEDINGS

carried by roll call, the Board approved **Work Order No. 1** to Construction Management Agreement by and between the District and **JHL Constructors, Inc.** for Prairie Water Line Material Procurement, in an amount to be determined, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 12 to the Master Service Agreement (“MSA”) for Program Management, Design, and Construction Services by and between the District and AECOM Technical Services, Inc. for Additional Work - 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 **Change Order No. 01 to Task Order No. 12** to the MSA for Program Management, Design, and Construction Services by and between the District and **AECOM Technical Services, Inc.** for Additional Work - CMaR Procurement Support, in the amount of \$12,500, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 02 to Task Order No. 14 to the 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 **Change Order No. 02 to Task Order No. 14** to the 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 \$187,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

MSA for Lighting Design and Electrical Engineering Services by and between the District and Clanton Engineering, Inc., D/B/A Clanton & Associates: 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 Lighting Design and Electrical Engineering Services by and between the District and **Clanton Engineering, Inc., D/B/A Clanton & Associates**, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 1 to MSA for Lighting Design and Electrical Engineering Services by and between the District and Clanton Engineering, Inc., D/B/A Clanton & Associates for Assessment of Aurora Street Lighting Criteria and Warrants & Design Team 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 **Task Order No. 1** to MSA for Lighting Design and Electrical Engineering Services by and

RECORD OF PROCEEDINGS

between the District and **Clanton Engineering, Inc., D/B/A Clanton & Associates** for Assessment of Aurora Street Lighting Criteria and Warrants & Design Team Coordination, in the amount of \$10,000, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 07 to the Construction Agreement by and between the District and Dynalectric Company for TAH Filing 1 - Lighting (Utility Sleeving and Conduit Installation): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 07** to the Construction Agreement by and between the District and **Dynalectric Company** for TAH Filing 1 - Lighting (Utility Sleeving and Conduit Installation), in the amount of \$60,965.39, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 08 to the Construction Agreement by and between the District and Dynalectric Company for TAH Filing 1 - Lighting (Credits Associated with Removing Designed Electrical Work for 38th Pkwy): 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. 08** to the Construction Agreement by and between the District and **Dynalectric Company** for TAH Filing 1 - Lighting (Credits Associated with Removing Designed Electrical Work for 38th Pkwy), in the deductive amount of (\$71,792.09), upon review and recommendation by the Construction Committee.

Change Order No. 01 to Task Order No. 01 to the MSA for Civil Engineering Services by and between the District and Felsburg Holt & Ullevig, Inc. for E-470 & 38th Ave. Interchange Budget Supplement Request: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 01** to the MSA for Civil Engineering Services by and between the District and **Felsburg Holt & Ullevig, Inc.** for E-470 & 38th Ave. Interchange Budget Supplement Request, in the amount of \$224,284.90, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 27 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for 38th Ave. Preliminary Design (N/S Collector – Powhatan): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 27** to the MSA for Civil Engineering Services by and between the District and **HR Green**

RECORD OF PROCEEDINGS

Development, LLC for 38th Ave. Preliminary Design (N/S Collector – Powhatan), in the amount of \$18,800.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 42 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Design Services - 38th Pkwy. (Himalaya to Odessa): 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 the MSA for Civil Engineering Services by and between the District and **HR Green Development, LLC** for Design Services - 38th Pkwy. (Himalaya to Odessa), in the amount of \$269,276.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 43 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Tributary T Channel Design (West of E470): 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 the MSA for Civil Engineering Services by and between the District and **HR Green Development, LLC** for Tributary T Channel Design (West of E470), in the amount of \$88,286.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 29 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for 38th Ave. (Powhatan - Monaghan): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 29** to the MSA for Civil Engineering Services by and between the District and **HR Green Development, LLC** for 38th Ave. (Powhatan - Monaghan), in the amount of \$18,800.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 35 to the MSA for Civil Engineering Services by and between the District and HR Green Development, LLC for Streetlight Plan Modifications: Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 35** to the MSA for Civil Engineering Services by and between the District and **HR Green Development, LLC** for Streetlight Plan Modifications, in the amount of \$10,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

RECORD OF PROCEEDINGS

Change Order No. 33 to the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 & Mainstreet P3 (Revised Planter Bowls -9): 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. 33** to the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 & Mainstreet P3 (Revised Planter Bowls -9), in the amount of \$81,220.63, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 34 to the Construction Agreement by and between the District and JHL Constructors, Inc. for Trib T Aurora Pkwy P3 & Mainstreet P3 (Earthwork Necessary to Update Pond 8571): 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. 34** to the Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 & Mainstreet P3 (Earthwork Necessary to Update Pond 8571), in the amount of \$69,780.65, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 06 to the Construction Agreement by and between the District and Kelley Trucking, Inc. for Tributary MS Phase 3 EWEC (Tree Removal Along E-470 Relay Topsoil, etc.): 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. 06** to the Construction Agreement by and between the District and **Kelley Trucking, Inc.** for Tributary MS Phase 3 EWEC (Tree Removal Along E-470 Relay Topsoil, etc.) in the amount of \$157,258.50, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 16 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 42nd Phase 1 and Aura Phase 1-2 (Balancing Remaining Contract): 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. 16** to the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 42nd Phase 1 and Aura Phase 1-2 (Balancing Remaining Contract), in the deductive amount of (\$62,585.61), upon review and recommendation by the Construction Committee.

RECORD OF PROCEEDINGS

Change Order No. 04 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 38th Pkwy EWEC-Powhatan-Monaghan (Balancing Remaining Contract): 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 the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 38th Pkwy EWEC-Powhatan-Monaghan (Balancing Remaining Contract), in the deductive amount of (\$15,336.90), upon review and recommendation by the Construction Committee.

Change Order No. 05 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 38th Pkwy EWEC Reserve-Powhatan (Balancing Remaining Contract): 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. 05** to the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 38th Pkwy EWEC Reserve-Powhatan (Balancing Remaining Contract), in the deductive amount of (\$25,918.90), upon review and recommendation by the Construction Committee.

Change Order No. 11 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 38th Place & 38th Avenue EWEC (Balancing Remaining Contract): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 11** to the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 38th Place & 38th Avenue EWEC (Balancing Remaining Contract), in the deductive amount of (\$18,803.32), upon review and recommendation by the Construction Committee.

Change Order No. 08 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for 42nd Avenue Phase 2 and NS Collector EWEC (Balancing Remaining Contract): 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. 08** to the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 42nd Avenue Phase 2 and NS Collector EWEC (Balancing Remaining Contract), in the amount of \$350,548.40, upon review and recommendation by the Construction Committee and Lender commitment to fund.

RECORD OF PROCEEDINGS

Change Order No. 04 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Community Markers (Balancing Remaining Contract): 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 the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Community Markers (Balancing Remaining Contract), in the amount of \$509.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 12 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Main Street Phase 1-2, 42nd & Aura Blvd. Phase 1 (Balancing Remaining Contract): 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 the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Main Street Phase 1-2, 42nd & Aura Blvd. Phase 1 (Balancing Remaining Contract), in the deductive amount of (\$42,532.20), upon review and recommendation by the Construction Committee.

Change Order No. 04 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Residential Filing 1 Phase 1-2 EWEC (Balancing Remaining Contract): 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 the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Residential Filing 1 Phase 1-2 EWEC (Balancing Remaining Contract), in the deductive amount of (\$21,044.74), upon review and recommendation by the Construction Committee.

Change Order No. 07 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC for Sanitary Sewer Filing 1 (Balancing Remaining Contract): Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 07** to the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Sanitary Sewer Filing 1 (Balancing Remaining Contract) in the deductive amount of (\$650.00), upon review and recommendation by the Construction Committee.

Change Order No. 16 to the Construction Agreement by and between the District and Stormwater Risk Management, LLC 42nd Phase 1 and Aura Phase 1-2 (Balancing Remaining Contract): Following discussion, upon

RECORD OF PROCEEDINGS

motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 16** to the Construction Agreement by and between the District and **Stormwater Risk Management, LLC** 42nd Phase 1 and Aura Phase 1-2 (Balancing Remaining Contract), in the deductive amount of (\$62,585.61), upon review and recommendation by the Construction Committee.

