

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE 64TH AVE. ARI AUTHORITY (“AUTHORITY”) HELD JUNE 1, 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 1st day of June, 2022, at 10:00 a.m. via Zoom video/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Kevin Smith (CIC MD Nos 6, 8, 9, 10) (via Zoom, for a portion of the meeting)
Rick Wells (HM MD No. 2) (via Zoom)
Chris Fellows (Velocity MD Nos 4-6) (via Zoom)
Timothy D’Angelo (CIC MD Nos 7 and 11) (via Zoom)

Also In Attendance Were:

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

Erica Montague, Esq. McGeady Becher P.C. (via Zoom)

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

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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, carried with Directors Fellows, Wells and Smith voting "Yes" and Director D'Angelo abstaining, the Agenda was approved, as presented.

Acknowledgement of Appointment of Director: The Board acknowledged the appointment of Timothy D'Angelo to the Board of Directors of the Authority as the Representative of Colorado International Center Metropolitan District Nos. 7 and 11, for a 3-year term ending on June 1, 2025.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, carried with Directors Fellows, Wells and Smith voting "Yes" and Director D'Angelo abstaining, the following slate of officers was appointed:

President	Kevin Smith
Treasurer	Rick Wells
Secretary	Ann E. Finn
Assistant Secretary	Chris Fellows
Assistant Secretary	Timothy D'Angelo

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the May 4, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, carried with Directors Fellows, Wells and Smith voting "Yes" and Director D'Angelo abstaining, the Board approved and/or ratified approval of, as appropriate, the above action.

PUBLIC COMMENT

Public Comment: There were no public comments.

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FINANCIAL MATTERS

Claims: The Board reviewed and considered the list of claims to be approved for the period ending June 1, 2022, in the amount of \$655,361.21.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, carried with Directors Fellows, Wells and Smith voting “Yes” and Director D’Angelo abstaining, the Board approved the payment of claims for the period ending June 1, 2022, in the amount of \$655,361.21.

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 \$654,536.21 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. 20, dated May 23, 2022), and legal fees in the amount of \$825.00.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, carried with Directors Fellows, Wells and Smith voting “Yes” and Director D’Angelo abstaining, the Board approved the Accountant’s Certification, in the amount of \$654,536.21 for public improvement costs, and legal fees in the amount of \$825.00.

Engineer’s Report and Verification of Costs Associated with Public Improvements Report No. 20, dated May 23, 2022, prepared by Schedio Group LLC: The Board reviewed the Engineer’s Report and Verification of Costs Associated with Public Improvements Report No. 20, dated May 23, 2022, prepared by Schedio Group LLC, in the amount of \$654,356.21 (“Report No. 20”).

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, carried with Directors Fellows, Wells and Smith voting “Yes” and Director D’Angelo abstaining, the Board approved Report No. 20, in the amount of \$654,356.21.

Project Fund Requisition No. 21: The Board reviewed Project Fund Requisition No. 21 to be submitted to the Series 2020 Bond Trustee requesting \$655,361.21 for payment of project related expenses.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, carried with Directors Fellows, Wells and Smith voting “Yes” and Director D’Angelo abstaining, the Board approved Project Fund Requisition No. 21, in the amount of \$655,361.21.

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LEGAL MATTERS

August 23, 2021 Fatality at Project Site: Attorney Montague provided an update concerning the status of the investigation and information regarding the August 23, 2021 fatality at the Project site.

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 curb and gutter work was delayed due to the weather and that the top lift on 64th Avenue from Gun Club Road to Denali Street is currently underway. Mr. Laudick noted he is meeting with the City of Aurora and the E-470 Public Highway Authority regarding the connection of the roadways.

Change Order to Agreement between Authority and American Civil Constructors, LLC, d/b/a ACC Mountain West: The Board discussed the status of the Construction Committee's approval of Change Order Nos. 1-16 to the Agreement between Authority and American Civil Constructors, LLC, d/b/a ACC Mountain West. No action was taken.

Xcel Energy's ("Xcel") Boring Project: Mr. Laudick reported Xcel is installing electrical power for the street lights.

64th Ave. and Denali Street Lighting Package Project (Dynalectric Company, Inc.): Mr. Laudick reported that the site lighting installation will be completed once the curb and gutter is done.

Change Order to Agreement between Authority and Dynalectric Company, Inc: The Board discussed the status of the Construction Committee's approval of Change Order Nos. 1-3 to Agreement between Authority and Dynalectric Company, Inc. No action was taken.

64th Ave. Interchange Project ("Project"): Mr. Laudick reported that the 60% drawings are expected to be available in June 2022 and construction by the E-470 Public Highway Authority is expected to begin in 2023.

OTHER BUSINESS There was no other business.

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, carried with Directors Fellows, Wells and Smith voting "Yes" and Director D'Angelo abstaining, the meeting was adjourned.

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Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting