

**MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY
HELD
February 26, 2020**

A regular meeting of the Board of Directors (the “Board”) of the Aerotropolis Regional Transportation Authority (the “Authority”) was held on Wednesday, February 26, 2020 at 11:00 a.m. at the City of Aurora, 15151 E. Alameda Parkway, Aurora, Colorado.

Attendance: In attendance were Board members:

Matthew Hopper, Chairman
Steve O’Dorisio, Treasurer
Nicole Johnston, Secretary
Charles “Chaz” Tedesco, Director

Also in attendance were:

Bob Blodgett and Anna Jones; CliftonLarsonAllen LLP
Tom George and Nicole Finco; Spencer Fane LLP
Jim Mann and Melissa Buck; Ehlers
Todd Johnson; AACMD
Rick Gonzales; Marchetti & Weaver
Michelle Gardner and Jason Batchelor; City of Aurora
Alisha Reis and Marc Osborne; Adams County

1. Call to Order

Chairman Hopper called the meeting to order at 11:15 a.m.

2. Declaration of Quorum/Director Qualifications/Disclosure Matters

Chairman Hopper noted that a quorum was present. The absence of Vice-Chairman Gruber was excused.

3. Approve Agenda

Director Hopper recommended amending the agenda to remove Items 6.A., 6.B., 6.C., 7.A., 7.E., 8.A., 8.B., 8.C., 9A., 9.B. and 9.C. and defer action thereon until a later date. Upon a motion duly made by Secretary Johnston, seconded by Director Tedesco, and upon vote unanimously carried, the Board approved the agenda as amended.

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4. Public Comment

None.

5. Consent Agenda

A. Review and consider approval of January 22, 2020 Regular Meeting Minutes

Upon a motion duly made by Secretary Johnston, seconded by Director Tedesco, an upon vote unanimously carried, the Board approved the Consent Agenda as submitted.

6. Engineering/Construction Matters

A. Progress Report from AACMD regarding the design and construction of the Authority's Regional Transportation System, and discussion and possible action concerning same.

Deferred to the next Board meeting.

B. Discussion and possible action concerning the review and verification of project costs associated with the Authority's Regional Transportation System

Deferred to the next Board meeting.

C. Discussion and possible action concerning planning, design and construction of Authority's Regional Transportation System and related matters

Deferred to the next Board meeting.

7. Financial Matters

A. Presentation, discussion and possible action concerning January 31, 2020 financial statements

Deferred to the next Board meeting.

B. Presentation, discussion and possible action on January Claims Payable in the amount of \$9,423.92

Mr. Gonzales reviewed the January claims with the Board. After discussion, upon a motion duly made by Director Tedesco, seconded by Secretary Johnston, and upon vote unanimously carried, the Board approved the claims in the amount of \$9,423.92.

C. Review and approve Engagement Letter with McMahan & Associates, LLC for 2019 audit services

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After review, upon a motion duly made by Secretary Johnston, seconded by Director Tedesco, and upon vote unanimously carried, the Board approved the audit in the not to exceed amount of \$9,500.

- D. Presentation, discussion and possible action on AACMD Draw Request(s)
 - 1. Discuss status of AACMD anticipated draw schedule.

Mr. Blodgett reported the January draw request is \$358,257.37. This has been reviewed and verified by the Schedio Group. After discussion, upon a motion duly made by Treasurer O'Dorisio, seconded by Secretary Johnston, and upon vote unanimously carried, the Board approved the draw request of \$358,257.37.

- E. Update on Financial Policies

Deferred to the next Board meeting.

- F. Other

None.

8. Manager Matters

- A. Authority Manager Report

Deferred to the next Board meeting.

- B. Discussion and possible action concerning matters presented by Authority Manager

No report.

- C. Other

None.

9. Legal Matters

- A. Authority Legal Counsel Report

Deferred to the next Board meeting.

- B. Discussion and possible action concerning contracts, intergovernmental agreements and other legal arrangements related to the planning, design and construction of the Authority's Regional Transportation System and related matters.

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Deferred to the next Board meeting.

10. EXECUTIVE SESSION (If needed, an executive session may be called pursuant to and for the purposes set forth in Section 24-6-402(4), C.R.S., after announcement of the specific topic for discussion and statutory citation authorizing the executive session, and a vote of two-thirds of the quorum of the Board present)

Upon a motion duly made by Director Tedesco, seconded by Treasurer O'Dorisio, and upon vote unanimously carried, the Board entered into Executive Session at 11:23 a.m. pursuant to Section 24-6-402(4)(e) for the purposes of determining positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators, and Section 24-6-402(4)(b) for the purposes of receiving legal advice on specific legal questions, related to the Authority's intergovernmental agreement with E-470 Public Highway Authority and the continued planning, design and construction of the Authority's Regional Transportation System.

Upon a motion duly made by Treasurer O'Dorisio, seconded by Secretary Johnston, and upon vote unanimously carried, the Board exited out of Executive Session at 2:38 p.m.

No action was taken.

11. Other Business

- A. Confirm Quorum for March 11, 2020 and March 25, 2020 Regular Meetings

The Board discussed scheduling a special meeting the week of March 16, 2020. No action was taken on the March 11th and March 25th regular meetings at this time.

12. Adjournment

As there were no further matters to discuss, upon a motion duly made by Secretary Johnston, seconded by Treasurer O'Dorisio, the Board adjourned the meeting at 2:40 p.m.

Respectfully submitted,

DocuSigned by:
Nicole Johnston
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Secretary

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