Presentation by Construction Manager Concerning Projects at Substantial Completion and Close-Out of Construction Agreements: Mr. Vite presented the current status of construction contracts approved for closeout.

i. Recommendation of Construction Manager / Direction to Publish Notice of Final Payment and related authorization for release of final retainage for the following completed Construction Agreements:

- a. Aggregate Industries – WCR, Inc. – Project 032 (E470 & 38th P1);
- b. Iron Woman Construction and Environmental Services, LLC – Project 032 (E470 & 38th P1);
- c. Iron Woman Construction and Environmental Services, LLC – Project 028 (Main Street P1 and P2, 42nd Ave., and Aura P1);
- d. Pase Contracting, Inc. – Project 019 (Mainstreet P1 EWEC);
- e. Pase Contracting, Inc. – Project 031 (42nd P2 N/S Collector Pkwy);
- f. Pase Contracting, Inc. – Project 037 (Tributary T EWEC)
- g. Stormwater Risk Management, LLC – Project 023 (Sanitary Sewer F1);
- h. Stormwater Risk Management, LLC – Project 032 (E470 & 38th P1);
- i. Stormwater Risk Management, LLC – Project 035 (38th Pkwy [Powhaton – Monaghan]);
- j. Stormwater Risk Management, LLC – Project 036 (38th Pkwy [Reserve – Powhaton]); and
- k. Stormwater Risk Management, LLC – Project 036 (Residential F1).

Mr. Vite advised the Board that the contracts listed above as a, b and c were approved for closeout, subject to final review of the contract terms. He further advised that items d through k had been closed out.

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 and directed the publication of notices of final payment and payment of any remaining retainage for items a, b and c, subject to review by the Construction Committee and legal counsel.

RECORD OF PROCEEDINGS

Presentations by AECOM Technical Services, Inc.:

2021 Construction and Design Master Schedule: AECOM representatives presented the 2021 construction and design master schedule, noting that the schedule is continuously updated and presented to Aurora Highlands, LLC.

Master Budget: AECOM representatives presented the Master Budget to the Board, noting that the Master Budget includes updated unit cost information.

ARTA MATTERS

None.

EXECUTIVE SESSION

It was determined that an executive session was not necessary.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Board adjourned the meeting at 2:58 p.m.

Respectfully submitted,

By _____
Secretary for the Meeting

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT (“DISTRICT”) HELD APRIL 1, 2021

A special meeting of the Board of Directors of the District, County of Adams (referred to hereafter as the “Board”) was convened on Thursday, April 1, 2021 at 1:32 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 Directors Hopper, Ferreira 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
Carla Ferreira
Cynthia (Cindy) Shearon

Also In Attendance Were:

Jon Hoistad, Esq.; McGeady Becher P.C.
Denise Denslow, Anna Jones, Celeste Terrell and Zach Leavitt;
CliftonLarsonAllen LLP (“CLA”)
Tony Felitsky and Tony Devito; AECOM

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Hoistad 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, however, due to the timing of the filings, any action taken at this meeting will need to be ratified at the next meeting. 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

RECORD OF PROCEEDINGS

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

Public Comment: There was no public comment.

LEGAL MATTERS

Aerotropolis Regional Transportation Authority Inclusions and Regional Transportation System Project Phasing Plan: The Board discussed the Integrated Phasing Plan dated March 25, 2021.

First Supplement to Intergovernmental Agreement among the Board of County Commissioners of the County of Adams (the "County"), the City of Aurora (the "City") and the District Establishing the Aerotropolis Regional Transportation Authority, and Consent to the Regional Transportation System (Exhibit A-1) and Phasing Plan (Exhibit D-1) thereto: Director Hopper reviewed the First Supplement and Exhibits with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried, the Board approved the First Supplement to Intergovernmental Agreement among the County, the City and the District Establishing the Aerotropolis Regional Transportation Authority, and consent to the Regional Transportation System (Exhibit A-1) and Phasing Plan (Exhibit D-1) thereto.

EXECUTIVE SESSION

It was determined that an executive session was not necessary.

OTHER BUSINESS

None.

RECORD OF PROCEEDINGS

ADJOURNMENT

Upon motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried, the Board adjourned the meeting at 1:37 p.m.

Respectfully submitted,

By _____
Secretary for the Meeting

Aerotropolis Area Coordinating Metro District

27

Check List

All Bank Accounts

April 9, 2021

Check Number	Check Date	Payee	Amount
Vendor Checks			
2002	04/09/21	Aurora Media Group	312.40
2003	04/09/21	Brownstein Hyatt Farber Schreck, LLP	16,735.69
2004	04/09/21	CliftonLarsonAllen LLP	19,702.94
2005	04/09/21	McGeady Becher P.C.	12,125.11
2006	04/09/21	T. Charles Wilson Insurance Service	495.00
Vendor Check Total			<u>49,371.14</u>
Check List Total			<u><u>49,371.14</u></u>

Check count = 5

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

28

All Dates

GL Account	Description		Gross Open Amount	Discount Available	Net Open Amount	Cash Required
AURORAMEDIA Aurora Media Group						
Reference:	100099	Date:	03/31/21	Discount exp date:		
GL AP account:	302500	Due date:	03/31/21	Payment term:		
307480	Miscellaneous - Aurora Media Group		106.40			
	Totals		106.40	0.00	106.40	106.40
Reference:	100098	Date:	03/31/21	Discount exp date:		
GL AP account:	302500	Due date:	03/31/21	Payment term:		
307480	Miscellaneous - Aurora Media Group		104.70			
	Totals		104.70	0.00	104.70	104.70
Reference:	100176	Date:	03/31/21	Discount exp date:		
GL AP account:	302500	Due date:	03/31/21	Payment term:		
307480	Miscellaneous - Aurora Media Group		101.30			
	Totals		101.30	0.00	101.30	101.30
	Totals for Aurora Media Group		312.40	0.00	312.40	312.40
Brownstein Brownstein Hyatt Farber Schreck, LLP						
Reference:	835904	Date:	02/28/21	Discount exp date:		
GL AP account:	302500	Due date:	02/28/21	Payment term:		
307460	Legal - Brownstein Hyatt Farber Schreck, LLP		16,735.69			
	Totals		16,735.69	0.00	16,735.69	16,735.69
	Totals for Brownstein Hyatt Farber Schreck, LLP		16,735.69	0.00	16,735.69	16,735.69
CLA CliftonLarsonAllen LLP						
Reference:	2770981	Date:	02/28/21	Discount exp date:		
GL AP account:	102500	Due date:	02/28/21	Payment term:		
107000	Accounting - CliftonLarsonAllen LLP		5,249.81			
	Totals		5,249.81	0.00	5,249.81	5,249.81
Reference:	2770079	Date:	02/28/21	Discount exp date:		
GL AP account:	102500	Due date:	02/28/21	Payment term:		
107440	District Management - Accounting		4,390.31			
	Totals		4,390.31	0.00	4,390.31	4,390.31
Reference:	2770877	Date:	02/28/21	Discount exp date:		
GL AP account:	102500	Due date:	02/28/21	Payment term:		
101245	Accounts receivable - GVA - CliftonLarsonAllen LLP-GVA		1,620.03			
	Totals		1,620.03	0.00	1,620.03	1,620.03
Reference:	2770079	Date:	02/28/21	Discount exp date:		
GL AP account:	302500	Due date:	02/28/21	Payment term:		
307440	District Management - Accounting		2,340.45			
	Totals		2,340.45	0.00	2,340.45	2,340.45
Reference:	2770981	Date:	02/28/21	Discount exp date:		
GL AP account:	302500	Due date:	02/28/21	Payment term:		
307000	Accounting - CliftonLarsonAllen LLP		6,102.34			
	Totals		6,102.34	0.00	6,102.34	6,102.34
	Totals for CliftonLarsonAllen LLP		19,702.94	0.00	19,702.94	19,702.94

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

29

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
McGeady McGeady Becher P.C.					
Reference:	1301M OCT20	Date:	10/31/20	Discount exp date:	
GL AP account:	102500	Due date:	10/31/20	Payment term:	
101245	Accounts receivable - GVA - McGeady Becher P.C.	542.50			
	Totals	542.50	0.00	542.50	542.50
Reference:	1301M NOV20	Date:	11/30/20	Discount exp date:	
GL AP account:	102500	Due date:	11/30/20	Payment term:	
101245	Accounts receivable - GVA - McGeady Becher P.C.	701.50			
	Totals	701.50	0.00	701.50	701.50
Reference:	1301M JAN21	Date:	01/31/21	Discount exp date:	
GL AP account:	102500	Due date:	01/31/21	Payment term:	
101245	Accounts receivable - GVA - McGeady Becher P.C.	12.50			
	Totals	12.50	0.00	12.50	12.50
Reference:	1297M MAR21	Date:	03/31/21	Discount exp date:	
GL AP account:	102500	Due date:	03/31/21	Payment term:	
107460	Legal - McGeady Becher P.C.	137.50			
	Totals	137.50	0.00	137.50	137.50
Reference:	1297M MAR21	Date:	03/31/21	Discount exp date:	
GL AP account:	302500	Due date:	03/31/21	Payment term:	
307460	Legal - McGeady Becher P.C.	10,731.11			
	Totals	10,731.11	0.00	10,731.11	10,731.11
	Totals for McGeady Becher P.C.	12,125.11	0.00	12,125.11	12,125.11
TCHARLES T. Charles Wilson Insurance Service					
Reference:	9088	Date:	02/28/21	Discount exp date:	
GL AP account:	102500	Due date:	02/28/21	Payment term:	
101245	Accounts receivable - GVA - Insurance and bonds	495.00			
	Totals	495.00	0.00	495.00	495.00
	Totals for T. Charles Wilson Insurance Service	495.00	0.00	495.00	495.00
	Company Totals	49,371.14	0.00	49,371.14	49,371.14

