

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE 64TH AVE. ARI AUTHORITY (“AUTHORITY”) HELD MAY 4, 2022

A Regular Meeting of the Board of Directors of the 64th Ave. ARI Authority (referred to hereafter as the “Board”) was convened on Wednesday, the 4th day of May, 2022, at 10:00 a.m. via Zoom video/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Rick Wells (HM MD No. 2) (via Zoom)
Chris Fellows (Velocity MD Nos 4-6) (via Zoom)

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, unanimously carried, the absence of Director Kevin Smith was excused, and Director Fellows was appointed as Acting President.

Also In Attendance Were:

Ann Finn; Special District Management Services, Inc. (via Zoom)

Erica Montague, Esq. (via Zoom) and MaryAnn M. McGeady, Esq. (via Zoom, for a portion of the meeting); McGeady Becher P.C.

Diane Wheeler; Simmons & Wheeler, P.C. (via Zoom)

Ted Laudick; Silverbluff Companies, Inc. (via Zoom)

Gregg Johnson, L.C. Fulenwider, Inc. (via Zoom)

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board noted it was in receipt of disclosures of potential conflicts of interest statements for each of the Directors and that the statements had been filed with the Secretary of State at least seventy-two hours in advance of the meeting. Attorney Montague requested that the Directors review the Agenda for the meeting and advise the Board of any new conflicts of interest which had not been previously disclosed. No further disclosures were made by Directors present at the meeting.

ADMINISTRATIVE MATTERS

Quorum/Meeting Location and Manner/Posting of Notice: Ms. Finn noted that a quorum was present. The Board entered into a discussion regarding the requirements

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of Section 32-1-903(1), C.R.S., concerning the location of the Authority's Board meeting. The Board determined that the meeting would be held via video/telephonic means, and encouraged public participation. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that no objections to the video/telephonic manner of the meeting, or any requests that the manner of the meeting be changed, had been received from taxpaying electors within the Authority's service area boundaries.

Agenda: Ms. Finn noted that a proposed Agenda for the Authority's Regular Meeting had been distributed for the Board's review and approval.

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

Current Legislation: Attorney McGeady updated the Board on current legislation.

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the April 6, 2022 Regular Meeting.

Following review, upon motion duly made by Director Wells, seconded by Director Fellows and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above action.

PUBLIC COMMENT

Public Comment: There were no public comments.

FINANCIAL MATTERS

Claims: The Board reviewed and considered the list of claims to be approved for the period ending May 4, 2022, in the amount of \$205,919.89.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote unanimously carried, the Board approved the payment of claims for the period ending May 4, 2022, in the amount of \$205,919.89.

Unaudited Financial Statements: Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending March 31, 2022.

Following review, upon motion duly made by Director Wells, seconded by Director Fellows and, upon vote unanimously carried, the Board approved the unaudited financial statements for the period ending March 31, 2022.

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2021 Audit: Ms. Wheeler reviewed the 2021 audit with the Board.

Following discussion, upon motion duly made by Director Wells, seconded by Director Fellows, upon vote, unanimously carried, the Board approved the 2021 audit (subject to counsel review), and authorized the execution of the Representations Letter.

Accountant's Certification for Costs Associated with the Design and Construction of Public Improvements: Ms. Wheeler reviewed with the Board the Accountant's Certification of \$203,006.24 for soft, indirect and hard costs associated with the design and construction of Public Improvements and therefore eligible for payment (as described in Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 19, dated April 25, 2022), and legal fees in the amount of \$234.00.

Following review, upon motion duly made by Director Wells, seconded by Director Fellows and, upon vote, unanimously carried, the Board approved the Accountant's Certification, in the amount of \$203,006.24 for public improvement costs, and legal fees in the amount of \$234.00.

Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 19, dated April 25, 2022, prepared by Schedio Group LLC: The Board reviewed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 19, dated April 25, 2022, prepared by Schedio Group LLC, in the amount of \$203,006.24 ("Report No. 19").

Following discussion, upon motion duly made by Director Wells, seconded by Director Fellows and, upon vote, unanimously carried, the Board approved Report No. 19, in the amount of \$203,006.24.

Project Fund Requisition No. 20: The Board reviewed Project Fund Requisition No. 20 to be submitted to the Series 2020 Bond Trustee requesting \$203,240.24 for payment of project related expenses.

Following discussion, upon motion duly made by Director Wells, seconded by Director Fellows, upon vote, unanimously carried, the Board approved Project Fund Requisition No. 20, in the amount of \$203,240.24.

LEGAL MATTERS

August 23, 2021 Fatality at Project Site: Attorney Montague provided an update concerning the status of the investigation regarding the August 23, 2021 fatality at the Project site. It was noted that American Civil Constructors, LLC ("ACC") was cited by OSHA. Director Wells, as the Construction Committee Representative authorized Attorney Farbes to contact the attorney representing ACC in the OSHA investigation

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to obtain more information regarding the citation process and current status.

CAPITAL/ CONSTRUCTION MATTERS

64th Avenue Infrastructure Project:

64th Avenue Extension Project (American Civil Constructors, LLC d/b/a ACC Mountain West): Mr. Laudick reported to the Board that the line installation has been completed. He noted the curb and gutter work should be completed by the end of May 2022, paving will be started the last week in June 2022 and signage and striping is ongoing. He also noted Denali Street from 60th to 66th should be open by the end of July 2022.

Change Order to Agreement between Authority and American Civil Constructors, LLC, d/b/a ACC Mountain West: The Board determined there were no change orders to acknowledge at this time

Xcel Energy's ("Xcel") Boring Project: Director Wells and Mr. Laudick reported the Authority is not going to pay the second/outstanding invoice until the Authority is contacted by Xcel.

64th Ave. and Denali Street Lighting Package Project (Dynalectric Company, Inc.): Mr. Laudick reported the site lighting has been installed up to Denali Street and he is waiting for Xcel to complete the installation of the transformers before the project can be completed.

Change Order to Agreement between Authority and Dynalectric Company, Inc: The Board determined that there were no change orders to acknowledge at this time.

Amendment to Contract between Authority and Dynalectric Company, Inc.: The Board reviewed the "Amendment to Contract – 64th Ave. ARI Authority and Dynalectric Company" by and between Aurora High Point at DIA Metropolitan District, the Authority, and Dynalectric Company (the "Dynalectric Amendment").

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells, upon vote, unanimously carried, the Board approved the Dynalectric Amendment.

64th Interchange Project ("Project"): Mr. Laudick reported the Project is in planning stages, he anticipates receiving 60% drawings by June 1, 2022, and that construction is anticipated to begin in 2023.

OTHER BUSINESS There was no other business.

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting