

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: **August 19, 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 ZOOM AT:

Join Zoom Meeting

<https://zoom.us/j/91753379541?pwd=UGVjRUMyQWZUYy9XRmFIRkdYZzhUQT09>

Meeting ID: 917 5337 9541

Passcode: 204832

Or call in:

1-346-248-7799

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.
- D. Discuss and review Organizational Flowchart (Matrix).

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 July 15, 2021 special meeting minutes (enclosure).

III. LEGAL MATTERS

- A. Discuss status of proposed Terms for Cooperative Agreement Regarding Construction of The Aurora Highlands Parkway by and between Aerotropolis Regional Transportation Authority (“ARTA”), the District and East Cherry Creek Valley Water & Sanitation District and authorize execution of same.
- B. Convene in executive session pursuant to Section 24-6-402(4)(e), 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.
- C. Acknowledge Letters of Consent of Interested Parties – Proposed 38th Parkway / Powhaton Road Alignment.

IV. FINANCIAL MATTERS

- A. Consider approval of payment of claims for operating costs, in the amount of \$60,763.23 (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 June 30, 2021, updated as of August 16, 2021 (enclosures).

- C. Discuss and consider approval of recommendation to the CAB for acceptance of the CAB and District Engineer's Report and Verification of Costs Associated with Public Improvements (Draw No. 38) Engineer's Report and Verification of Costs No. 15 prepared by Schedio Group LLC (enclosure).

V. CAPITAL PROJECTS

- A. Discuss and consider approval of Draw Request No. 38, in the total amount of \$4,693,763.01* prepared by the District's accountant (enclosures - Draw Request No. 38 Summary and list of draw checks):

CAB (A Bonds)	\$ 3,959,581.91
CAB (B Bonds)	\$ 6,227.00
ARTA	\$ 727,293.47
ATEC	\$ 660.63
Developer	\$ 0.00
Total:	<u>\$*4,693,763.01</u>

* 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. 03** to **Master Service Agreement ("MSA")** for Program Management, Design and Construction Support Services (Aerotropolis Regional Transportation Authority Projects) by and between the District and **AECOM Technical Services, Inc.**, for Transfer of Remaining Balance of Task Order No. 09 (26th Ave. Conceptual Design...), in the amount of \$267,954.00, subject to approval of the Construction Committee.
- C. Discuss and consider Lender Commitment to fund and approve **Task Order No. 04** to **MSA** for Program Management, Design and Construction Support Services (Aerotropolis Regional Transportation Authority Projects) by and between the District and **AECOM Technical Services, Inc.**, for Transfer of Remaining Balance of Task Order No. 13 (Powhatan Road Conceptual Design...), in the amount of \$261,350.00, subject to approval of the Construction Committee.

- D. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 06** to the **Construction Agreement** by and between the District and **Brightview Landscape Development, Inc.**, for Landscape, Hardscape & Monumentation (PCI #15 – Credit for Sod Areas, PCI #19 – Installation of Ground Irrigation, and PCI #22 – Copper Stubs), in the deductive amount of (\$12,659.00), subject to approval of the Construction Committee.
- E. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 06** to the **Construction Agreement** by and between the District and **Concrete Curb & Paving, Inc.**, for 42nd P2 NS Collector Pkwy (COR #07 – Deduction of Curb and Gutter along Haul Road), in the deductive amount of (\$11,786.28), subject to approval of the Construction Committee.
- F. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 37** to **MSA** for Geotechnical Services by and between the District and **CTL Thompson, Inc.**, for Main Street North Rough Grading, in the amount of \$21,479.00, subject to approval of the Construction Committee.
- G. Discuss and consider Lender Commitment to fund and approval of **Notice to Proceed** under **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for District Walls and Fencing, in the amount not to exceed \$29,327.00, subject to approval of the Construction Committee.
- H. Discuss and consider Lender Commitment to fund and approval of **Notice to Proceed** under **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Section 30 Mass Grading Preconstruction Services, in the amount not to exceed \$87,153.00, subject to approval of the Construction Committee.
- I. Discuss and consider Lender Commitment to fund and approval of **Notice to Proceed** under **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Pre-Construction Services for Bridgewater F10 Utilities, in the amount not to exceed \$19,814.00, subject to approval of the Construction Committee.
- J. Discuss and consider Lender Commitment to fund and approval of **Notice to Proceed** under **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for TAH Parkway Roundabout Community Feature, in the amount not to exceed \$24,689.00, subject to approval of the Construction Committee.

- K. Discuss and consider Lender Commitment to fund and approval of **Notice to Proceed** under **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Landscape Monumentation Pre-Construction, in the amount not to exceed \$15,880.00, subject to approval of the Construction Committee.
- L. Discuss and consider Lender Commitment to fund and approval of Work Order No. 01 to the **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for The Aurora Highlands Prairie Waters Pipeline: Material Procurement, for an amount not to exceed \$84,786.00, subject to approval of the Construction Committee.
- M. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 57** to the **Construction Agreement** by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 & Mainstreet P3 (Payment & Performance Bond), in the amount of \$6,957.08, subject to approval of the Construction Committee.
- N. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 58** to the **Construction Agreement** by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 & Mainstreet P3 (Irrigation Sleeving Under TAH Pkwy P2), in the amount of \$51,504.85, subject to approval of the Construction Committee.
- O. Discuss and consider approval of **Notice to Proceed** under **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Preconstruction Services for 38th Parkway (Reserve-Monaghan), in the amount of \$0.00, subject to approval of the Construction Committee.
- P. Discuss and consider approval of **Notice to Proceed** under **Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Preconstruction Services for Southbound Main Street, in the amount of \$0.00, subject to approval of the Construction Committee.
- Q. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 13** to the **Construction Agreement** by and between the District and **Stormwater Risk Management, LLC**, for 42nd Avenue P2 and NS Collector EWEC (Work Extension through August 31, 2021), in the amount of \$126,450.53, subject to approval of the Construction Committee.

- R. Discuss and consider Lender Commitment to fund and approval of **Task Order** to the **Master Service Agreement** by and between the District and **Stormwater Risk Management, LLC**, for Stormwater Management Services (Work Extension through August 31, 2021), in the amount of \$29,000.00, subject to approval of the Construction Committee.

VI. ARTA MATTERS

- A. Other.

VII. OTHER BUSINESS

VIII. ADJOURNMENT

THE NEXT REGULAR MEETING IS SCHEDULED FOR SEPTEMBER 16, 2021.

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT (“DISTRICT”) HELD JULY 15, 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, July 15, 2021 at 1:00 p.m. at the Information Center, 3900 E. 470 Beltway, Aurora, Colorado. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via video enabled web conference, with 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
Carla Ferreira
Michael Sheldon
Cynthia (Cindy) Shearon

Also in Attendance Were:

Elisabeth A. Cortese, Esq. and Jon Hoistad, Esq.; McGeady Becher P.C.
Denise Denslow, Celeste Terrell, Anna Jones and Debra Sedgeley;
CliftonLarsonAllen LLP (“CLA”)
Kamille Curylo, Esq. and Tanya Lawless, Esq.; Kutak Rock LLP
Arianne Myers; JHL Constructors, Inc.
Patrick Chelin; Matrix Design Group, Inc.

**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. No new conflicts were disclosed.

Quorum/Confirmation of Meeting Location/Posting of Notice: Director Hopper confirmed a quorum for the special meeting. 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

RECORD OF PROCEEDINGS

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

Public Comment: There was no public comment.

CONSENT AGENDA

The Board considered the following actions:

Review and consider approval of June 17, 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 ratified and/or approved of the Consent Agenda items, as presented.

LEGAL MATTERS

Terms for Cooperative Agreement Regarding Construction of The Aurora Highlands Parkway by and between Aerotropolis Regional Transportation Authority ("ARTA"), the District and East Cherry Creek Valley Water & Sanitation District: Attorney Hoistad and Director Hopper provided a high-level update regarding current negotiations with ARTA and East Cherry Creek Valley Water & Sanitation District, noting that no Board action is necessary at this time.

Executive Session: It was determined that an executive session was not necessary.

Partial Termination of the Temporary Construction Easement Agreement: Attorney Hoistad reviewed the Partial Termination of the Temporary Construction Easement Agreement, dated July 9, 2019, and recorded at Reception No. 2019000053755 in the Real Property Records of Adams County, Colorado. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the Partial Termination of the Temporary Construction Easement Agreement, dated July 9, 2019, and recorded at Reception No. 2019000053755 in the Real Property Records of Adams County, Colorado.

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Engagement Letter by and between the District and Kutak Rock LLP for an Opinion related to the Enforceability of the Intergovernmental Agreement regarding Imposition, Collection and Transfer of ARI Mill Levies by and among ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2, the District and ARTA: Attorney Cortese reviewed the Engagement Letter with the Board, noting the scope of work and indicated the fee quote is forthcoming. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board approved the Engagement Letter by and between the District and Kutak Rock LLP for an Opinion related to the Enforceability of the Intergovernmental Agreement regarding Imposition, Collection and Transfer of ARI Mill Levies by and among ATEC Metropolitan District No. 1, ATEC Metropolitan District No. 2, the District and ARTA.

Joint Resolution of the Boards of Directors of The Aurora Highlands Community Authority Board (“CAB”) and the District Appropriating, Encumbering and Committing Funds for Earthwork Project: Attorney Hoistad reviewed the Joint Resolution with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Shearon and, upon vote, unanimously carried by roll call, the Board adopted the Joint Resolution of the Boards of Directors of the CAB and the District Appropriating, Encumbering and Committing Funds for Earthwork Project.

FINANCIAL MATTERS

Lender Funding Request and Payment of Claims for Operating Costs: Ms. Sedgley reviewed the Lender funding request 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 acknowledged approval of the Lender funding request and approved payment of claims for operating costs in the amount of \$59,779.94.

Cash Position Report Dated April 30, 2021, updated as of July 7, 2021: Ms. Sedgley reviewed the Cash Position Report with the Board. Following review, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board accepted the Cash Position Reported dated April 30, 2021, updated as of July 7, 2021.

CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 37) Engineer’s Report and Verification of Costs No. 14 prepared by Schedio Group LLC (“Engineer’s Report”): Ms. Sedgley reviewed the Engineer’s Report with the Board. Following review and discussion, upon a motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved the recommendation to the CAB for acceptance of the Engineer’s Report.

RECORD OF PROCEEDINGS

Status of 2020 Audit and Authorization to File Request for Extension of Time to File Audit for Year-End December 31, 2020: Ms. Sedgeley reviewed the status of the 2020 Audit 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 authorized the filing of a Request for Extension of Time to File Audit for Year-End December 31, 2020.

CAPITAL PROJECTS

Draw Request No. 37: Ms. Sedgeley reviewed Draw Request No. 37 with the Board. Following discussion, upon motion duly made by Director Hopper, seconded by Director Sheldon and, upon vote, unanimously carried by roll call, the Board approved Draw Request No. 37, in the amount of \$2,702,582.55, as shown below:

CAB (A Bonds)	\$ 1,717,621.24
CAB (B Bonds)	\$ 8,061.49
ARTA	\$ 963,534.18
ATEC	\$ 6,196.80
Developer	\$ 7,168.84
	\$ 2,702,582.55

Change Order No. 01 to Task Order No. 06 to Master Service Agreement (“MSA”) for Program Management, Design and Construction Support Services by and between the District and AECOM Technical Services, Inc., for Statewide Grading Analysis: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved the **Change Order No. 01 to Task Order No. 06 to MSA** for Program Management, Design and Construction Support Services by and between the District and **AECOM Technical Services, Inc.**, for Statewide Grading Analysis, in the amount of \$39,597.50, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 01 to MSA for Program Management, Design and Construction Support Services (Aerotropolis Regional Transportation Authority Projects) by and between the District and AECOM Technical Services, Inc., for ECCV Waterline Bypass Design: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 01 to MSA** for Program Management, Design and Construction Support Services (Aerotropolis Regional Transportation Authority Projects) by and between the District and **AECOM Technical Services, Inc.**, for ECCV Waterline Bypass Design, in the amount of \$85,050.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

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Change Order No. 10 to the Construction Agreement by and between the District and Aggregate Industries – WCR, Inc., for 42nd P2 NS Collector (Adjust Manholes at NS Collector): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 10** to the **Construction Agreement** by and between the District and **Aggregate Industries – WCR, Inc.**, for 42nd P2 NS Collector (Adjust Manholes at NS Collector), in the amount of \$4,099.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 45 to MSA for Surveying Services by and between the District and Aztec Consultants, Inc., for Miscellaneous Conduit Staking: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 45** to **MSA** for Surveying Services by and between the District and **Aztec Consultants, Inc.**, for Miscellaneous Conduit Staking, in the amount of \$17,180.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order to MSA for Surveying Services by and between the District and Aztec Consultants, Inc., for Landscape Staking: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira, upon vote, unanimously carried by roll call, the Board approved **Task Order** to **MSA** for Surveying Services by and between the District and **Aztec Consultants, Inc.**, for Landscape Staking, in the amount of \$10,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 03 to the Construction Agreement by and between the District and Brightview Landscape Development, Inc., for Entry Monument 5A & 5B (Est. #13 – Furnish and Install Temporary Solar Power System): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 03** to the **Construction Agreement** by and between the District and **Brightview Landscape Development, Inc.**, for Entry Monument 5A & 5B (Est. #13 – Furnish and Install Temporary Solar Power System), in the amount of \$6,151.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 04 to the Construction Agreement by and between the District and Brightview Landscape Development, Inc., for Landscape, Hardscape & Monumentation (PCI #007 – Tree Spading, PCI #008 - Sod and PCI #009 – Relocate 15 Ash Trees): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 04** to the **Construction Agreement** by and between the District and **Brightview Landscape**

RECORD OF PROCEEDINGS

Development, Inc., for Landscape, Hardscape & Monumentation (PCI #007 – Tree Spading, PCI #008 - Sod and PCI #009 – Relocate 15 Ash Trees), in the amount of \$168,015.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 05 to the Construction Agreement by and between the District and Brightview Landscape Development, Inc., for Landscape, Hardscape & Monumentation (PCI #14 – Install Irrigation for the Event Lawn): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 05** to the **Construction Agreement** by and between the District and **Brightview Landscape Development, Inc.,** for Landscape, Hardscape & Monumentation (PCI #14 – Install Irrigation for the Event Lawn), in the amount of \$158,907.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 02 to the MSA for Lighting Design and Electrical Engineering Services by and between the District and Clanton Engineering, Inc., D/B/A Clanton & Associates, for Lighting and Electrical Design for the I-70/Harvest Road Interchange: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 02** to the **MSA** for Lighting Design and Electrical Engineering Services by and between the District and **Clanton Engineering, Inc., D/B/A Clanton & Associates,** for Lighting and Electrical Design for the I-70/Harvest Road Interchange, in the amount of \$37,244.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Task Order No. 03 to the MSA for Lighting Design and Electrical Engineering Services by and between the District and Clanton Engineering, Inc., D/B/A Clanton & Associates, for Lighting and Electrical Design for Harvest Road to 26th Avenue: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 03** to the **MSA** for Lighting Design and Electrical Engineering Services by and between the District and **Clanton Engineering, Inc., D/B/A Clanton & Associates,** for Lighting and Electrical Design for Harvest Road to 26th Avenue, in the amount of \$37,591.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 05 to the Construction Agreement by and between the District and Concrete Curb & Paving, Inc., for 42nd P2 NS Collector Pkwy (COR #05 – Concrete Material Cost Increase, COR #06 – T&M to Remove Excessive Dirt, Invoice #21135 – Remove Approx. 50 LF of Curb): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved

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Change Order No. 05 to the Construction Agreement by and between the District and Concrete Curb & Paving, Inc., for 42nd P2 NS Collector Pkwy (COR #05 – Concrete Material Cost Increase, COR #06 – T&M to Remove Excessive Dirt, Invoice #21135 – Remove Approx. 50 LF of Curb), in the amount of \$9,325.91, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 18 to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for Main Street Phase 1 & 2 Pavement Design and COMT: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 18 to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for Main Street Phase 1 & 2 Pavement Design and COMT**, in the amount of \$20,488.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 19 to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for 42nd Avenue Phase 2, NS Collector, TAH Parkway Water COMT: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 19 to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for 42nd Avenue Phase 2, NS Collector, TAH Parkway Water COMT**, in the amount of \$27,058.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 25 to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for Tributary T Infrastructure and Main Street 03 Construction Testing: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 25 to MSA for Geotechnical Services by and between the District and CTL Thompson, Inc., for Tributary T Infrastructure and Main Street 03 Construction Testing**, in the amount of \$141,798.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 13 to the Construction Agreement by and between the District and Dynaelectric Company, for TAH Filing 1 - Lighting (CCN # CO 17 – Replace Temporary Light Pole and CCN #CO 18 – Relocate 10 Temporary Light Poles and Solera Fixtures): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 13 to the Construction Agreement by and between the District and Dynaelectric Company, for TAH Filing 1 - Lighting (CCN # CO 17 – Replace Temporary Light Pole and CCN #CO**

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18 – Relocate 10 Temporary Light Poles and Solera Fixtures), in the amount of \$22,772.73, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Work Order No. 04 to the Construction Management Agreement (CMAR) with JHL Constructors, Inc., for 36” Water Tie-Ins and Irrigation Taps: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Work Order No. 04** to the **Construction Management Agreement (CMAR)** with **JHL Constructors, Inc.**, for 36” Water Tie-Ins and Irrigation Taps, for an amount not to exceed \$852,935.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Work Order No. 05 to the Construction Management Agreement (CMAR) with JHL Constructors, Inc., for District Directed Miscellaneous Work: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Work Order No. 05** to the **Construction Management Agreement (CMAR)** with **JHL Constructors, Inc.**, for District Directed Miscellaneous Work, for an amount not to exceed \$100,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Work Order No. 06 to the Construction Management Agreement (CMAR) with JHL Constructors, Inc., for Section 30 Mass Grading: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Work Order No. 06** to the **Construction Management Agreement (CMAR)** with **JHL Constructors, Inc.**, for Section 30 Mass Grading, for an amount not to exceed \$2,620,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 54 to the Construction Agreement by and between the District and JHL Constructors, Inc., for Trib T Aurora Pkwy P3 & Mainstreet P3 (Added Springline Flowfill Embedment & Concrete Cutoff Wall for Emergency Spill Way): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 54** to the **Construction Agreement** by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 & Mainstreet P3 (Added Springline Flowfill Embedment & Concrete Cutoff Wall for Emergency Spill Way), in the amount of \$82,543.84, upon review and recommendation by the Construction Committee and Lender commitment to fund.

RECORD OF PROCEEDINGS

Change Order No. 55 to the Construction Agreement by and between the District and JHL Constructors, Inc., for Trib T Aurora Pkwy P3 & Mainstreet P3 (Weed Mitigation and Mowing at Main Street to Pond 8508): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 55** to the **Construction Agreement** by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 & Mainstreet P3 (Weed Mitigation and Mowing at Main Street to Pond 8508), in the amount of \$13,689.74, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 56 to the Construction Agreement by and between the District and JHL Constructors, Inc., for Trib T Aurora Pkwy P3 & Mainstreet P3 (Design Build Electrical Revision 3): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 56** to the **Construction Agreement** by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 & Mainstreet P3 (Design Build Electrical Revision 3), in the amount of \$1,672,391.24, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 03 to the MSA for Subsurface Utility Engineering by and between the District and Lamb-Star Engineering, L.P., for Subsurface Utility Engineering Services: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 03** to the **MSA for Subsurface Utility Engineering** by and between the District and **Lamb-Star Engineering, L.P.**, for Subsurface Utility Engineering Services, in the amount of \$77,244.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

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

Task Order No. 27 to the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc., for E-470 Interchange and Assistance with Development and Approval of the Parkway Landscape between the Bridge and Main Street: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Task Order No. 27** to the **MSA for Planning and Landscape Architecture Services** by and between the

RECORD OF PROCEEDINGS

District and **Norris Design, Inc.**, for E-470 Interchange and Assistance with Development and Approval of the Parkway Landscape between the Bridge and Main Street, in the amount of \$131,250.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 15 to the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc., for Neighborhood Park #1 (School/Park): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 15** to the MSA for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.**, for Neighborhood Park #1 (School/Park), in the amount of \$13,000.00, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 01 to Task Order No. 18 to the MSA for Planning and Landscape Architecture Services by and between the District and Norris Design, Inc., for Secondary Monuments and Entries: Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 01 to Task Order No. 18** to the MSA for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.**, for Secondary Monuments and Entries, in the amount of \$20,000.00, 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 42nd Avenue P2 and NS Collector EWEC (COR No. 5 – Furnish and Install Straw Wattles and COR No. 2 – Hydro-Mulch TAH Staging Yard): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 12** to the **Construction Agreement** by and between the District and **Stormwater Risk Management, LLC**, for 42nd Avenue P2 and NS Collector EWEC (COR No. 5 – Furnish and Install Straw Wattles and COR No. 2 – Hydro-Mulch TAH Staging Yard), in the amount of \$19,372.08, upon review and recommendation by the Construction Committee and Lender commitment to fund.

Change Order No. 15 to the Construction Agreement by and between the District and Wagner Construction, Inc. – Colorado, for 42nd Ave P2 and NS Collector Pkwy Waterline (Stabilize Pond due to Snow/Rain): Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board approved **Change Order No. 15** to the **Construction Agreement** by and between the District and **Wagner Construction, Inc. – Colorado**, for 42nd Ave P2 and NS Collector Pkwy Waterline (Stabilize Pond due to Snow/Rain), in the amount of \$15,797.62,

RECORD OF PROCEEDINGS

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

Presentation by Construction Manager Concerning Projects at Substantial Completion and Close-Out of Construction Agreements: Ms. Myers reviewed the construction agreements for close-out.