1-0		
1-1		5,249.81
1-2		+ 4,390.31
1-3		+ 1,620.03
1-4		+ 542.50
1-5		+ 701.50
1-6		+ 12.50
1-7		+ 137.50
1-8		+ 495.00
1-T	Total	= 13,149.15

1-0		
1-1		106.40
1-2		+ 104.70
1-3		+ 101.30
1-4		+ 16,735.69
1-5		+ 2,340.45
1-6		+ 6,102.34
1-7		+ 10,731.11
1-T	Total	= 36,221.99

General Administrative

Capital Administrative - A Bonds

AEROTROPOLIS AREA COORDINATING METRO DISTRICT

Schedule of Cash Position

December 31, 2020

Updated as of

April 12, 2021

30

	General Fund	Capital Projects Fund	Total
<u>First Bank - Checking</u>			
Balance as of 12/31/20	\$ 10,614.78	\$ 233,010.71	\$ 243,625.49
Subsequent activities:			
01/19/21 Transfer to CSAFE	-	(2,500.00)	(2,500.00)
01/21/21 Administrative checks - 1889-1894	(45,740.57)	(34,693.38)	(80,433.95)
01/21/21 Draw 31 checks - 1895-1921	-	(4,256,990.28)	(4,256,990.28)
01/28/21 Transfer from CAB - Developer advance - Jan	45,000.00	58,945.73	103,945.73
01/28/21 Draw 31 proceeds	-	3,927,340.32	3,927,340.32
01/29/21 ARTA payment	-	305,546.00	305,546.00
01/26/21 Aurora Payments 631361, 631371, 631370 & 631675	-	(5,759.00)	(5,759.00)
01/27/21 Aurora Payment 613687	-	(19,395.20)	(19,395.20)
02/10/21 Aurora Payment 633141	-	(636.00)	(636.00)
02/15/21 Draw 32 checks - 1922-1945	-	(2,089,761.16)	(2,089,761.16)
02/15/21 Administrative checks - 1946-1947	-	(14,600.60)	(14,600.60)
02/25/21 Wires for insurance invoices	(9,024.00)	-	(9,024.00)
02/25/21 Transfer from CAB - Developer advance - Feb	-	33,228.45	33,228.45
02/25/21 Draw 32 proceeds	-	1,987,324.69	1,987,324.69
02/25/21 ARTA payment	-	108,962.82	108,962.82
03/01/21 Void check 1605	253.35	-	253.35
03/02/21 Aurora Payment 634517	-	(11,620.00)	(11,620.00)
03/10/21 Interim check 1948	-	(6,500.00)	(6,500.00)
03/15/21 Aurora Payment 636368, 636374, 636369, 636373, 636371, 636370, 636397	-	(1,590.00)	(1,590.00)
03/16/21 Transfer to CSDPL	(20.00)	-	(20.00)
03/18/21 Draw 33 checks - 1949-1971	-	(2,455,150.73)	(2,455,150.73)
03/18/21 March administrative checks - 1972-1976	(36,011.21)	(104,911.11)	(140,922.32)
03/23/21 Aurora Payment 636171 & 636936	-	(7,726.00)	(7,726.00)
03/24/21 Aurora Payment 636595	-	(1,342.00)	(1,342.00)
03/24/21 Aurora Payment	-	(212.00)	(212.00)
03/25/21 Payment from ARTA	-	415,302.18	415,302.18
03/26/21 Aurora Payment 637269	-	(564.00)	(564.00)
03/26/21 Transfer from CAB - Developer Advance - Mar	40,000.00	41,709.50	81,709.50
03/30/21 Xcel Payment for Job No. 11901307	-	(2,494.31)	(2,494.31)
03/30/21 Xcel Payment for Job No. 12292206	-	(12,327.08)	(12,327.08)
03/31/21 Draw 33 Proceeds - construction	-	2,010,395.05	2,010,395.05
03/31/21 Draw 33 Proceeds - administrative	-	104,911.11	104,911.11
04/05/21 Aurora Payment 638228	-	(212.00)	(212.00)
04/07/21 Transfer from First Creek Ranch	4,800.00	-	4,800.00
04/07/21 Transfer from CSAFE	9,000.00	-	9,000.00
04/08/21 Aurora Payment 638579	-	(106.00)	(106.00)
04/15/21 Draw 34 checks 1977-2001	-	(3,127,379.15)	(3,127,379.15)
04/15/21 April Administrative checks 2002-2006	(13,149.15)	(36,221.99)	(49,371.14)
Anticipated ARTA payment	-	89,285.53	89,285.53
Anticipated Bond A proceeds - Draw 24	-	3,001,427.07	3,001,427.07
Anticipated Bond A proceeds - Administrative	-	36,221.99	36,221.99
Anticipated developer advance - B Bonds/ATEC/Developer	-	38,883.55	38,883.55
Anticipated developer advance - General Administrative	10,000.00	-	10,000.00
Anticipated balance	15,723.20	199,802.71	215,525.91
<u>CSAFE</u>			
Balance as of 12/31/20	9,100.10	133,913.48	143,013.58
Subsequent activities:			
01/15/21 Richmond fee deposit	-	20,000.00	20,000.00
01/19/21 Transfer from 1st Bank	-	2,500.00	2,500.00
01/20/21 SDF transfer to Zions Bank	-	(35,000.00)	(35,000.00)
01/25/21 Richmond fee deposit	-	7,500.00	7,500.00
01/31/21 Interest Income	-	10.91	10.91
02/28/21 Interest Income	-	8.23	8.23
03/08/21 SDF transfer to Zions Bank	-	(7,500.00)	(7,500.00)
03/31/21 Interest Income	-	5.80	5.80
04/07/21 Transfer to 1st Bank	(9,000.00)	-	(9,000.00)
Anticipated balance	100.10	121,438.42	121,538.52
Anticipated balances	\$ 15,823.30	\$ 321,241.13	\$ 337,064.43

FIRST CREEK RANCH METROPOLITAN DISTRICT

CSAFE

Balance as of 12/31/20	\$ 1,787.43	\$ -	\$ 1,787.43
Subsequent activities:			
01/11/21 Property taxes	328.91	-	328.91
01/31/21 Interest Income	0.18	-	0.18
02/10/21 Property taxes	351.62	-	351.62
02/28/21 Interest Income	0.14	-	0.14
03/10/21 Property taxes	2,925.95	-	2,925.95
03/31/21 Interest Income	0.22	-	0.22
04/07/21 Transfer to AACMD	(4,800.00)	-	(4,800.00)
Restricted for ARTA/ARI - 2020	(433.94)	-	(433.94)
Restricted for ARTA/ARI - 2021	(17.50)	-	(17.50)
Anticipated balance	\$ 143.01	\$ -	\$ 143.01

Yield Information (3/31/21)

C-Safe 0.05%

**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. 34

PREPARED BY:

SCHEDIO GROUP LLC

808 9TH STREET

GREELEY, COLORADO 80631

LICENSED PROFESSIONAL ENGINEER:

TIMOTHY A. MCCARTHY

STATE OF COLORADO

LICENSE NO. 44349

DATE PREPARED: April 7, 2021

PROJECT: 181106

Engineer's Report and Verification of Costs No. 11

TABLE OF CONTENTS

ENGINEER'S REPORT

INTRODUCTION	1
SUMMARY OF FINDINGS.....	1
DETERMINATION OF PUBLIC PRORATION PERCENTAGE.....	2
VERIFICATION OF COSTS	2
VERIFICATION OF PAYMENTS	2
VERIFICATION OF CONSTRUCTION	2
SPECIAL CIRCUMSTANCES AND NOTABLE METHODOLOGIES	2

ENGINEER'S VERIFICATION

ENGINEER'S VERIFICATION	4
-------------------------------	---

EXHIBIT A

SUMMARY OF COSTS REVIEWED	5
---------------------------------	---

EXHIBIT B

SUMMARY OF DOCUMENTS REVIEWED	8
-------------------------------------	---

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 eleventh 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 consists 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 \$3,128,966.15 of incurred expenses associated with Draw Request No. 34. Of the \$3,128,966.15 reviewed, Schedio Group verified \$3,111,887.35 as being associated with the design and construction of Public Improvements; of which \$2,303,741.34 is associated with AACMD Series A Bonds, \$7,867.00 with AACMD Series B Bonds, \$13,307.75 with ATEC Metropolitan District ("ATEC MD"), and \$786,971.26 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 **\$2,324,916.09**.

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 attached *Exhibit A – Summary of Costs Reviewed (by Job Code and by Vendor)*.

	DRAW 34	DEVELOPER DRAW 34	AACMD DRAW 34			ATEC DRAW 34	AACMD + ATEC DRAW 34	ARTA DRAW 34	TOTAL DRAW 34
	REVIEWED AMT	PRIVATE AMT	VERIFIED AMT (SERIES A BONDS)	VERIFIED AMT (SERIES B BONDS)	VERIFIED AMT (SERIES A + B BONDS)	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT
SOFT AND INDIRECT+ HARD COSTS									
TOTALS -->	\$ 3,128,966.15	\$ 17,078.80	\$ 2,303,741.34	\$ 7,867.00	\$ 2,311,608.34	\$ 13,307.75	\$ 2,324,916.09	\$ 786,971.26	\$ 3,111,887.35

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. 34 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 April 2, 2021. Observation of the constructed improvements was performed to ensure that Public Improvements are being constructed in general conformance with the approved construction drawings. Photos are available from Schedio Group LLC upon request.

SPECIAL CIRCUMSTANCES AND NOTABLE METHODOLOGIES

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

Various job code changes were implemented between Draw 26 and Draw 34. 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 34. 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 April 7, 2021.

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

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

The Independent Consulting Engineer finds and determines that Public Improvements considered in the attached Engineer's Report, from August 25, 2020 (date of Aztec Consultants Invoice No. 92260) to April 1, 2021 (date of OxBlue Invoice No. 442185), are reasonably valued at **\$2,324,916.09**.

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.



April 7, 2021

Timothy A. McCarthy, P.E.

Colorado License No. 44349

EXHIBIT A

SUMMARY OF COSTS REVIEWED

SUMMARY OF COSTS REVIEWED BY JOB CODE

38

JOB CODE	JOB CODE DESCRIPTION	TOT DRAW 34	PRI DRAW 34	AACMD SERIES A DRAW 34	AACMD SERIES B DRAW 34	ARTA DRAW 34	ATEC DRAW 34
100	Overall Project Management	\$ 332,050.22	\$ -	\$ 332,050.22	\$ -	\$ -	\$ -
101	Overall Project (Non Specific)	\$ 32,739.14	\$ -	\$ 32,739.14	\$ -	\$ -	\$ -
104	Engineer's Report and Verification of Costs	\$ 23,424.50	\$ -	\$ 18,879.50	\$ -	\$ 4,545.00	\$ -
106	GIS & Document Management	\$ 20,800.00	\$ -	\$ 20,800.00	\$ -	\$ -	\$ -
140	ISP (Phase 1)	\$ 12,740.29	\$ -	\$ 12,740.29	\$ -	\$ -	\$ -
142	ISP (Phase 3)	\$ 33,241.33	\$ -	\$ 33,241.33	\$ -	\$ -	\$ -
143	ISP (Phase 4)	\$ 759.75	\$ -	\$ 759.75	\$ -	\$ -	\$ -
152	Public Art	\$ 75.00	\$ -	\$ 75.00	\$ -	\$ -	\$ -
155	Monitoring	\$ 4,536.00	\$ -	\$ 4,536.00	\$ -	\$ -	\$ -
203	Monument (Phase 1)	\$ 500.66	\$ -	\$ 500.66	\$ -	\$ -	\$ -
204	Monument (Phase 2)	\$ 442.75	\$ -	\$ 442.75	\$ -	\$ -	\$ -
205	Monument (E470)	\$ 146,856.00	\$ -	\$ 146,856.00	\$ -	\$ -	\$ -
206	26th Ave (E470 - Main St)	\$ 16,235.62	\$ -	\$ 10,553.14	\$ -	\$ 5,682.48	\$ -
210	E470 Interchange (Phase 1)	\$ 104,230.04	\$ -	\$ -	\$ -	\$ 104,230.04	\$ -
220	Main St (26th Ave -TAH Pkwy)	\$ 149,485.88	\$ 15,493.80	\$ 133,992.08	\$ -	\$ -	\$ -
221	Main St (TAH Pkwy-42nd Ave)	\$ 137,609.43	\$ -	\$ 137,609.43	\$ -	\$ -	\$ -
222	Main St (42nd Ave-46th Ave)	\$ 1,585.00	\$ -	\$ 1,585.00	\$ -	\$ -	\$ -
230	Denali Blvd (TAH Pkwy to 42nd Ave)	\$ 33,083.79	\$ -	\$ 33,083.79	\$ -	\$ -	\$ -
231	Denali Blvd (42nd Ave - 48th Ave)	\$ 1,585.00	\$ -	\$ 1,585.00	\$ -	\$ -	\$ -
232	38th Pl (Main St to Denali Blvd)	\$ 8,760.79	\$ -	\$ 8,760.79	\$ -	\$ -	\$ -
241	TAH Pkwy (Main St-Denali Blvd)	\$ 1,182,156.16	\$ -	\$ 697,685.73	\$ -	\$ 484,470.44	\$ -
246	38th Ave (Himalaya St to E470) North	\$ 1,108.45	\$ -	\$ -	\$ -	\$ 1,108.45	\$ -
247	38th Ave (Himalaya St to E470) South	\$ 77,656.00	\$ -	\$ -	\$ -	\$ 77,656.00	\$ -
248	38th Pkwy (Powhatan Rd to Monaghan Rd)	\$ 13,307.75	\$ -	\$ -	\$ -	\$ -	\$ 13,307.75
249	38th Pkwy (TAH Pkwy to Powhatan Rd)	\$ 19,869.08	\$ -	\$ 19,869.08	\$ -	\$ -	\$ -
250	42nd Ave (Main St-Denali Blvd)	\$ 33,589.80	\$ -	\$ 33,589.80	\$ -	\$ -	\$ -
251	42nd Ave (Denali Blvd-School)	\$ 159,275.85	\$ -	\$ 159,275.85	\$ -	\$ -	\$ -
252	42nd Ave (School-Reserve Blvd)	\$ 2,787.96	\$ -	\$ 2,787.96	\$ -	\$ -	\$ -
260	Reserve Blvd (42nd Ave - TAH Pkwy)	\$ 354,903.07	\$ -	\$ 354,903.07	\$ -	\$ -	\$ -
270	SS Outfall (E470-Main St)	\$ 17,742.42	\$ -	\$ 17,742.42	\$ -	\$ -	\$ -
271	SS Outfall (Main St/38th Place/TAH Pkwy/Denali Blvd)	\$ 10,972.00	\$ -	\$ 10,972.00	\$ -	\$ -	\$ -
289	Pond Improvements	\$ 30,209.42	\$ -	\$ 30,209.42	\$ -	\$ -	\$ -
290	I-70 Interchange (Phase 1)	\$ 97,543.85	\$ -	\$ -	\$ -	\$ 97,543.85	\$ -
295	Tributary T	\$ 2,251.40	\$ -	\$ 2,251.40	\$ -	\$ -	\$ -
300	Powhatan Rd (I-70-26th Ave)	\$ 11,735.00	\$ -	\$ -	\$ -	\$ 11,735.00	\$ -
330	West Village Ave (Main St-26th St)	\$ 150.00	\$ -	\$ 150.00	\$ -	\$ -	\$ -
334	Hogan St Park (West Village Ave/TAH Pkwy)	\$ 5,926.25	\$ -	\$ 5,926.25	\$ -	\$ -	\$ -
501	School 01	\$ 11,022.00	\$ -	\$ 11,022.00	\$ -	\$ -	\$ -
511	Recreation Center 01 (CSP 1) Pool	\$ 442.75	\$ -	\$ 442.75	\$ -	\$ -	\$ -
531	Park 01	\$ 22,235.50	\$ -	\$ 22,235.50	\$ -	\$ -	\$ -
533	Park 03	\$ 3,888.25	\$ -	\$ 3,888.25	\$ -	\$ -	\$ -
900	Filing 01 - Overall	\$ 6,282.00	\$ -	\$ -	\$ 6,282.00	\$ -	\$ -
901	Filing 01 - RAH	\$ 3,170.00	\$ 1,585.00	\$ -	\$ 1,585.00	\$ -	\$ -
TOTALS -->		\$ 3,128,966.15	\$ 17,078.80	\$ 2,303,741.34	\$ 7,867.00	\$ 786,971.26	\$ 13,307.75

