

64TH AVE. ARI AUTHORITY (“AUTHORITY”)

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 • 800-741-3254; Fax: 303-987-2032
<https://64thaveariauthority.com>

NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Rick Wells (HM MD No. 2)	President	2026/Sept. 6, 2026
Timothy D’Angelo (CIC MD Nos. 7, 11)	Treasurer	2025/May 20, 2025
Chris Fellows (Velocity MD Nos. 4-6)	Assistant Secretary	2026/June 19, 2026
Megan Waldschmidt (CIC Nos. 6, 8-10)	Assistant Secretary	2025/Oct. 24, 2025
David Solin	Secretary	

DATE: Wednesday, October 2, 2024

TIME: 10:30 a.m.

LOCATION: Via Zoom

The meeting can be joined through the directions below:

** Individuals requiring special accommodation to attend and/or participate in the meeting please advise the District Manager (dsolin@sdmsi.com or 303-987-0835) of their specific need(s) before the meeting.*

Zoom information:

<https://us02web.zoom.us/j/5469119353?pwd=SmtlcHJETFhCQUZEcVBBOGZVU3Fqdz09>

Meeting ID: 546 911 9353

Passcode: 912873

Dial In: 1-719-359-4580

I. ADMINISTRATIVE MATTERS

- A. Present disclosures of potential conflicts of interest.

- B. Confirm posting of meeting notice.

- C. Confirm quorum and location of meeting; approve agenda.

- D. Review and approve Minutes of the September 4, 2024 Special Meeting (enclosure).

II. PUBLIC COMMENTS

- A. Members of the public may express their views to the Board on matters that affect the Authority. Comments will be limited to three (3) minutes.

III. FINANCIAL MATTERS

- A. Review and consider approval of the payment of claims for the period ending September 28, 2024 in the amount of \$2,776,427.90 (enclosure).
-

- B. Review and accept the Cash Position Schedule (enclosure).
-

- C. Review and consider approval of Accountant's Certification 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. 46) in the amount of \$2,772,559.26 and legal fees in the amount of \$48.48 (enclosure).
-

- D. Review and consider approval of Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 46, dated September 18, 2024 prepared by Schedio Group LLC, in the amount of \$2,772,559.26 (enclosure).
-

- E. Review and authorize Escrow Fund Requisition No. 13 under the 64th Avenue Regional Improvements Escrow Agreement by and between the Authority, Adams County, and UMB Bank, n.a. (as Escrow Agent), requesting payment of project related expenses (N/A).
-

- F. Discuss and consider approval of Invoice #8 to the E-470 Public Highway Authority, for Pay Application #8 Payment Due to the 64th Ave. ARI Authority (N/A).
-

IV. LEGAL MATTERS

- A. _____

V. CAPITAL/CONSTRUCTION MATTERS

- A. Discuss status of the 64th Avenue Infrastructure Project:
-

1. Discuss status of the 64th Avenue Extension Project (American Civil Constructors, LLC, d/b/a ACC Mountain West).
-

- B. Discuss status of E-470 Public Highway Authority's E-470 & 64th Ave. Interchange Project.
-

VI. OTHER BUSINESS

- A. _____
-

- VII. ADJOURNMENT **THE NEXT SPECIAL MEETING IS SCHEDULED FOR NOVEMBER 6, 2024 – BUDGET HEARING**

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
64TH AVE. ARI AUTHORITY (“AUTHORITY”)
HELD
SEPTEMBER 4, 2024**

A Special Meeting of the Board of Directors of the 64th Ave. ARI Authority (referred to hereafter as the “Board”) was convened on Wednesday, September 4, 2024, at 10:30 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)
Timothy D’Angelo (CIC MD Nos. 7, 11)
Megan Waldschmidt (CIC MD Nos. 6, 8-10)

Also In Attendance Were:

David Solin and Diana Garcia; Special District Management Services, Inc.

Kate Olson, Esq.; McGeady Becher P.C.

Diane Wheeler and Morgan Wheeler; Simmons & Wheeler, P.C.