Recommendation of Construction Manager and Direction to Publish Notice of Final Payment: Ms. Myers recommended final payment, publication and release of final retainage for the following completed construction agreements:

Aggregate Industries – E-470 & 38th Phase 1;
 Iron Woman Construction and Environmental Services, LLC – Main Street P1-2, 42nd & Aura Blvd. P1 Concrete;
 Stormwater Risk Management, LLC – Sanitary Sewer F1;
 Stormwater Risk Management, LLC – Main Street P1-2, 42nd & Aura Blvd. P1;
 Stormwater Risk Management, LLC – 38th Place & 38th Ave;
 Stormwater Risk Management, LLC – 38th Pwky (Reserve - Powhatan);
 Stormwater Risk Management, LLC – 38th Pkwy (Powhatan - Monaghan);
 Stormwater Risk Management, LLC – Residential F1; and
 Stormwater Risk Management, LLC – Community Markers.

Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote, unanimously carried by roll call, the Board directed publication of Notices of Final Payment and authorized the release of final retainage under the above-referenced completed construction agreements.

ARTA MATTERS None.

OTHER BUSINESS None.

ADJOURNMENT Following discussion, upon motion duly made by Director Ferreira, seconded by Director Sheldon and, upon vote, unanimously carried, the Board adjourned the meeting at 1:27 p.m.

Respectfully submitted,

By _____
 Secretary for the Meeting

Aerotropolis Area Coordinating Metro District

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Check List

All Bank Accounts

August 16, 2021

Check Number	Check Date	Payee	Amount
Vendor Checks			
2111	08/16/21	Aurora Media Group	1,332.20
2112	08/16/21	Brownstein Hyatt Farber Schreck, LLP	18,324.44
2113	08/16/21	CIT	349.93
2114	08/16/21	CliftonLarsonAllen LLP	12,091.16
2115	08/16/21	Co dept of public health	540.00
2117	08/16/21	McGeady Becher P.C.	15,343.00
2118	08/16/21	Merchants Office Furniture	1,218.04
2119	08/16/21	Norma Medina Marin	1,000.00
2120	08/16/21	Source management Inc	71.46
2121	08/16/21	Travelers CL Remittance center	2,500.00
2122	08/16/21	Verso Networks Inc	950.00
2123	08/16/21	CO Special Dist. Prop & Liab. Pool	7,043.00
Vendor Check Total			<u>60,763.23</u>
Check List Total			<u><u>60,763.23</u></u>

Check count = 12

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

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All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
AURORAMEDIA Aurora Media Group					
Reference:	99110	Date:	01/01/21	Discount exp date:	
GL AP account:	302500	Due date:	01/01/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	103.00			
	Totals	103.00	0.00	103.00	103.00
Reference:	99991	Date:	02/28/21	Discount exp date:	
GL AP account:	302500	Due date:	02/28/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	101.30			
	Totals	101.30	0.00	101.30	101.30
Reference:	100414	Date:	05/31/21	Discount exp date:	
GL AP account:	302500	Due date:	05/31/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	106.40			
	Totals	106.40	0.00	106.40	106.40
Reference:	100693	Date:	07/06/21	Discount exp date:	
GL AP account:	302500	Due date:	07/06/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	103.00			
	Totals	103.00	0.00	103.00	103.00
Reference:	100691	Date:	07/06/21	Discount exp date:	
GL AP account:	302500	Due date:	07/06/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	103.00			
	Totals	103.00	0.00	103.00	103.00
Reference:	100692	Date:	07/06/21	Discount exp date:	
GL AP account:	302500	Due date:	07/06/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	103.00			
	Totals	103.00	0.00	103.00	103.00
Reference:	100690	Date:	07/06/21	Discount exp date:	
GL AP account:	302500	Due date:	07/06/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	103.00			
	Totals	103.00	0.00	103.00	103.00
Reference:	100689	Date:	07/06/21	Discount exp date:	
GL AP account:	302500	Due date:	07/06/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	101.30			
	Totals	101.30	0.00	101.30	101.30
Reference:	100720	Date:	07/12/21	Discount exp date:	
GL AP account:	302500	Due date:	07/12/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	101.30			
	Totals	101.30	0.00	101.30	101.30
Reference:	100721	Date:	07/12/21	Discount exp date:	
GL AP account:	302500	Due date:	07/12/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	101.30			
	Totals	101.30	0.00	101.30	101.30
Reference:	100722	Date:	07/12/21	Discount exp date:	
GL AP account:	302500	Due date:	07/12/21	Payment term:	
307480	Miscellaneous - Aurora Media Group	103.00			
	Totals	103.00	0.00	103.00	103.00
Reference:	100718	Date:	07/12/21	Discount exp date:	

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

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All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
GL AP account: 307480	302500 Miscellaneous - Aurora Media Group	Due date: 07/12/21 101.30	Payment term:		
	Totals	101.30	0.00	101.30	101.30
Reference: GL AP account: 307480	100719 302500 Miscellaneous - Aurora Media Group	Date: 07/15/21 Due date: 07/15/21 101.30	Discount exp date: Payment term:		
	Totals	101.30	0.00	101.30	101.30
Totals for Aurora Media Group		<u>1,332.20</u>	<u>0.00</u>	<u>1,332.20</u>	<u>1,332.20</u>
Brownstein	Brownstein Hyatt Farber Schreck, LLP				
Reference: GL AP account: 307460	850688 302500 Legal - Brownstein Hyatt Farber Schreck, LLP	Date: 06/30/21 Due date: 06/30/21 11,661.43	Discount exp date: Payment term:		
	Totals	11,661.43	0.00	11,661.43	11,661.43
Reference: GL AP account: 307460	854348 302500 Legal - Brownstein Hyatt Farber Schreck, LLP	Date: 07/31/21 Due date: 07/31/21 6,663.01	Discount exp date: Payment term:		
	Totals	6,663.01	0.00	6,663.01	6,663.01
Totals for Brownstein Hyatt Farber Schreck, LLP		<u>18,324.44</u>	<u>0.00</u>	<u>18,324.44</u>	<u>18,324.44</u>
CIT	CIT				
Reference: GL AP account: 307586	38143263 302500 Office supplies and expenses - CIT	Date: 08/01/21 Due date: 08/01/21 349.93	Discount exp date: Payment term:		
	Totals	349.93	0.00	349.93	349.93
Totals for CIT		<u>349.93</u>	<u>0.00</u>	<u>349.93</u>	<u>349.93</u>
CLA	CliftonLarsonAllen LLP				
Reference: GL AP account: 307000	2969852 302500 Accounting - CliftonLarsonAllen LLP	Date: 07/31/21 Due date: 07/31/21 6,024.90	Discount exp date: Payment term:		
	Totals	6,024.90	0.00	6,024.90	6,024.90
Reference: GL AP account: 107000	2969852 102500 Accounting - CliftonLarsonAllen LLP	Date: 07/31/21 Due date: 07/31/21 6,066.26	Discount exp date: Payment term:		
	Totals	6,066.26	0.00	6,066.26	6,066.26
Totals for CliftonLarsonAllen LLP		<u>12,091.16</u>	<u>0.00</u>	<u>12,091.16</u>	<u>12,091.16</u>
Coloradodep	Co dept of public health				
Reference: GL AP account: 307350	WC221115373 302500 Dues and licenses - Co dept of public health	Date: 07/26/21 Due date: 07/26/21 540.00	Discount exp date: Payment term:		
	Totals	540.00	0.00	540.00	540.00
Totals for Co dept of public health		<u>540.00</u>	<u>0.00</u>	<u>540.00</u>	<u>540.00</u>
McGeady	McGeady Becher P.C.				