SUMMARY OF COSTS REVIEWED BY VENDOR

39

VENDOR	TOT DRAW 34	PRI DRAW 34	AACMD SERIES A DRAW 34	AACMD SERIES B DRAW 34	ARTA DRAW 34	ATEC DRAW 34
AECOM	\$ 209,637.22	\$ -	\$ 209,637.22	\$ -	\$ -	\$ -
Aggregate Industries	\$ 37,610.50	\$ -	\$ 37,610.50	\$ -	\$ -	\$ -
Aztec Consultants	\$ 16,928.50	\$ -	\$ 10,536.73	\$ -	\$ 6,391.77	\$ -
Beam, Longest & Neff	\$ 106,179.60	\$ -	\$ -	\$ -	\$ 106,179.60	\$ -
Big West Consulting	\$ 29,400.00	\$ -	\$ 29,400.00	\$ -	\$ -	\$ -
City of Aurora	\$ 1,590.00	\$ -	\$ 1,411.92	\$ -	\$ 178.08	\$ -
Concrete Curb and Paving	\$ 271,423.68	\$ -	\$ 271,423.68	\$ -	\$ -	\$ -
DCB Construction Company	\$ 135,005.00	\$ -	\$ 135,005.00	\$ -	\$ -	\$ -
Dyna Electric	\$ 195,011.25	\$ -	\$ 177,185.63	\$ -	\$ 17,825.62	\$ -
E-470 Public Highway Authority	\$ 242.50	\$ -	\$ -	\$ -	\$ 242.50	\$ -
Felsburg Holt and Ullevig	\$ 96,590.00	\$ -	\$ -	\$ -	\$ 96,590.00	\$ -
HR Green	\$ 148,409.25	\$ -	\$ 55,435.68	\$ -	\$ 81,693.57	\$ 11,280.00
Iron Woman	\$ 90,620.52	\$ -	\$ 90,620.52	\$ -	\$ -	\$ -
JHL	\$ 965,227.51	\$ -	\$ 638,786.38	\$ -	\$ 326,441.13	\$ -
Kelley Trucking	\$ 202,182.30	\$ -	\$ 117,265.74	\$ -	\$ 84,916.56	\$ -
Lamb Star	\$ 33,241.33	\$ -	\$ 33,241.33	\$ -	\$ -	\$ -
Martin Marietta	\$ 31,627.67	\$ -	\$ 31,627.67	\$ -	\$ -	\$ -
Merrick	\$ 15,362.09	\$ -	\$ 8,910.01	\$ -	\$ 6,452.08	\$ -
My Asset Map	\$ 20,800.00	\$ -	\$ 20,800.00	\$ -	\$ -	\$ -
Norris Design	\$ 30,629.29	\$ -	\$ 30,629.29	\$ -	\$ -	\$ -
OxBlue Corporation	\$ 4,536.00	\$ -	\$ 4,536.00	\$ -	\$ -	\$ -
Pase	\$ 122,127.15	\$ 15,493.80	\$ 69,441.25	\$ -	\$ 37,192.10	\$ -
Schedio Group	\$ 29,706.50	\$ -	\$ 18,879.50	\$ 6,282.00	\$ 4,545.00	\$ -
Stormwater Risk Mgmt	\$ 108,548.57	\$ 1,585.00	\$ 100,211.47	\$ 1,585.00	\$ 3,582.10	\$ 1,585.00
Summit Strategies	\$ 44,275.00	\$ -	\$ 34,773.59	\$ -	\$ 9,058.67	\$ 442.75
Wagner	\$ 182,054.72	\$ -	\$ 176,372.24	\$ -	\$ 5,682.48	\$ -
TOTALS -->	\$ 3,128,966.15	\$ 17,078.80	\$ 2,303,741.34	\$ 7,867.00	\$ 786,971.26	\$ 13,307.75

EXHIBIT B

SUMMARY OF DOCUMENTS REVIEWED

SUMMARY OF DOCUMENTS REVIEWED

SERVICE PLANS

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

DISTRICT AGREEMENTS

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

CONSTRUCTION DRAW REQUESTS

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

- AACMD Draw Request No. 18, dated December 19, 2019
- AACMD Draw Request No. 19, dated January 16, 2020
- AACMD Draw Request No. 20, dated February 20, 2020
- AACMD Draw Request No. 21, dated March 19, 2020
- AACMD Draw Request No. 22, dated April 16, 2020
- AACMD Draw Request No. 23, dated May 21, 2020
- AACMD Draw Request No. 24, dated June 18, 2020
- AACMD Draw Request No. 25, dated July 16, 2020
- AACMD Draw Request No. 26, dated August 20, 2020
- AACMD Draw Request No. 27, dated September 17, 2020
- AACMD Draw Request No. 28, dated October 21, 2020
- AACMD Draw Request No. 29, dated November 17, 2020
- AACMD Draw Request No. 30, dated December 17, 2020
- AACMD Draw Request No. 31, dated January 18, 2021
- AACMD Draw Request No. 32, dated February 7, 2021
- AACMD Draw Request No. 33, dated March 6, 2021
- AACMD Draw Request No. 34, dated April 5, 2021

Aerotropolis Area Coordinating Metropolitan District
Draw No. 34
April 15, 2021

<u>Vendor</u>	<u>Invoice No.</u>	<u>Date</u>	<u>Invoice Total</u>	<u>Capital Amount Requested</u>	<u>District - A Bonds</u>	<u>District - B Bonds</u>	<u>ARTA</u>	<u>ATEC</u>	<u>Developer</u>
Funding for contracts:									
Aggregate	PayApp5	03/12/21	37,610.50	37,610.50	37,610.50	-	-	-	-
AzTec	103252	03/09/21	15,218.50	15,218.50	8,826.73	-	6,391.77	-	-
Concrete Curb	PayApp5	03/12/21	271,423.68	271,423.68	271,423.68	-	-	-	-
Dyanelectric	PayApp9	03/15/21	195,011.25	195,011.25	177,185.63	-	17,825.62	-	-
DCB	PayApp6	02/28/21	135,005.00	135,005.00	135,005.00	-	-	-	-
Iron Woman	PayApp4	01/31/21	2,751.28	2,751.28	2,751.28	-	-	-	-
Iron Woman	PayApp11	01/31/21	87,869.24	87,869.24	87,869.24	-	-	-	-
JHL	PayApp12	03/31/21	875,227.51	875,227.51	548,786.38	-	326,441.13	-	-
Kelley Trucking	PayApp10	03/15/21	202,182.30	202,182.30	117,265.74	-	84,916.56	-	-
Ox Blue			4,536.00	4,536.00	4,536.00	-	-	-	-
Martin Marietta	PayApp12	03/15/21	31,627.67	31,627.67	31,627.67	-	-	-	-
Pase	PayApp22	02/22/21	33,574.52	33,574.52	18,080.72	-	-	-	15,493.80
Pase	PayApp11	02/22/21	88,552.63	88,552.63	51,360.53	-	37,192.10	-	-
Stormwater Risk Management	PayApp23	03/15/21	81,603.57	81,603.57	81,603.57	-	-	-	-
Wagner	Retainage	01/22/21	3,125.69	3,125.69	3,125.69	-	-	-	-
Wagner	Retainage	01/22/21	97,892.05	97,892.05	97,892.05	-	-	-	-
Wager	Retainage	01/22/21	81,036.98	81,036.98	75,354.50	-	5,682.48	-	-
Total Contracts			2,244,248.37	2,244,248.37	1,750,304.91	-	478,449.66	-	15,493.80

Aerotropolis Area Coordinating Metropolitan District
Draw No. 34
April 15, 2021

<u>Vendor</u>	<u>Invoice No.</u>	<u>Date</u>	<u>Invoice Total</u>	<u>Capital Amount Requested</u>	<u>District - A Bonds</u>	<u>District - B Bonds</u>	<u>ARTA</u>	<u>ATEC</u>	<u>Developer</u>
Funding for Design:									
Aecom	2000475234	03/22/21	209,637.22	209,637.22	209,637.22	-	-	-	-
American Civil				-	-	-	-	-	-
Aztec	92260	08/25/20	810.00	810.00	810.00	-	-	-	-
Aztec	103243	03/09/21	900.00	900.00	900.00	-	-	-	-
Beam Longest Neff	66092	03/04/21	13,628.75	13,628.75	-	-	13,628.75	-	-
Beam Longest Neff	66093	03/04/21	80,815.85	80,815.85	-	-	80,815.85	-	-
Beam Longest Neff	66094	03/04/21	11,735.00	11,735.00	-	-	11,735.00	-	-
Big West	113	02/28/21	29,400.00	29,400.00	29,400.00	-	-	-	-
E470	4126	02/24/21	242.50	242.50	-	-	242.50	-	-
Felsburg	29728	03/12/21	96,590.00	96,590.00	-	-	96,590.00	-	-
HR Green	141825	03/08/21	196.75	196.75	114.12	-	82.63	-	-
HR Green	141852	03/08/21	4,564.75	4,564.75	2,647.56	-	1,917.19	-	-
HR Green	141851	03/08/21	77,656.00	77,656.00	-	-	77,656.00	-	-
HR Green	141826	03/08/21	10,153.00	10,153.00	10,153.00	-	-	-	-
HR Green	141828	03/08/21	343.75	343.75	343.75	-	-	-	-
HR Green	141830	03/08/21	10,227.50	10,227.50	10,227.50	-	-	-	-
HR Green	141831	03/08/21	11,022.00	11,022.00	11,022.00	-	-	-	-
HR Green	141833	03/08/21	11,280.00	11,280.00	-	-	-	11,280.00	-
HR Green	141838	03/08/21	1,750.00	1,750.00	1,750.00	-	-	-	-
HR Green	141837	03/08/21	12,221.00	12,221.00	12,221.00	-	-	-	-
HR Green	141839	03/08/21	2,037.75	2,037.75	-	-	2,037.75	-	-
HR Green	141840	03/08/21	5,926.25	5,926.25	5,926.25	-	-	-	-
HR Green	141841	03/08/21	1,030.50	1,030.50	1,030.50	-	-	-	-
JHL	20788	03/15/21	90,000.00	90,000.00	90,000.00	-	-	-	-
LambStar	B200800.07-7455	03/08/21	33,241.33	33,241.33	33,241.33	-	-	-	-
My Asset Map	190501-0006	03/31/21	20,800.00	20,800.00	20,800.00	-	-	-	-
Merrick	199252	02/25/21	3,633.58	3,633.58	948.79	-	2,684.79	-	-
Merrick	199253	02/25/21	6,392.36	6,392.36	5,333.82	-	1,058.54	-	-
Merrick	199255	02/25/21	806.15	806.15	-	-	806.15	-	-
Merrick	199254	02/25/21	4,530.00	4,530.00	2,627.40	-	1,902.60	-	-
Norris	01-63904	02/28/21	10,014.50	10,014.50	10,014.50	-	-	-	-
Norris	01-63888	02/28/21	75.00	75.00	75.00	-	-	-	-
Norris	01-64199	02/28/21	150.00	150.00	150.00	-	-	-	-
Norris	01-64082	02/28/21	3,888.25	3,888.25	3,888.25	-	-	-	-
Norris	01-63977	02/28/21	12,109.29	12,109.29	12,109.29	-	-	-	-
Norris	01-63996	02/28/21	759.75	759.75	759.75	-	-	-	-
Norris	01-64227	02/28/21	3,107.50	3,107.50	3,107.50	-	-	-	-
Norris	01-63915	02/28/21	525.00	525.00	525.00	-	-	-	-
Schedio	181106-0840	03/21/21	18,879.50	18,879.50	18,879.50	-	-	-	-
Schedio	181106-0841	03/21/21	6,282.00	6,282.00	-	6,282.00	-	-	-
Schedio	181107-0842	03/21/21	4,545.00	4,545.00	-	-	4,545.00	-	-
Storm Water Management	Pay App27	03/15/21	26,945.00	26,945.00	18,607.90	1,585.00	3,582.10	1,585.00	1,585.00
Summit Strategies	1291	03/15/21	44,275.00	44,275.00	34,773.58	-	9,058.67	442.75	-
Total Design			883,127.78	883,127.78	552,024.51	7,867.00	308,343.52	13,307.75	1,585.00
Total amount of checks				3,127,376.15	2,302,329.42	7,867.00	786,793.18	13,307.75	17,078.80
Interim Payments									
City of Aurora invoices			1,590.00		1,411.92	-	178.08	-	
			1,590.00		1,411.92	-	178.08	-	-
Total Amount of Draw 34				\$ 3,128,966.15	\$ 2,303,741.34	\$ 7,867.00	\$ 786,971.26	\$ 13,307.75	\$ 17,078.80
ARTA - Current Funding					(1)		89,285.53		
							\$ 697,685.73		
							(1) (2)		
				(1) Funded with A Bonds					
				\$ 3,001,427.07					
				(2) To be reimbursed by ARTA in 2021					

Aerotropolis Area Coordinating Metro District

45

Check List

All Bank Accounts

April 9, 2021

Check Number	Check Date	Payee	Amount
Vendor Checks			
1977	04/09/21	AECOM Technical Services, Inc.	209,637.22
1978	04/09/21	Aggregate Industries	37,610.50
1979	04/09/21	Aztec Consultants, Inc	16,928.50
1980	04/09/21	Beam Longest Neff	106,179.60
1981	04/09/21	Big West Consulting	29,400.00
1982	04/09/21	Concrete Curb & Paving	271,423.68
1983	04/09/21	DCB Construction Company, Inc.	135,005.00
1984	04/09/21	Dynaelectric Company, Inc.	195,011.25
1985	04/09/21	E-470 Public Highway Authority	242.50
1986	04/09/21	FELSBURG HOLT & ULLEVIG	96,590.00
1987	04/09/21	HR Green Development, LLC	148,409.25
1988	04/09/21	Iron Woman	90,620.52
1989	04/09/21	JHL Constructors, Inc	965,227.51
1990	04/09/21	Kelley Trucking, Inc.	202,182.30
1991	04/09/21	Lamb-Star Engineering, LP	33,241.33
1992	04/09/21	Martin Marietta	31,627.67
1993	04/09/21	Merrick & Company	15,362.09
1994	04/09/21	My Asset Map LLC	20,800.00
1995	04/09/21	NORRIS DESIGN	30,629.29
1996	04/09/21	Ox Blue	4,536.00
1997	04/09/21	Pase Contracting Inc	122,127.15
1998	04/09/21	Schedio Group LLC	29,706.50
1999	04/09/21	STORMWATER RISK MANAGEMENT LLC	108,548.57
2000	04/09/21	Summit Strategies	44,275.00
2001	04/09/21	Wagner Constructors Inc. - Colorado	182,054.72
Vendor Check Total			<u>3,127,376.15</u>
Check List Total			<u>3,127,376.15</u>

Check count = 25

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

46

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
AECOM Techn	AECOM Technical Services, Inc.				
Reference:	2000475234	Date:	03/31/21	Discount exp date:	
GL AP account:	302500	Due date:	03/31/21	Payment term:	
307862	Program Management - AECOM Technical Services, Inc.	<u>209,637.22</u>			
	Totals	209,637.22	0.00	209,637.22	209,637.22
	Totals for AECOM Technical Services, Inc.	<u>209,637.22</u>	<u>0.00</u>	<u>209,637.22</u>	<u>209,637.22</u>
AGGREGATE	Aggregate Industries				
Reference:	Pay App #5	Date:	02/15/21	Discount exp date:	
GL AP account:	302500	Due date:	02/15/21	Payment term:	
302501	Retainage Payable - Aggregate Industries	(1,979.50)			
307868	Grading/Earthwork - Aggregate Industries	<u>39,590.00</u>			
	Totals	37,610.50	0.00	37,610.50	37,610.50
	Totals for Aggregate Industries	<u>37,610.50</u>	<u>0.00</u>	<u>37,610.50</u>	<u>37,610.50</u>
Aztec	Aztec Consultants, Inc				
Reference:	92260	Date:	12/31/20	Discount exp date:	
GL AP account:	302500	Due date:	12/31/20	Payment term:	
307871	Surveying - Aztec Consultants, Inc	<u>810.00</u>			
	Totals	810.00	0.00	810.00	810.00
Reference:	103252	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307867	Trib T Geomorphology - Aztec Consultants, Inc	<u>8,826.73</u>			
301250	Accounts Receivable - ARTA - Aztec Consultants, Inc	<u>6,391.77</u>			
	Totals	15,218.50	0.00	15,218.50	15,218.50
Reference:	103243	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307871	Surveying - Aztec Consultants, Inc	<u>900.00</u>			
	Totals	900.00	0.00	900.00	900.00
	Totals for Aztec Consultants, Inc	<u>16,928.50</u>	<u>0.00</u>	<u>16,928.50</u>	<u>16,928.50</u>
Beam	Beam Longest Neff				
Reference:	66092	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
301250	Accounts Receivable - ARTA - Beam Longest Neff	<u>13,628.75</u>			
	Totals	13,628.75	0.00	13,628.75	13,628.75
Reference:	66093	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
301250	Accounts Receivable - ARTA - Beam Longest Neff	<u>80,815.85</u>			
	Totals	80,815.85	0.00	80,815.85	80,815.85
Reference:	66094	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
301250	Accounts Receivable - ARTA - Beam Longest Neff	<u>11,735.00</u>			