Blake Fulenwider and Gregg Johnson; L.C. Fulenwider Inc.

**ADMINISTRATIVE
MATTERS**

Disclosure of Potential Conflicts of Interest: Attorney Olson noted that she 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. Mr. Solin 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.

Quorum/Meeting Location/Posting of Notice: Mr. Solin confirmed the presence of a quorum. 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 Zoom and encouraged public participation. The Board further noted that notice of the time, date and manner of the meeting was duly posted and that no objections to the 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 / Director Absence: Mr. Solin distributed a proposed Agenda for the Authority’s Special Meeting, for the Board’s review and approval.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Wells, seconded by Director D'Angelo and, upon vote, unanimously carried, the Agenda was approved, as amended, and the absence of Director Chris Fellows was excused.

Minutes: The Board reviewed the Minutes of the August 7, 2024 Special Meeting.

Following discussion, upon motion duly made by Director D'Angelo, seconded by Director Wells and, upon vote, unanimously carried, the Board approved the Minutes of the August 7, 2024 Special Meeting.

PUBLIC COMMENT

There were no public comments.

FINANCIAL MATTERS

Claims: Ms. Wheeler reviewed with the Board the claims for the period ending September 4, 2024 in the amount of \$775,800.06.

Following discussion, upon motion duly made by Director Wells, seconded by Director D'Angelo and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending September 4, 2024 in the amount of \$775,800.06.

Unaudited Financial Statements and Cash Position Schedule: There were no unaudited financial statements or schedules of cash position available.

Accountant's Certification: Ms. Wheeler reviewed with the Board the Accountant's Certification dated September 4, 2024 for soft, indirect, and hard costs associated with the design and construction of Public Improvements and therefore eligible for payment (as described in Report No. 45 – defined below) in the amount of \$769,265.37, and legal fees in the amount of \$254.52.

Following discussion, upon motion duly made by Director Wells, seconded by Director D'Angelo and, upon vote, unanimously carried, the Board approved the Accountant's Certification dated September 4, 2024, as amended.

Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 45, dated September 3, 2024, prepared by Schedio Group LLC: The Board reviewed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 45, dated September 3, 2024, prepared by Schedio Group LLC, in the amount of \$769,265.37. ("Report No. 45").

Following discussion, upon motion duly made by Director Wells, seconded by Director D'Angelo and, upon vote, unanimously carried, the Board approved Report No. 45, in the amount of \$769,265.37.

RECORD OF PROCEEDINGS

Escrow Fund Requisition No. 12: The Board reviewed Escrow Fund Requisition No. 12 in the amount of \$325,839.51, under the 64th Avenue Regional Improvements Escrow Agreement by and between the Authority, Adams County, and UMB Bank, n.a. (as Escrow Agent), dated September 24, 2020 requesting payment of project related expenses (“Escrow Fund Requisition No. 12”).

Following discussion, upon motion duly made by Director Wells, seconded by Director D’Angelo and, upon vote, unanimously carried, the Board approved Escrow Fund Requisition No. 12, as amended, and authorized its submittal to the Escrow Agent.

Invoice No. 8 to E-470 Public Highway Authority: The Board deferred discussion.

**LEGAL
MATTERS**

There were no legal matters.

**CAPITAL/
CONSTRUCTION
MATTERS**

64th Avenue Infrastructure Project:

64th Avenue Extension Project (American Civil Constructors, LLC d/b/a ACC Mountain West): Director Wells updated the Board on the status of the 64th Avenue Extension Project.

Status of the 64th Ave. Extension Median Island Landscaping Project: Director Wells updated the Board on the status of the 64th Ave. Extension Median Island Landscaping Project.

Status of E-470 Public Highway Authority’s E-470 & 64th Ave. Interchange Project: Director Wells updated the Board on the status of the E-470 Public Highway Authority’s E-470 & 64th Ave. Interchange Project.