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

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All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
Reference: 1297M JUL21		Date: 07/31/21		Discount exp date:	
GL AP account: 102500		Due date: 07/31/21		Payment term:	
107460	Legal - McGeady Becher P.C.	760.00			
	Totals	760.00	0.00	760.00	760.00
Reference: 1297M JUL21		Date: 07/31/21		Discount exp date:	
GL AP account: 302500		Due date: 07/31/21		Payment term:	
307460	Legal - McGeady Becher P.C.	14,583.00			
	Totals	14,583.00	0.00	14,583.00	14,583.00
	Totals for McGeady Becher P.C.	15,343.00	0.00	15,343.00	15,343.00
Merchants	Merchants Office Furniture				
Reference: JUL 2021		Date: 07/28/21		Discount exp date:	
GL AP account: 302500		Due date: 07/28/21		Payment term:	
307586	Office supplies and expenses - Merchants Office Furniture	1,218.04			
	Totals	1,218.04	0.00	1,218.04	1,218.04
	Totals for Merchants Office Furniture	1,218.04	0.00	1,218.04	1,218.04
NORMA	Norma Medina Marin				
Reference: 0000009		Date: 07/10/21		Discount exp date:	
GL AP account: 302500		Due date: 07/10/21		Payment term:	
307586	Office supplies and expenses - Norma Medina Marin	1,000.00			
	Totals	1,000.00	0.00	1,000.00	1,000.00
	Totals for Norma Medina Marin	1,000.00	0.00	1,000.00	1,000.00
Source mana	Source management Inc				
Reference: CSUM-113314		Date: 07/31/21		Discount exp date:	
GL AP account: 302500		Due date: 07/31/21		Payment term:	
307586	Office supplies and expenses - Source management Inc	71.46			
	Totals	71.46	0.00	71.46	71.46
	Totals for Source management Inc	71.46	0.00	71.46	71.46
Travelers	Travelers CL Remittance center				
Reference: 8263Y5237		Date: 07/31/21		Discount exp date:	
GL AP account: 102500		Due date: 07/31/21		Payment term:	
101255	Prepaid Insurance - Travelers CL Remittance center	1,250.00			
107360	Insurance - Travelers CL Remittance center	1,250.00			
	Totals	2,500.00	0.00	2,500.00	2,500.00
	Totals for Travelers CL Remittance center	2,500.00	0.00	2,500.00	2,500.00
Verso Netwo	Verso Networks Inc				
Reference: 003379		Date: 08/01/21		Discount exp date:	
GL AP account: 302500		Due date: 08/01/21		Payment term:	
307586	Office supplies and expenses - Verso Networks Inc	950.00			

Aerotropolis Area Coordinating Metro District Cash Requirement Report - Detailed

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All Dates

GL Account	Description	Gross Open Amount	Discount Available	Net Open Amount	Cash Required
	Totals	950.00	0.00	950.00	950.00
	Totals for Verso Networks Inc	950.00	0.00	950.00	950.00
	Company Totals	53,720.23	0.00	53,720.23	53,720.23

Colorado Special District
Property and Liability Pool 7,043.00 0.00 7,043.00 7,043.00

\$60,763.23 \$0.00 \$60,763.23 \$60,763.23

General operations
Capital admin funded with bonds
Other capital admin

1-0		
1-1		16,369.26
1-2		+ 40,804.54
1-3		+ 3,589.43
1-T	Total	= 60,763.23

AEROTROPOLIS AREA COORDINATING METRO DISTRICT

Schedule of Cash Position

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June 30, 2021

Updated as of

August 16, 2021

	General Fund	Capital Projects Fund	Total
<u>First Bank - Checking</u>			
Balance as of 6/30/21	\$ 32,721.88	\$ 200,221.19	\$ 232,943.07
Subsequent activities:			
07/06/21 Aurora Payment 646717 & 647059	-	(19,156.00)	(19,156.00)
07/07/21 Draw 37 checks 2060-2078	-	(2,688,652.89)	(2,688,652.89)
07/08/21 Transfer from First Creek Ranch	3,300.00	-	3,300.00
07/08/21 Admin checks 2079-2085	(7,442.85)	(52,337.09)	(59,779.94)
07/12/21 Interim check to Xcel - 2086	-	(32,158.79)	(32,158.79)
07/15/21 Interim check to Merchant's office furniture - 2087	-	(4,133.95)	(4,133.95)
07/21/21 Aurora Payment 647175	-	(564.00)	(564.00)
07/21/21 Bond proceeds	-	2,571,887.63	2,571,887.63
07/22/21 Aurora Payment 649187	-	(564.00)	(564.00)
07/26/21 Transfer to CAB	-	(29,602.50)	(29,602.50)
07/26/21 Interim check 2088	(3,649.01)	-	(3,649.01)
07/27/21 Aurora Payment 649872	-	(106.00)	(106.00)
07/28/21 Aurora Payment 649850	-	(106.00)	(106.00)
07/29/21 Aurora Payment 650113 & 650114	-	(3,051.00)	(3,051.00)
07/29/21 ARTA Payment	-	191,207.38	191,207.38
08/03/21 Transfer from CSAFE	-	100,000.00	100,000.00
08/03/21 Aurora Payment - 650428	-	(193,792.00)	(193,792.00)
08/03/21 Traverlers Insurance Invoice Payment	-	(2,500.00)	(2,500.00)
Anticipated Developer Advance for B Bonds/ATEC/Developer - July	-	21,427.13	21,427.13
Anticipated Developer Advance for B Bonds/ATEC/Developer - August	-	6,887.63	6,887.63
Anticipated Draw 38 checks	-	(2,928,899.86)	(2,928,899.86)
Anticipated COA payments (650404,650401,650427)	-	(1,243,850.98)	(1,243,850.98)
Anticipated administrative checks	(16,369.26)	(44,393.97)	(60,763.23)
Anticipated Bond Proceeds - Draw 38	-	4,758,816.66	4,758,816.66
Anticipated transfer to CAB	-	(31,136.74)	(31,136.74)
Anticipated transfer from First Creek Ranch	7,500.00	-	7,500.00
Anticipated balance	16,060.76	575,441.85	591,502.61
<u>CSAFE</u>			
Balance as of 6/30/21	100.10	248,950.76	249,050.86
Subsequent activities:			
07/08/21 SDF transfer to Zions Bank	-	(127,500.00)	(127,500.00)
07/12/21 SDF from Richmond Homes	-	10,000.00	10,000.00
07/31/21 Interest Income	-	2.51	2.51
08/03/21 Transfer to 1st Bank	-	(100,000.00)	(100,000.00)
08/06/21 SDF from Richmond Homes	-	5,000.00	5,000.00
Anticipated Transfer to Zions Bank	-	(20,000.00)	(20,000.00)
Anticipated balance	100.10	16,453.27	16,553.37
Anticipated balances:	\$ 16,160.86	\$ 591,895.12	\$ 608,055.98

FIRST CREEK RANCH METROPOLITAN DISTRICT

<u>CSAFE</u>			
Balance as of 6/30/21	\$ 4,335.95	\$ -	\$ 4,335.95
Subsequent activities:			
07/08/21 Transfer to AACMD	(3,300.00)	-	(3,300.00)
07/10/21 Property taxes	7,647.60	-	7,647.60
Anticipated Transfer to AACMD	(7,500.00)	-	(7,500.00)
Restricted for ARTA/ARI - 2020	(433.94)	-	(433.94)
Restricted for ARTA/ARI - 2021	(467.42)	-	(467.42)
Anticipated balance	\$ 282.19	\$ -	\$ 282.19

