

# RECORD OF PROCEEDINGS

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**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT  
(THE “DISTRICT”)  
HELD  
JULY 18, 2024**

A special meeting of the Board of Directors of the Aerotropolis Area Coordinating Metropolitan District (referred to hereafter as the “Board”) was convened on Thursday, July 18, 2024 at 1:10 p.m. This District Board meeting was held via Zoom. The meeting was open to the public.

## ATTENDANCE

### Directors in Attendance Were:

Matt Hopper, President  
Carla Ferreira, Vice President  
Michael Sheldon, Treasurer  
Cynthia Sheldon, Assistant Secretary

### Also In Attendance Were:

Denise Denslow, Rachel Alles and Jason Carroll, CliftonLarsonAllen LLP (“CLA”)  
Elisabeth A. Cortese, Esq., Jon Hoistad, Esq. and Kalen Hilliker, Esq.; McGeady Becher P.C.  
Cristina Madrigal and Ashley Myers; Timberline District Consulting, LLC (“Timberline”)  
Nick English; The Aurora Highlands Metropolitan District No. 1

## ADMINISTRATIVE MATTERS

**Disclosures of Potential Conflicts of Interest:** The Board 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 by Attorney Cortese that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

**Quorum, Confirmation of Meeting Location/Posting of Meeting 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 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 virtually via Zoom. The Board further noted that notice providing the time, date and audio / video

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conference access for the meeting was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's 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.

**Public Comment:** Mr. English addressed the Board to say that he thought the July 4th event was successful. He further noted that he thinks a reservation system should be implemented because there was another party in the park before the event and it almost caused an overlap problem. He would like TAH residents to have reservation priority.

### CONSENT AGENDA

**Minutes of June 20, 2024 Special Meeting:** Following discussion, upon motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the Consent Agenda item.

### FINANCIAL MATTERS

**Payment of Claims for Operating Costs:** Following review and discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the payment of claims for operating costs, in the amount of \$34,366.30.

**Schedule of Cash Position dated May 31, 2024, updated as of July 12, 2024:** Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreira and, upon vote unanimously carried, the Board accepted the Schedule of Cash Position dated May 31, 2024, updated as of July 12, 2024.

**Request for Extension of Time to File 2023 Audit:** Following discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved the Request for Extension of Time to file the 2023 Audit.

**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. 73 Engineer's Report and Verification of Costs No. 52 prepared by Schedio Group LLC ("Engineer's Report No. 52"):** Director Hopper reviewed Engineer's Report No. 52 with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreria and, upon vote unanimously carried, the Board recommended acceptance of Engineer's Report No. 52 to the CAB.

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**Recommendation to the CAB for Acceptance of the CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements, In-Tract Improvements / In Tract Home Builder Expenses, Engineer’s Report and Verification of Costs No. 33 prepared by Schedio Group LLC (“Engineer’s In-Tract Report No. 33”)**: Director Hopper reviewed Engineer’s Report No. 33 with the Board. Following discussion, upon a motion duly made by Director Sheldon, seconded by Director Ferreria and, upon vote unanimously carried, the Board recommended acceptance of Engineer’s Report No. 33 to the CAB.

### CAPITAL PROJECTS

**Funding Sources and Payment**: The Board acknowledged the following funding sources and payment in the total amount of \$4,035,413.60\* subject to finalization of funding sources.

TAH CAB/Spine Costs	\$1,950,919.69
AH In-Tract Costs	\$ 635,319.35
AF ARTA	\$ 461,838.89
ARTA	\$ 142,496.62
AF ATEC Spine Costs	\$ 672,262.47
Developer	\$ 172,576.58
Total:	<u><u>\$4,035,413.60</u></u>

### **District Capital Projects:**

**Task Order No. 13 to Master Service Agreement (“MSA”) for Program Management, Design and Construction Services between the District and AECOM Technical Services, Inc. for Tributary T Drainage Modeling and Inline Detention (Time and Materials)**: Following discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved **Task Order No. 13 to MSA** for Program Management, Design and Construction Services between the District and **AECOM Technical Services, Inc.** for Tributary T Drainage Modeling and Inline Detention (Time and Materials), in the amount of \$432,000.00, upon review and recommendation by the Construction Committee.

**Change Order No. 20 to Work Order No. 26 to Construction Management Agreement (“CMAR”) between the District and JHL Constructors, Inc. for Consolidated Landscaping (Savings Split - Site Furnishings)**: Following discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved **Change Order No. 20 to Work Order No. 26 to CMAR** between the District and **JHL Constructors, Inc.** for Consolidated Landscaping (Savings Split - Site Furnishings), in the deductive amount of (\$180,384.75), upon review and recommendation by the Construction Committee.

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**Change Order No. 03 to Short Form Construction Agreement for Filing 9 Landscaping between the District and Landtech Contractors, LLC for Addition of Rock Mulch at Intersection of 26<sup>th</sup> Ave. and Warm Springs Ave.:** Following discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved **Change Order No. 03 to Short Form Construction Agreement** for Filing 9 Landscaping between the District and **Landtech Contractors, LLC** for Addition of Rock Mulch at Intersection of 26<sup>th</sup> Ave. and Warm Springs Ave., in the amount of \$1,293.00, upon review and recommendation by the Construction Committee.

**Change Order No. 04 to Short Form Construction Agreement for Filing 9 Landscaping between the District and Landtech Contractors, LLC for Bringing Landscaping Berms on the North Side of Highlands Creek Parkway to Correct Grade:** Following discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote, unanimously carried, the Board approved **Change Order No. 04 to Short Form Construction Agreement** for Filing 9 Landscaping between the District and **Landtech Contractors, LLC** for Bringing Landscaping Berms on the North Side of Highlands Creek Parkway to Correct Grade, in the amount of \$9,346.00, upon review and recommendation by the Construction Committee.

**Task Order No. 2024.19 to MSA for Stormwater Services between the District and Stormwater Logistics, LLC for Restoration of Stockpile Spreading Operation:** Following discussion, upon a motion duly made by Director Hopper, seconded by Director Ferreira and, upon vote unanimously carried, the Board approved **Task Order No. 2024.19 to MSA** for Stormwater Services between the District and **Stormwater Logistics, LLC** for Restoration of Stockpile Spreading Operation, in the amount of \$22,000.00, upon review and recommendation by the Construction Committee.

### LEGAL MATTERS

None.

### ARTA MATTERS

None.

### MANAGER MATTERS

None.

### OTHER BUSINESS

None.

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## EXECUTIVE SESSION

An Executive Session was not needed.

## ADJOURNMENT

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

Respectfully submitted,

Signed by:  
By   
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Secretary for the Meeting