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 Waldschmidt, and seconded by Director Wells, and upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: _____
Secretary for the Meeting

64th Ave ARI Authority
Claims Listing
9/28/2024

Vendor	Chart of account	Invoice no.	Invoice date	Invoice amount
American Civil Constructors	7400 - Capital Outlay	21002-22	08/08/2024	7,531.13
American Civil Constructors	7400 - Capital Outlay	21002-23	08/09/2024	825,179.85
McGeady Becher, P.C.	Split	08 31 24	08/31/2024	1,645.06
Schedio Group LLC	7175 - District Engineer	200501-2892	09/01/2024	2,128.75
Sema Construction	7210 - Infrastructure	Pay App 10	08/25/2024	1,886,469.53
Silverbluff Companies	7200 - Construction Management	200532	09/10/2024	51,250.00
Special District Management Sevices	9100 - District Management	08 31 24	08/31/2024	<u>2,223.58</u>
				<u><u>2,776,427.90</u></u>

64th Ave ARI Authority
Cash Position
10/1/2024

Cash in checking	\$ 99,119.43
Cash in Colotrust	3,812,619.30
UMB Adams County Escrow	<u>-</u>

Total funds available	<u>\$ 3,911,738.73</u>
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Funds drawn from E470	7,469,554.87
Available from E470 ***	30,445.13

*** To be reconciled and used upon completion of project

ACCOUNTANT'S CERTIFICATE

October 2, 2024

Board of Directors
64th Ave ARI Authority

Re: Authority Eligible Improvements Cost Certification

This report summarizes the results of the procedures we have performed related to substantiation of the Authority Eligible Costs to be paid by 64th Ave ARI Authority (the "Authority").

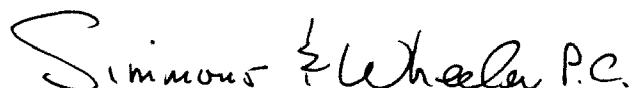
Schedio Group LLC ("Schedio Group") the Authority's independent engineer, has reviewed certain underlying documentation and has submitted an Engineer's Report and Verification of Costs Associated with Public Improvements No. 46, dated September 30, 2024, verified \$2,772,559.26 as for soft, indirect and hard costs associated with the design and construction of Public Improvements and therefore eligible for payment. Schedio Group also verified that the costs associated with Public Improvements to be reasonable when compared to similar projects during similar timeframes in similar locales.

We have also reviewed invoices provided by McGeady Becher PC related to legal service provided for the construction of public improvements in the amount of \$48.48 during August 2024. Based on this review these costs should be eligible to be paid by the Authority with bond funds.

We have reviewed certain underlying documentation supporting Exhibit A as necessary and appropriate, in accordance with accounting principles generally accepted in the United States of America, to verify the accuracy of the cost summary set forth in Exhibit A. I have discussed the allocation of costs relating to various invoices with Schedio Group, to determine the reasonableness of the allocation. \$ 2,772,559.26 as set forth in Exhibit A represent costs incurred for soft and indirect costs associated with the design and construction of Public Improvements and eligible to be paid by the Authority.

We were not engaged to and did not conduct an examination in accordance with generally accepted auditing standards in the United States of America, the objective of which would be the expression of an opinion on the financial statements of the Authority. Accordingly, we do not express such an opinion. We performed our engagement as a consulting service under the American Institute of Certified Public Accountants' Statement of Standards for Consulting Services. Had we performed additional procedures; other matters might have come to our attention that would have been reported to you.

We are not independent with respect to the Authority.



Simmons & Wheeler, P.C.