Yield Information (7/31/21)

C-Safe 0.02%

**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. 38

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: August 10, 2021

PROJECT: 181106

Engineer's Report and Verification of Costs No. 15

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ENGINEER'S REPORT

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VERIFICATION OF COSTS	2
VERIFICATION OF PAYMENTS	2
VERIFICATION OF CONSTRUCTION	2
SPECIAL CIRCUMSTANCES AND NOTABLE METHODOLOGIES	2

ENGINEER'S VERIFICATION

ENGINEER'S VERIFICATION	3
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EXHIBIT A

SUMMARY OF COSTS REVIEWED	4
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EXHIBIT B

SUMMARY OF DOCUMENTS REVIEWED	7
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ENGINEER'S REPORT

INTRODUCTION

Schedio Group LLC ("Schedio Group") entered into a Master Service Agreement ("MSA") for Engineering Services with Aerotropolis Area Coordinating Metropolitan District ("AACMD" and/or "District") on December 11, 2018. Task Order 01 AACMD/ARTA - Cost Verification was approved on December 19, 2018. This Engineer's Report and Verification of Costs Associated with Public Improvements ("Report") is Schedio Group's fourteenth 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 \$3,193,763.01 of incurred expenses associated with Draw Request No. 38 and an additional \$1,500,000.00 in estimated water tap fees payable to the City of Aurora, resulting in \$4,693,763.01 in total costs reviewed associated with Draw 38. Of the \$4,693,763.01 reviewed, Schedio Group verified \$4,693,763.01 as being associated with the design and construction of Public Improvements. Of the verified amount, \$3,959,581.91 is associated with AACMD Series A Bonds, \$6,227.00 with AACMD Series B Bonds, \$660.63 with ATEC Metropolitan District ("ATEC MD"), and \$727,293.47 with Aerotropolis Regional Transportation Authority ("ARTA"). As costs associated with ARTA are reviewed and verified separately, they will not be included in this Report.

In summary, the total amount verified associated with AACMD and ATEC MD is **\$3,966,469.54**.

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 38	DEVELOPER DRAW 38	AACMD DRAW 38			ATEC DRAW 38	AACMD + ATEC DRAW 38	ARTA DRAW 38	TOTAL DRAW 38
	REVIEWED AMT	PRIVATE AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT	VERIFIED AMT
			(SERIES A BONDS)	(SERIES B BONDS)	(SERIES A + B BONDS)				
SOFT AND INDIRECT+ HARD COSTS									
TOTALS -->	\$ 4,693,763.01	\$ -	\$ 3,959,581.91	\$ 6,227.00	\$ 3,965,808.91	\$ 660.63	\$ 3,966,469.54	\$ 727,293.47	\$ 4,693,763.01

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

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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. 38 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 August 4, 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 38. 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 38. 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 August 10, 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 January 19, 2021 (date of City of Aurora Invoice No. 631227) to August 1, 2021 (date of OxBlue Invoice No. 454515), are reasonably valued at **\$3,966,469.54**.

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.



August 10, 2021

Timothy A. McCarthy, P.E.

Colorado License No. 44349

EXHIBIT A

SUMMARY OF COSTS REVIEWED

SUMMARY OF COSTS REVIEWED BY JOB CODE

30

JOB CODE	JOB CODE DESCRIPTION	TOTAL DRAW 38	PRIVATE DRAW 38	AACMD SERIES A DRAW 38	AACMD SERIES B DRAW 38	ARTA DRAW 38	ATEC DRAW 38
100	Overall Project Management	\$ 2,079,566.49	\$ -	\$ 2,079,566.49	\$ -	\$ -	\$ -
101	Overall Project (Non Specific)	\$ 250,332.79	\$ -	\$ 250,332.79	\$ -	\$ -	\$ -
104	Engineer's Report and Verification of Costs	\$ 25,251.53	\$ -	\$ 19,956.53	\$ -	\$ 5,295.00	\$ -
142	ISP (Phase 3)	\$ 805.75	\$ -	\$ 805.75	\$ -	\$ -	\$ -
155	Monitoring	\$ 7,070.00	\$ -	\$ 7,070.00	\$ -	\$ -	\$ -
200	Demolition	\$ 435.00	\$ -	\$ 435.00	\$ -	\$ -	\$ -
203	Monument (Phase 1)	\$ 132,892.80	\$ -	\$ 132,892.80	\$ -	\$ -	\$ -
204	Monument (Phase 2)	\$ 2,432.26	\$ -	\$ 2,432.26	\$ -	\$ -	\$ -
205	Monument (E470)	\$ 2,002.55	\$ -	\$ 2,002.55	\$ -	\$ -	\$ -
206	26th Ave (E470 - Main St)	\$ 76,831.42	\$ -	\$ 76,831.42	\$ -	\$ -	\$ -
207	26th Avenue (Main Street-Harvest)	\$ 40,346.16	\$ -	\$ 40,346.16	\$ -	\$ -	\$ -
208	26th Ave (Harvest - Powhatan)	\$ 10,335.00	\$ -	\$ 6,717.75	\$ -	\$ 3,617.25	\$ -
210	E470 Interchange (Phase 1)	\$ 96,977.37	\$ -	\$ -	\$ -	\$ 96,977.37	\$ -
212	E470 Interchange (Phase 2)	\$ 7,553.00	\$ -	\$ -	\$ -	\$ 7,553.00	\$ -
214	E470 Interchange (Phase 4)	\$ 38,622.00	\$ -	\$ -	\$ -	\$ 38,622.00	\$ -
220	Main St (26th Ave -TAH Pkwy)	\$ 144,583.34	\$ -	\$ 144,583.34	\$ -	\$ -	\$ -
221	Main St (TAH Pkwy-42nd Ave)	\$ 15,351.06	\$ -	\$ 15,351.06	\$ -	\$ -	\$ -
230	Denali Blvd (TAH Pkwy to 42nd Ave)	\$ 67,198.90	\$ -	\$ 67,198.90	\$ -	\$ -	\$ -
231	Denali Blvd (42nd Ave - 48th Ave)	\$ 2,734.10	\$ -	\$ 2,734.10	\$ -	\$ -	\$ -
232	38th Place (Main St to Denali Blvd)	\$ 9,229.85	\$ -	\$ 9,229.85	\$ -	\$ -	\$ -
241	TAH Parkway (Main St-Denali Blvd)	\$ 1,187,714.38	\$ -	\$ 706,661.42	\$ -	\$ 481,052.96	\$ -
244	TAH Parkway (30th-26th)	\$ 4,948.48	\$ -	\$ 2,870.12	\$ -	\$ 2,078.36	\$ -
246	38th Ave (Himalaya St to E470) North	\$ 3,461.63	\$ -	\$ -	\$ -	\$ 3,461.63	\$ -
247	38th Ave (Himalaya St to E470) South	\$ 2,801.00	\$ -	\$ -	\$ -	\$ 2,801.00	\$ -
248	38th Pkwy (Powhatan Rd to Monaghan Rd)	\$ 660.63	\$ -	\$ -	\$ -	\$ -	\$ 660.63
249	38th Pkwy (TAH Pkwy to Powhatan Rd)	\$ 660.63	\$ -	\$ 660.63	\$ -	\$ -	\$ -
250	42nd Ave (Main St-Denali Blvd)	\$ 54,093.36	\$ -	\$ 54,093.36	\$ -	\$ -	\$ -
251	42nd Ave (Denali Blvd-School)	\$ 49,271.16	\$ -	\$ 49,271.16	\$ -	\$ -	\$ -
252	42nd Ave (School-Reserve Blvd)	\$ 660.63	\$ -	\$ 660.63	\$ -	\$ -	\$ -
260	Reserve Blvd (42nd Ave - TAH Pkwy)	\$ 210,139.68	\$ -	\$ 210,139.68	\$ -	\$ -	\$ -
261	Hogan St Park (West Village Ave-TAH Pkwy)	\$ 1,297.71	\$ -	\$ 1,297.71	\$ -	\$ -	\$ -
270	SS Outfall (E470-Main St)	\$ 6,340.00	\$ -	\$ 6,340.00	\$ -	\$ -	\$ -
290	I-70 Interchange (Phase 1)	\$ 70,658.67	\$ -	\$ 4,803.75	\$ -	\$ 65,854.92	\$ -
293	I-70 Interchange (Phase 4)	\$ 15,174.98	\$ -	\$ -	\$ -	\$ 15,174.98	\$ -
300	Powhatan Rd (I-70-26th Ave)	\$ 4,805.00	\$ -	\$ -	\$ -	\$ 4,805.00	\$ -
301	Powhatan Road (26th-38th)	\$ 7,874.50	\$ -	\$ 7,874.50	\$ -	\$ -	\$ -
302	Powhatan Road (38th-48th)	\$ 7,874.50	\$ -	\$ 7,874.50	\$ -	\$ -	\$ -
348	36" Waterline	\$ 543.07	\$ -	\$ 543.07	\$ -	\$ -	\$ -
350	Mass Grading	\$ 47,344.00	\$ -	\$ 47,344.00	\$ -	\$ -	\$ -
511	Recreation Center 01 (CSP 1) Pool	\$ 660.63	\$ -	\$ 660.63	\$ -	\$ -	\$ -
900	Filing 01	\$ 4,535.00	\$ -	\$ -	\$ 4,535.00	\$ -	\$ -
908	Filing 08	\$ 564.00	\$ -	\$ -	\$ 564.00	\$ -	\$ -
911	Filing 11	\$ 564.00	\$ -	\$ -	\$ 564.00	\$ -	\$ -
916	Filing 16	\$ 564.00	\$ -	\$ -	\$ 564.00	\$ -	\$ -
TOTALS -->		\$ 4,693,763.01	\$ -	\$ 3,959,581.91	\$ 6,227.00	\$ 727,293.47	\$ 660.63