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

47

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
	Totals	11,735.00	0.00	11,735.00	11,735.00
	Totals for Beam Longest Neff	<u>106,179.60</u>	<u>0.00</u>	<u>106,179.60</u>	<u>106,179.60</u>
BIGWEST	Big West Consulting				
Reference:	113	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - Big West Consulting	29,400.00			
	Totals	29,400.00	0.00	29,400.00	29,400.00
	Totals for Big West Consulting	<u>29,400.00</u>	<u>0.00</u>	<u>29,400.00</u>	<u>29,400.00</u>
Concrete Cu	Concrete Curb & Paving				
Reference:	Pay App 5	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307868	Grading/Earthwork - Concrete Curb & Paving	285,709.14			
302501	Retainage Payable - Concrete Curb & Paving	(14,285.46)			
	Totals	271,423.68	0.00	271,423.68	271,423.68
	Totals for Concrete Curb & Paving	<u>271,423.68</u>	<u>0.00</u>	<u>271,423.68</u>	<u>271,423.68</u>
DCB Constr	DCB Construction Company, Inc.				
Reference:	Pay App 06	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307864	Monument Design - DCB Construction Company, Inc.	135,005.00			
	Totals	135,005.00	0.00	135,005.00	135,005.00
	Totals for DCB Construction Company, Inc.	<u>135,005.00</u>	<u>0.00</u>	<u>135,005.00</u>	<u>135,005.00</u>
Dynaelectri	Dynaelectric Company, Inc.				
Reference:	Pay App 9	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307855	Streets - Dynaelectric Company, Inc.	187,449.39			
301250	Accounts Receivable - ARTA - Dynaelectric Company, Inc.	17,825.62			
302501	Retainage Payable - Dynaelectric Company, Inc.	(10,263.76)			
	Totals	195,011.25	0.00	195,011.25	195,011.25
	Totals for Dynaelectric Company, Inc.	<u>195,011.25</u>	<u>0.00</u>	<u>195,011.25</u>	<u>195,011.25</u>
E-470 Publi	E-470 Public Highway Authority				
Reference:	4126	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
301250	Accounts Receivable - ARTA - E-470 Public Highway Authority	242.50			
	Totals	242.50	0.00	242.50	242.50
	Totals for E-470 Public Highway Authority	<u>242.50</u>	<u>0.00</u>	<u>242.50</u>	<u>242.50</u>
FELSBURGHOL	FELSBURG HOLT & ULLEVIG				
Reference:	29728	Date:	02/28/21	Discount exp date:	

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

48

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
GL AP account: 301250	302500 Accounts Receivable - ARTA - FELSBURG HOLT & ULLEVIG	Due date: 02/28/21 <u>96,590.00</u>	Payment term:		
	Totals	96,590.00	0.00	96,590.00	96,590.00
	Totals for FELSBURG HOLT & ULLEVIG	<u>96,590.00</u>	<u>0.00</u>	<u>96,590.00</u>	<u>96,590.00</u>
HR	HR Green Development, LLC				
Reference: GL AP account: 307866	141825 302500 Civil Engineering - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 114.12	Discount exp date: Payment term:		
301250	Accounts Receivable - ARTA - HR Green Development, LLC	<u>82.63</u>			
	Totals	196.75	0.00	196.75	196.75
Reference: GL AP account: 301250	141852 302500 Accounts Receivable - ARTA - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 1,917.19	Discount exp date: Payment term:		
307866	Civil Engineering - HR Green Development, LLC	<u>2,647.56</u>			
	Totals	4,564.75	0.00	4,564.75	4,564.75
Reference: GL AP account: 301250	141851 302500 Accounts Receivable - ARTA - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 <u>77,656.00</u>	Discount exp date: Payment term:		
	Totals	77,656.00	0.00	77,656.00	77,656.00
Reference: GL AP account: 307866	141826 302500 Civil Engineering - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 <u>10,153.00</u>	Discount exp date: Payment term:		
	Totals	10,153.00	0.00	10,153.00	10,153.00
Reference: GL AP account: 307866	141828 302500 Civil Engineering - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 <u>343.75</u>	Discount exp date: Payment term:		
	Totals	343.75	0.00	343.75	343.75
Reference: GL AP account: 307866	141830 302500 Civil Engineering - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 <u>10,227.50</u>	Discount exp date: Payment term:		
	Totals	10,227.50	0.00	10,227.50	10,227.50
Reference: GL AP account: 307866	141831 302500 Civil Engineering - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 <u>11,022.00</u>	Discount exp date: Payment term:		
	Totals	11,022.00	0.00	11,022.00	11,022.00
Reference: GL AP account: 301254	141833 302500 Accounts Receivable - ATEC - HR Green Development, LLC	Date: 02/28/21 Due date: 02/28/21 <u>11,280.00</u>	Discount exp date: Payment term:		
	Totals	11,280.00	0.00	11,280.00	11,280.00

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

49

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
Reference: 141837		Date: 02/28/21		Discount exp date:	
GL AP account: 302500		Due date: 02/28/21		Payment term:	
307866	Civil Engineering - HR Green Development, LLC	<u>12,221.00</u>			
	Totals	12,221.00	0.00	12,221.00	12,221.00
Reference: 141838		Date: 02/28/21		Discount exp date:	
GL AP account: 302500		Due date: 02/28/21		Payment term:	
307866	Civil Engineering - HR Green Development, LLC	<u>1,750.00</u>			
	Totals	1,750.00	0.00	1,750.00	1,750.00
Reference: 141839		Date: 02/28/21		Discount exp date:	
GL AP account: 302500		Due date: 02/28/21		Payment term:	
301250	Accounts Receivable - ARTA - HR Green Development, LLC	<u>2,037.75</u>			
	Totals	2,037.75	0.00	2,037.75	2,037.75
Reference: 141840		Date: 02/28/21		Discount exp date:	
GL AP account: 302500		Due date: 02/28/21		Payment term:	
307866	Civil Engineering - HR Green Development, LLC	<u>5,926.25</u>			
	Totals	5,926.25	0.00	5,926.25	5,926.25
Reference: 141841		Date: 02/28/21		Discount exp date:	
GL AP account: 302500		Due date: 02/28/21		Payment term:	
307866	Civil Engineering - HR Green Development, LLC	<u>1,030.50</u>			
	Totals	1,030.50	0.00	1,030.50	1,030.50
	Totals for HR Green Development, LLC	<u>148,409.25</u>	<u>0.00</u>	<u>148,409.25</u>	<u>148,409.25</u>
Iron	Iron Woman				
Reference: 10192232-11		Date: 01/31/21		Discount exp date:	
GL AP account: 302500		Due date: 01/31/21		Payment term:	
302501	Retainage Payable - Iron Woman	<u>87,869.24</u>			
	Totals	87,869.24	0.00	87,869.24	87,869.24
Reference: 10192362-4		Date: 01/31/21		Discount exp date:	
GL AP account: 302500		Due date: 01/31/21		Payment term:	
302501	Retainage Payable - Iron Woman	<u>2,751.28</u>			
	Totals	2,751.28	0.00	2,751.28	2,751.28
	Totals for Iron Woman	<u>90,620.52</u>	<u>0.00</u>	<u>90,620.52</u>	<u>90,620.52</u>
JHL	JHL Constructors, Inc				
Reference: 20788		Date: 02/28/21		Discount exp date:	
GL AP account: 302500		Due date: 02/28/21		Payment term:	
307862	Program Management - JHL Constructors, Inc	<u>90,000.00</u>			
	Totals	90,000.00	0.00	90,000.00	90,000.00
Reference: Pay App 12		Date: 03/31/21		Discount exp date:	
GL AP account: 302500		Due date: 03/31/21		Payment term:	
302501	Retainage Payable - JHL Constructors, Inc	(46,064.61)			
307867	Trib T Geomorphology - JHL Constructors, Inc	594,850.99			
301250	Accounts Receivable - ARTA - JHL Constructors, Inc	<u>326,441.13</u>			

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

50

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
	Totals	875,227.51	0.00	875,227.51	875,227.51
	Totals for JHL Constructors, Inc	<u>965,227.51</u>	<u>0.00</u>	<u>965,227.51</u>	<u>965,227.51</u>
KELLEY	Kelley Trucking, Inc.				
Reference:	Pay App 10	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307867	Trib T Geomorphology - Kelley Trucking, Inc.	129,906.92			
302501	Retainage Payable - Kelley Trucking, Inc.	(12,641.18)			
301250	Accounts Receivable - ARTA - Kelley Trucking, Inc.	<u>84,916.56</u>			
	Totals	202,182.30	0.00	202,182.30	202,182.30
	Totals for Kelley Trucking, Inc.	<u>202,182.30</u>	<u>0.00</u>	<u>202,182.30</u>	<u>202,182.30</u>
LAMB	Lamb-Star Engineering, LP				
Reference:	B200800.07-7455	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307859	Utilities - Lamb-Star Engineering, LP	<u>33,241.33</u>			
	Totals	33,241.33	0.00	33,241.33	33,241.33
	Totals for Lamb-Star Engineering, LP	<u>33,241.33</u>	<u>0.00</u>	<u>33,241.33</u>	<u>33,241.33</u>
MARTIN	Martin Marietta				
Reference:	Pay App 12	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
302501	Retainage Payable - Martin Marietta	(1,664.61)			
307859	Utilities - Martin Marietta	<u>33,292.28</u>			
	Totals	31,627.67	0.00	31,627.67	31,627.67
	Totals for Martin Marietta	<u>31,627.67</u>	<u>0.00</u>	<u>31,627.67</u>	<u>31,627.67</u>
Merrick	Merrick & Company				
Reference:	199252	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307867	Trib T Geomorphology - Merrick & Company	948.79			
301250	Accounts Receivable - ARTA - Merrick & Company	<u>2,684.79</u>			
	Totals	3,633.58	0.00	3,633.58	3,633.58
Reference:	199253	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307867	Trib T Geomorphology - Merrick & Company	5,333.82			
301250	Accounts Receivable - ARTA - Merrick & Company	<u>1,058.54</u>			
	Totals	6,392.36	0.00	6,392.36	6,392.36
Reference:	199255	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
301250	Accounts Receivable - ARTA - Merrick & Company	<u>806.15</u>			
	Totals	806.15	0.00	806.15	806.15
Reference:	199254	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

51

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
307867	Trib T Geomorphology - Merrick & Company	2,627.40			
301250	Accounts Receivable - ARTA - Merrick & Company	<u>1,902.60</u>			
	Totals	4,530.00	0.00	4,530.00	4,530.00
	Totals for Merrick & Company	<u>15,362.09</u>	<u>0.00</u>	<u>15,362.09</u>	<u>15,362.09</u>
MYASSET	My Asset Map LLC				
Reference:	190501-0006	Date:	03/31/21	Discount exp date:	
GL AP account:	302500	Due date:	03/31/21	Payment term:	
307806	GIS Services - My Asset Map LLC	<u>20,800.00</u>			
	Totals	20,800.00	0.00	20,800.00	20,800.00
	Totals for My Asset Map LLC	<u>20,800.00</u>	<u>0.00</u>	<u>20,800.00</u>	<u>20,800.00</u>
NORRISDESIG	NORRIS DESIGN				
Reference:	01-63904	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>10,014.50</u>			
	Totals	10,014.50	0.00	10,014.50	10,014.50
Reference:	01-63888	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>75.00</u>			
	Totals	75.00	0.00	75.00	75.00
Reference:	01-64199	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>150.00</u>			
	Totals	150.00	0.00	150.00	150.00
Reference:	01-64082	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>3,888.25</u>			
	Totals	3,888.25	0.00	3,888.25	3,888.25
Reference:	01-63977	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>12,109.29</u>			
	Totals	12,109.29	0.00	12,109.29	12,109.29
Reference:	01-63996	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>759.75</u>			
	Totals	759.75	0.00	759.75	759.75
Reference:	01-64227	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>3,107.50</u>			
	Totals	3,107.50	0.00	3,107.50	3,107.50
Reference:	01-63915	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307801	Landscape/Planning - NORRIS DESIGN	<u>525.00</u>			
	Totals	525.00	0.00	525.00	525.00

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

52

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
Totals for NORRIS DESIGN		<u>30,629.29</u>	<u>0.00</u>	<u>30,629.29</u>	<u>30,629.29</u>
Ox Blue	Ox Blue				
Reference:	442185	Date:	03/31/21	Discount exp date:	
GL AP account:	302500	Due date:	03/31/21	Payment term:	
307851	Camera Monitoring - Ox Blue	<u>4,536.00</u>			
	Totals	4,536.00	0.00	4,536.00	4,536.00
Totals for Ox Blue		<u>4,536.00</u>	<u>0.00</u>	<u>4,536.00</u>	<u>4,536.00</u>
Pase Contra	Pase Contracting Inc				
Reference:	Pay App 22	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
302501	Retainage Payable - Pase Contracting Inc	(1,767.08)			
307855	Streets - Pase Contracting Inc	19,847.80			
301251	Accounts Receivable - Developer - Pase Contracting Inc	<u>15,493.80</u>			
	Totals	33,574.52	0.00	33,574.52	33,574.52
Reference:	Pay App 11	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
301250	Accounts Receivable - ARTA - Pase Contracting Inc	37,192.10			
302501	Retainage Payable - Pase Contracting Inc	(4,960.67)			
307867	Trib T Geomorphology - Pase Contracting Inc	<u>56,321.20</u>			
	Totals	88,552.63	0.00	88,552.63	88,552.63
Totals for Pase Contracting Inc		<u>122,127.15</u>	<u>0.00</u>	<u>122,127.15</u>	<u>122,127.15</u>
SCHEDIO	Schedio Group LLC				
Reference:	181106-0840	Date:	03/31/21	Discount exp date:	
GL AP account:	302500	Due date:	03/31/21	Payment term:	
307805	Cost Verification - Schedio Group LLC	<u>18,879.50</u>			
	Totals	18,879.50	0.00	18,879.50	18,879.50
Reference:	181106-0841	Date:	03/31/21	Discount exp date:	
GL AP account:	302500	Due date:	03/31/21	Payment term:	
307805	Cost Verification - Schedio Group LLC-B-Bonds	<u>6,282.00</u>			
	Totals	6,282.00	0.00	6,282.00	6,282.00
Reference:	181107-0842	Date:	03/31/21	Discount exp date:	
GL AP account:	302500	Due date:	03/31/21	Payment term:	
301250	Accounts Receivable - ARTA - Schedio Group LLC	<u>4,545.00</u>			
	Totals	4,545.00	0.00	4,545.00	4,545.00
Totals for Schedio Group LLC		<u>29,706.50</u>	<u>0.00</u>	<u>29,706.50</u>	<u>29,706.50</u>
SRM	STORMWATER RISK MANAGEMENT LLC				
Reference:	Pay App 23	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307868	Grading/Earthwork - STORMWATER RISK MANAGEMENT LLC	85,898.50			
302501	Retainage Payable - STORMWATER RISK MANAGEMENT LLC	<u>(4,294.93)</u>			

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

53

All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
	Totals	81,603.57	0.00	81,603.57	81,603.57
Reference:	Pay App 27	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307873	Stormwater Management - STORMWATER RISK MANAGEMENT LLC -B Bonds	1,585.00			
301254	Accounts Receivable - ATEC - STORMWATER RISK MANAGEMENT LLC	1,585.00			
301250	Accounts Receivable - ARTA - STORMWATER RISK MANAGEMENT LLC	3,582.10			
307873	Stormwater Management - STORMWATER RISK MANAGEMENT LLC	18,607.90			
301251	Accounts Receivable - Developer - STORMWATER RISK MANAGEMENT LLC	1,585.00			
	Totals	26,945.00	0.00	26,945.00	26,945.00
Totals for STORMWATER RISK MANAGEMENT LLC		<u>108,548.57</u>	<u>0.00</u>	<u>108,548.57</u>	<u>108,548.57</u>
SUMMITSTRAT	Summit Strategies				
Reference:	1291	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307863	Project Assistance - Summit Strategies	34,773.58			
301250	Accounts Receivable - ARTA - Summit Strategies	9,058.67			
301254	Accounts Receivable - ATEC - Summit Strategies	442.75			
	Totals	44,275.00	0.00	44,275.00	44,275.00
Totals for Summit Strategies		<u>44,275.00</u>	<u>0.00</u>	<u>44,275.00</u>	<u>44,275.00</u>
Wagner	Wagner Constructors Inc. - Colorado				
Reference:	Retainage	Date:	01/31/21	Discount exp date:	
GL AP account:	302500	Due date:	01/31/21	Payment term:	
302501	Retainage Payable - Wagner Constructors Inc. - Colorado	97,892.05			
	Totals	97,892.05	0.00	97,892.05	97,892.05
Reference:	Retainage	Date:	01/31/21	Discount exp date:	
GL AP account:	302500	Due date:	01/31/21	Payment term:	
307859	Utilities - Wagner Constructors Inc. - Colorado	(5,682.48)			
301250	Accounts Receivable - ARTA - Wagner Constructors Inc. - Colorado	5,682.48			
302501	Retainage Payable - Wagner Constructors Inc. - Colorado	81,036.98			
	Totals	81,036.98	0.00	81,036.98	81,036.98
Reference:	Retainage	Date:	01/31/21	Discount exp date:	
GL AP account:	302500	Due date:	01/31/21	Payment term:	
302501	Retainage Payable - Wagner Constructors Inc. - Colorado	3,125.69			
	Totals	3,125.69	0.00	3,125.69	3,125.69
Totals for Wagner Constructors Inc. - Colorado		<u>182,054.72</u>	<u>0.00</u>	<u>182,054.72</u>	<u>182,054.72</u>
Company Totals		<u>3,127,376.15</u>	<u>0.00</u>	<u>3,127,376.15</u>	<u>3,127,376.15</u>