64TH AVE. ARI AUTHORITY

ENGINEER'S REPORT AND VERIFICATION OF COSTS ASSOCIATED WITH PUBLIC IMPROVEMENTS

PREPARED BY:

SCHEDIO GROUP LLC

809 14TH STREET, SUITE A

GOLDEN, COLORADO 80401

LICENSED PROFESSIONAL ENGINEER:

TIMOTHY A. MCCARTHY

STATE OF COLORADO

LICENSE NO. 44349

DATE PREPARED: September 30, 2024

CLIENT NO. 200501

PROJECT: 64th Avenue Regional Improvements

Engineer's Report and Verification of Costs No. 46

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ENGINEER'S REPORT

INTRODUCTION

Schedio Group LLC ("Schedio Group") entered into a Master Service Agreement ("MSA") for Engineering and Cost Verification Services with 64th Ave. ARI Authority ("Authority") on August 25, 2020. This *Engineer's Report and Verification of Costs Associated with Public Improvements* ("Report") is the 46th deliverable associated with the MSA.

The 64th Ave. ARI Authority was established per the *64th Ave. ARI Authority Establishment Agreement*, amended and effective July 28, 2020, ("Establishment Agreement") between and among Colorado International Center Metropolitan District Nos. 6-11 ("CIC Districts"), HM Metropolitan District No. 2 ("HM District"), and Velocity Metropolitan District Nos. 4-6 ("Velocity Districts") to design, fund, and construct 64th Avenue Regional Improvements. Per the *Covenants and Agreements Section No. 7 District Advances*:

"The Parties acknowledge the Authority shall rely on the "District Project Cost Advances", as previously defined, to pay for the Project Costs ("Project Costs"), until such time as the Authority Bonds have been issued in sufficient amount to fund all of the 64th Ave. Regional Improvements and to reimburse all District Project Cost Advances made prior to the execution of this Agreement by the Districts..., based on the following percentages: (a) CIC Districts, in the aggregate, shall advance funds equal to 50% of the Monthly Project Cost Advances; (b) HM District shall advance funds equal to 25% of the Monthly Project Cost Advances; and (c) Velocity Districts, in the aggregate, shall advance funds equal to 25% of the Monthly Project Cost Advances."

Regarding reimbursement, the *Covenants and Agreements Section No. 8 Reimbursement of District Project Cost Advances and Construction*, states:

"It is the intent of the Parties that, upon establishment, the 64th Ave. ARI Authority shall enter into a funding agreement with each District for reimbursement of the District Advances and that upon the receipt of Authority Bond proceeds sufficient to fund the 64th Ave. Regional Improvements, and to reimburse the District Advances, the 64th Ave. ARI Authority shall reimburse the District Advances and shall proceed to construct and complete the 64th Ave. Regional Improvements as expeditiously as possible."

According to the *Cost Sharing and Reimbursement Agreement*, effective April 7, 2020, by and between Westside Investment Partners, Inc., L.C. Fulenwider, Inc., ACP DIA 1287 Investors, LLC, Colorado International Center Metropolitan District No. 11, HM Metropolitan District No. 2, and Velocity Metropolitan District No. 4, the *Covenants and Agreements Section No. 1* clarifies the Pre-Organization Advances by each District, which can be seen in detail in Exhibit A, and clarifies in *Covenants and Agreements Section No. 2*, the Authority Organizers Advances Reimbursement.

SUMMARY OF FINDINGS

To date, Schedio Group has reviewed a total less retainage of \$37,335,850.64 in soft, indirect, and hard costs associated with the design and construction of improvements. Of the \$37,335,850.64 reviewed, Schedio Group has verified \$44,823.63 as associated with Cost of Issuance, \$80,608.55 as associated

with Organizational Costs, and \$37,141,787.35 as associated with Capital Costs, which are eligible for reimbursement from the Authority to the Developer or for payables by the Authority to Vendors.

Per the 64th Ave. ARI Authority – Engineer’s Report and Verification of Costs Associated with Public Improvements No. 45, prepared by Schedio Group LLC and dated September 3, 2024, Schedio Group had reviewed a total less retainage of \$34,563,291.38 in soft, indirect, and hard costs associated with the design and construction of improvements. Of the \$34,563,291.38 reviewed, Schedio Group had verified \$44,823.63 as associated with Cost of Issuance, \$80,608.55 as associated with Organizational Costs, and \$34,369,228.09 as associated with Capital Costs, which are eligible for reimbursement from the Authority to the Developer or for payables by the Authority to Vendors.