SUMMARY OF COSTS VERIFIED BY VENDOR

31

VENDOR	TOTAL DRAW 38	PRIVATE DRAW 38	AACMD SERIES A DRAW 38	AACMD SERIES B DRAW 38	ARTA DRAW 38	ATEC DRAW 38
AECOM	\$ 93,454.82	\$ -	\$ 93,454.82	\$ -	\$ -	\$ -
Aggregate Industries	\$ 3,894.05	\$ -	\$ 3,894.05	\$ -	\$ -	\$ -
Aztec Consultants	\$ 15,174.98	\$ -	\$ -	\$ -	\$ 15,174.98	\$ -
Beam, Longest & Neff	\$ 48,811.50	\$ -	\$ -	\$ -	\$ 48,811.50	\$ -
Big West Consulting	\$ 24,170.00	\$ -	\$ 24,170.00	\$ -	\$ -	\$ -
Brightview Landscaping	\$ 410,789.28	\$ -	\$ 298,239.24	\$ -	\$ 112,550.04	\$ -
City of Aurora	\$ 1,727,443.00	\$ -	\$ 1,712,596.00	\$ 1,692.00	\$ 13,155.00	\$ -
Concrete Curb and Paving	\$ 8,859.61	\$ -	\$ 8,859.61	\$ -	\$ -	\$ -
CTL Thompson	\$ 8,490.50	\$ -	\$ 8,490.50	\$ -	\$ -	\$ -
Dyna Electric	\$ 36,491.36	\$ -	\$ 28,546.17	\$ -	\$ 7,945.19	\$ -
Ecological Resource Consultants	\$ 2,060.50	\$ -	\$ -	\$ -	\$ 2,060.50	\$ -
EV Studio	\$ 1,640.00	\$ -	\$ 1,640.00	\$ -	\$ -	\$ -
Iron Woman	\$ 59,507.07	\$ -	\$ 59,507.07	\$ -	\$ -	\$ -
JHL	\$ 1,626,655.02	\$ -	\$ 1,201,943.40	\$ -	\$ 424,711.62	\$ -
Lamb Star	\$ 55,846.05	\$ -	\$ -	\$ -	\$ 55,846.05	\$ -
Martin Marietta	\$ 77,620.51	\$ -	\$ 77,620.51	\$ -	\$ -	\$ -
Merrick	\$ 47,275.19	\$ -	\$ 27,419.62	\$ -	\$ 19,855.57	\$ -
Norris Design	\$ 10,227.75	\$ -	\$ 10,227.75	\$ -	\$ -	\$ -
OxBlue Corporation	\$ 7,070.00	\$ -	\$ 7,070.00	\$ -	\$ -	\$ -
Schedio Group	\$ 29,786.53	\$ -	\$ 19,956.53	\$ 4,535.00	\$ 5,295.00	\$ -
Stormwater Risk Mgmt	\$ 123,550.88	\$ -	\$ 115,179.23	\$ -	\$ 8,371.65	\$ -
Summit Strategies	\$ 71,323.86	\$ -	\$ 57,146.86	\$ -	\$ 13,516.37	\$ 660.63
Wagner	\$ 171,461.76	\$ -	\$ 171,461.76	\$ -	\$ -	\$ -
Xcel Energy	\$ 32,158.79	\$ -	\$ 32,158.79	\$ -	\$ -	\$ -
TOTALS -->	\$ 4,693,763.01	\$ -	\$ 3,959,581.91	\$ 6,227.00	\$ 727,293.47	\$ 660.63

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
- AACMD Draw Request No. 35, dated May 11, 2021
- AACMD Draw Request No. 36, dated June 7, 2021
- AACMD Draw Request No. 37, dated July 2, 2021
- AACMD Draw Request No. 38, dated August 10, 2021