Regarding this Report, Schedio Group has reviewed a total less retainage of \$2,772,559.26 in soft, indirect, and hard costs associated with the design and construction of improvements. Of the \$2,772,559.26 reviewed, Schedio Group verified \$0.00 as associated with Cost of Issuance, \$0.00 as associated with Organizational Costs, and **\$2,772,559.26** as associated with Capital Costs, which are eligible for reimbursement from the Authority to the Developer or for payables by the Authority to Vendors. See Figure 1 – Summary of Verified Soft, Indirect, and Hard Costs Segregated by Service Plan Category and Figure 2 –Summary of Current Verified Costs Segregated by Vendor below for details.

	TOT VER AMT VER NOS 1 - 46	TOT PREV VER AMT VER NOS 1 - 45	TOT CUR VER AMT VER NO 46
SOFT AND INDIRECT COSTS			
Cost of Issuance	\$ 44,823.63	\$ 44,823.63	\$ -
Organizational	\$ 80,608.55	\$ 80,608.55	\$ -
Capital			
Streets	\$ 2,958,188.36	\$ 2,944,843.67	\$ 13,344.69
Water	\$ 405,210.72	\$ 391,866.03	\$ 13,344.69
Sanitary Sewer	\$ 355,941.94	\$ 342,597.25	\$ 13,344.69
Parks and Recreation	\$ 363,304.12	\$ 349,959.43	\$ 13,344.69
TOTAL SOFT AND INDIRECT COSTS -->	\$ 4,208,077.31	\$ 4,154,698.56	\$ 53,378.75
HARD COSTS			
Cost of Issuance	\$ -	\$ -	\$ -
Organizational	\$ -	\$ -	\$ -
Capital			
Streets	\$ 25,188,751.88	\$ 22,702,699.20	\$ 2,486,052.68
Water	\$ 5,278,725.20	\$ 5,127,092.74	\$ 151,632.46
Sanitary Sewer	\$ 1,148,469.67	\$ 1,090,954.27	\$ 57,515.40
Parks and Recreation	\$ 1,443,195.46	\$ 1,419,215.51	\$ 23,979.95
TOTAL HARD COSTS -->	\$ 33,059,142.21	\$ 30,339,961.71	\$ 2,719,180.51
SOFT AND INDIRECT + HARD COSTS			
Cost of Issuance	\$ 44,823.63	\$ 44,823.63	\$ -
Organizational	\$ 80,608.55	\$ 80,608.55	\$ -
Capital			
Streets	\$ 28,146,940.24	\$ 25,647,542.87	\$ 2,499,397.37
Water	\$ 5,683,935.92	\$ 5,518,958.77	\$ 164,977.15
Sanitary Sewer	\$ 1,504,411.61	\$ 1,433,551.52	\$ 70,860.09
Parks and Recreation	\$ 1,806,499.58	\$ 1,769,174.94	\$ 37,324.64
TOTAL COST OF ISSUANCE -->	\$ 44,823.63	\$ 44,823.63	\$ -
TOTAL ORGANIZATIONAL COSTS -->	\$ 80,608.55	\$ 80,608.55	\$ -
TOTAL CAPITAL COSTS-->	\$ 37,141,787.35	\$ 34,369,228.10	\$ 2,772,559.26
TOTAL SOFT AND INDIRECT + HARD COSTS -->	\$ 37,267,219.53	\$ 34,494,660.28	\$ 2,772,559.26

Figure 1 - Summary of Verified Soft, Indirect, and Hard Costs Segregated by Service Plan Category

CURRENT AMT VERIFIED VERIFICATION NO 46	
AUTHORITY TO PAY	
American Civil Constructors	\$ 7,531.13
American Civil Constructors - Final Retainage Release	\$ 825,179.85
Schedio Group	\$ 2,128.75
SEMA Construction	\$ 1,886,469.53
Silverbluff Companies	\$ 51,250.00
TOTAL SOFT AND INDIRECT + HARD COSTS -->	\$ 2,772,559.26

Figure 2 – Summary of Current Verified Costs Segregated by Vendor

DETERMINATION OF PUBLIC PRORATION PERCENTAGE

Schedio Group has verified costs considered in this Report as 100% associated with the design and construction of Public Improvements.

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

Schedio Group did not verify payments for **\$2,772,559.26** in costs associated with Public Improvements, as the Authority will pay vendors subsequent to this Report.

VERIFICATION OF CONSTRUCTION

Schedio Group performed a site visit on September 17, 2024. American Civil Constructors Pay Application No. 23, dated August 8, 2024, and SEMA Construction Pay Application No. 10, dated August 25, 2024 reasonably represents work completed through August of 2024. The constructed Public Improvements appear to be in general conformance with the construction drawings. See *Exhibit B – Summary of Documents Reviewed*. Photos and Construction Progress Maps are available from Schedio Group upon request.

SPECIAL CIRCUMSTANCES AND NOTABLE METHODOLOGIES

None.

ENGINEER’S VERIFICATION

Timothy A. McCarthy, P.E. / Schedio Group LLC (the “Independent Consulting Engineer”) states as follows:

This Engineer’s Verification is associated with the attached Engineer’s Report dated September 30, 2024.

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 Public Improvements of similar type and function as those described in the attached Engineer’s Report.

The Independent Consulting Engineer has reviewed available 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 performed a site visit on September 17, 2024. Public Improvements considered in the attached Engineer’s Report appear to have been constructed in general accordance with the approved construction drawings.

The Independent Consulting Engineer finds and determines that costs associated with Public Improvements considered in the attached Engineer’s Report, from August 8, 2024 (date of American Civil Constructors Pay Application No. 22), through September 10, 2024 (date of Silverbluff Companies Invoice No. 200532), are reasonably valued at **\$2,772,559.26**.

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.

Therefore, the Independent Consulting Engineer recommends that 64th Ave. ARI Authority make payments to vendors in the amounts listed below:

American Civil Constructors	payment in the amount of	\$	832,710.98
Schedio Group	payment in the amount of	\$	2,128.75
SEMA Construction	payment in the amount of	\$	1,886,469.53
Silverbluff Companies	payment in the amount of	\$	51,250.00
		\$	2,772,559.26



September 30, 2024

Timothy A. McCarthy, P.E. | Colorado License No. 44349

EXHIBIT A

SUMMARY OF COSTS REVIEWED

EXHIBIT B

SUMMARY OF DOCUMENTS REVIEWED

SUMMARY OF DOCUMENTS REVIEWED

DISTRICT AGREEMENTS

- Amended and Restated 64th Ave. ARI Authority Establishment Agreement, by and among Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10, and 11, HM Metropolitan District No. 2, Velocity Metropolitan District Nos. 4, 5, and 6, effective July 28, 2020
- Cost Sharing and Reimbursement Agreement by and between Westside Investment Partners, Inc., L.C. Fulenwider, Inc., ACP DIA 1287 Investors, LLC, Colorado International Center Metropolitan District No. 11, HM Metropolitan District No. 2, and Velocity Metropolitan District No. 4, effective April 7, 2020
- Facilities Funding and Reimbursement Agreement by and between 64th Ave. ARI Authority, ACP DIA 1287 Investors, LLC, and Velocity Metropolitan District Nos. 4, 5, and 6, effective July 28, 2020
- Intergovernmental Facilities Funding and Reimbursement Agreement by and between 64th Ave. ARI Authority, L.C. Fulenwider, Inc., and the HM Metropolitan District No. 2, effective July 28, 2020
- Amended and Restated Intergovernmental Facilities Funding and Reimbursement Agreement by and between 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10, and 11, effective July 28, 2020
- Intergovernmental Facilities Funding and Reimbursement Agreement – Districts Funding Deposit and Project Budget Shortfall by and between 64th Ave. ARI Authority, L.C. Fulenwider, Inc., and the HM Metropolitan District No. 2, effective October 7, 2020
- Intergovernmental Facilities Funding and Reimbursement Agreement – Districts Funding Deposit and Project Budget Shortfall by and between 64th Ave. ARI Authority, Westside Investment Partners, Inc., and Colorado International Center Metropolitan District Nos. 6, 7, 8, 9, 10, and 11, effective October 7, 2020
- Intergovernmental Facilities Funding and Reimbursement Agreement – Pre-Bond Construction Projects, by and between the 64th Ave. ARI Authority, L.C. Fulenwider, Inc., and the HM Metropolitan District No. 2, effective October 7, 2020