Aerotropolis Area Coordinating Metropolitan District
Draw No. 38
August 19, 2021

<u>Vendor</u>	<u>Invoice No.</u>	<u>Date</u>	<u>Invoice Total</u>	<u>Capital Amount Requested</u>	<u>District - A Bonds</u>	<u>District - B Bonds</u>	<u>ARTA</u>	<u>ATEC</u>
Funding for contracts:								
Aggregate	PayApp7	07/19/21	3,894.05	3,894.05	3,894.05	-	-	-
Brightview	PayApp9	07/31/21	410,789.28	410,789.28	298,239.24	-	112,550.04	-
Concrete Curb	PayApp8	07/16/21	8,859.61	8,859.61	8,859.61	-	-	-
CTL	585683	06/30/21	1,281.00	1,281.00	1,281.00	-	-	-
CTL	585689	06/30/21	7,209.50	7,209.50	7,209.50	-	-	-
Dyanelectric	PayApp 13	07/15/21	36,491.36	36,491.36	28,546.17	-	7,945.19	-
Iron Woman	PayApp10192342-1010	02/15/21	59,507.07	59,507.07	59,507.07	-	-	-
JHL	PayApp1	07/19/21	44,840.85	44,840.85	44,370.80	-	470.05	-
JHL	PayApp15	06/14/21	1,042,667.84	1,042,667.84	625,601.97	-	417,065.87	-
JHL	PayApp1	07/16/21	357,473.33	357,473.33	357,473.33	-	-	-
JHL	90025	07/26/21	17,085.00	17,085.00	9,909.30	-	7,175.70	-
JHL	90026	07/26/21	5,292.50	5,292.50	5,292.50	-	-	-
JHL	90023	07/26/21	47,344.00	47,344.00	47,344.00	-	-	-
JHL	90022	07/26/21	21,951.50	21,951.50	21,951.50	-	-	-
Martin Marrietta	PayApp15	07/19/21	77,620.51	77,620.51	77,620.51	-	-	-
OxBlue	451515	07/31/21	1,134.00	1,134.00	1,134.00	-	-	-
OxBlue	451514	07/31/21	5,936.00	5,936.00	5,936.00	-	-	-
Stormwater Risk Management	PayApp25	03/31/21	16,649.54	16,649.54	16,649.54	-	-	-
Stormwater Risk Management	PayApp27	07/18/21	69,836.84	69,836.84	69,836.84	-	-	-
Stormwater Risk Management	PayApp18	03/31/21	6,631.95	6,631.95	6,631.95	-	-	-
Stormwater Risk Management	PayApp12	03/31/21	2,002.55	2,002.55	2,002.55	-	-	-
Wagner	PayApp13	07/19/21	171,461.76	171,461.76	171,461.76	-	-	-
Total Contracts			2,415,960.04	2,415,960.04	1,870,753.19	-	545,206.85	-
Funding for Design:								
Aecom	2000520809	07/26/21	93,454.82	93,454.82	93,454.82	-	-	-
Aztec	109909	06/22/21	15,174.98	15,174.98	-	-	15,174.98	-
Beam Longest Neff	67126	07/01/21	44,006.50	44,006.50	-	-	44,006.50	-
Beam Longest Neff	67127	07/01/21	4,805.00	4,805.00	-	-	4,805.00	-
Big West	117	06/30/21	24,170.00	24,170.00	24,170.00	-	-	-
EV Studio	19120-19	05/28/21	880.00	880.00	880.00	-	-	-
EV Studio	19120-20	06/30/21	760.00	760.00	760.00	-	-	-
E470	4239	07/21/21	2,060.50	2,060.50	-	-	2,060.50	-
JHL	90020	07/26/21	90,000.00	90,000.00	90,000.00	-	-	-
LambStar	B200800.03-7810	06/30/21	38,622.00	38,622.00	-	-	38,622.00	-
LambStar	B200800.02-7809	06/30/21	17,224.05	17,224.05	-	-	17,224.05	-
Merrick	203029	06/28/21	2,605.50	2,605.50	1,511.19	-	1,094.31	-
Merrick	203027	06/28/21	4,414.44	4,414.44	2,560.38	-	1,854.06	-
Merrick	200500	03/31/21	22,773.80	22,773.80	5,866.60	-	16,907.20	-
Merrick	201458	05/06/21	1,447.25	1,447.25	1,447.25	-	-	-
Merrick	203025	06/28/21	7,990.45	7,990.45	7,990.45	-	-	-
Merrick	203026	06/28/21	7,671.25	7,671.25	7,671.25	-	-	-
Merrick	203024	06/28/21	372.50	372.50	372.50	-	-	-
Norris	01-66054	06/30/21	4,618.25	4,618.25	4,618.25	-	-	-

Aerotropolis Area Coordinating Metropolitan District
Draw No. 38
August 19, 2021

<u>Vendor</u>	<u>Invoice No.</u>	<u>Date</u>	<u>Invoice Total</u>	<u>Capital Amount Requested</u>
Norris	01-64858	04/30/21	4,340.00	4,340.00
Norris	01-66199	06/30/21	463.75	463.75
Norris	01-66415	06/30/21	805.75	805.75
Schedio	181106-0925	07/19/21	4,535.00	4,535.00
Schedio	181107-0926	07/19/21	5,295.00	5,295.00
Schedio	181106-0924	07/19/21	19,956.53	19,956.53
Stormwater Risk Management	PayApp31	07/31/21	28,430.00	28,430.00
Summit Strategies	1306	06/30/21	66,062.50	66,062.50
Total Design			512,939.82	512,939.82
Total amount of checks				2,928,899.86
Interim Payments				
COA				227,443.00
Summit				5,261.36
Xcel				32,158.79
Advance for City of Aurora Fees				1,500,000.00
Total Amount of Draw 37				\$ 4,693,763.01
ARTA - Current Funding				
ARTA - Funded with A Bonds				
(1) Funded with A Bonds			\$	4,686,875.38
(2) To be reimbursed by ARTA in 2021				

<u>District - A Bonds</u>	<u>District - B Bonds</u>	<u>ARTA</u>	<u>ATEC</u>
4,340.00	-	-	-
463.75	-	-	-
805.75	-	-	-
-	4,535.00	-	-
-	-	5,295.00	-
19,956.53	-	-	-
20,058.35	-	8,371.65	-
51,885.50	-	13,516.37	660.63
338,812.57	4,535.00	168,931.62	660.63
2,209,565.76	4,535.00	714,138.47	660.63
212,596.00	1,692.00	13,155.00	-
5,261.36	-	-	-
32,158.79	-	-	-
1,500,000.00	-	-	-
\$ 3,959,581.91	6,227.00	727,293.47	\$ 660.63
(1)		-	
		\$ 727,293.47	
		(1) (2)	

Aerotropolis Area Coordinating Metro District

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Check List

All Bank Accounts

August 16, 2021

Check Number	Check Date	Payee	Amount
Vendor Checks			
2089	08/16/21	AECOM Technical Services, Inc.	93,454.82
2090	08/16/21	Aggregate Industries	3,894.05
2091	08/16/21	Aztec Consultants, Inc	15,174.98
2092	08/16/21	Beam Longest Neff	48,811.50
2093	08/16/21	Big West Consulting	24,170.00
2094	08/16/21	BrightView Landscape Development	410,789.28
2095	08/16/21	Concrete Curb & Paving	8,859.61
2096	08/16/21	CTL Thompson, INC	8,490.50
2097	08/16/21	Dynaelectric Company, Inc.	36,491.36
2098	08/16/21	E-470 Public Highway Authority	2,060.50
2099	08/16/21	EVstudio	1,640.00
2100	08/16/21	Iron Woman	59,507.07
2101	08/16/21	JHL Constructors, Inc	1,626,655.02
2102	08/16/21	Lamb-Star Engineering, LP	55,846.05
2103	08/16/21	Martin Marietta	77,620.51
2104	08/16/21	Merrick & Company	47,275.19
2105	08/16/21	NORRIS DESIGN	10,227.75
2106	08/16/21	Ox Blue	7,070.00
2107	08/16/21	Schedio Group LLC	29,786.53
2108	08/16/21	STORMWATER RISK MANAGEMENT LLC	123,550.88
2109	08/16/21	Summit Strategies	66,062.50
2110	08/16/21	Wagner Constructors Inc. - Colorado	171,461.76
Vendor Check Total			<u>2,928,899.86</u>
Check List Total			<u><u>2,928,899.86</u></u>

Check count = 22