PROFESSIONAL REPORTS

- Market and Fiscal Impact Analysis, prepared by THK Associates, Inc., dated October 1, 2019
- Preliminary Geotechnical Evaluation and Pavement Sections 64th Avenue Extension Study, prepared by Ground Engineering, dated November 4, 2019
- Stormwater Management Plan for 64th Avenue Extension, prepared by Martin/Martin, Inc., dated March 6, 2020
- East 64th Avenue Extension Final Drainage Report E-470 to Jackson Gap Street, Aurora, Colorado, prepared by Martin/Martin, Inc., dated March 6, 2020

LAND SURVEY DRAWINGS

- East 64th Avenue Subdivision Filing No. 1, Plat, prepared by Martin/Martin, Inc., dated December 1, 2020

CONSTRUCTION DRAWINGS

- 64th Avenue Extension Infrastructure Site Plan (E-470 to Jackson Gap), prepared by Martin/Martin, Inc., last revision dated February 28, 2020
- 64th Avenue Extension Construction Documents, prepared by Martin/Martin, Inc., last revision dated March 6, 2020

VENDOR CONTRACTS

- AE Design, Inc., Proposal for Professional Services to provide Electrical Engineering, Lighting Design and Construction Administration for 64th Avenue between E-470 and Jackson Gap, dated April 22, 2019
- AE Design, Inc., Proposal for Professional Services to provide Electrical Engineering, Lighting Design and Construction Administration for a new segment of Liverpool Street, dated April 22, 2019
- AE Design, Inc., Proposal for Professional Services to provide Electrical Engineering, Lighting Design and Construction Administration for a new segment of Denali Street, dated April 23, 2019
- American Civil Constructors, Contract for 64th Avenue Infrastructure – Gun Club to Jackson Gap, dated December 23, 2020
- Ecological Resource Consultants, Inc., Preliminary and Final Design Geomorphologic and Riparian Assistance – Possum Gully, dated April 7, 2020
- Ground Engineering Consultants, Inc., Proposal for Professional Services to provide Geotechnical Subsurface Exploration Program, 64th Avenue Culvert Improvements, executed February 20, 2020
- Ground Engineering Consultants, Inc., Proposal for Professional Services to provide Limited Geotechnical Subsurface Exploration Program, East 64th Avenue Pipeline – E-470 Crossing, executed May 26, 2020
- Ground Engineering Consultants, Inc., Proposal for Professional Services to provide Limited Geotechnical Subsurface Exploration Program, 64th Avenue Extension Study, executed September 5, 2019
- Ground Engineering Consultants, Inc., Proposal for Professional Services to provide Limited Geotechnical Subsurface Exploration Program, Liverpool Street Extension Study, executed October 29, 2019
- Martin/Martin, Inc., Proposed Agreement for Professional Services to provide Civil Engineering services for High Point Boulevard, Himalaya Street, and Liverpool Extensions, dated January 31, 2019

- Martin/Martin, Inc., Proposed Agreement for Professional Services to provide 64th Ave. Extension, Concept Studies of Mass Grading, Possum Gully Channel, Regional Detention Pond PGO, dated March 20, 2019
- Martin/Martin, Inc., Proposed Agreement for Professional Services to provide Aerial Mapping for 64th Ave. Extension, dated March 22, 2019
- Martin/Martin, Inc., Proposed Agreement for additional Services to provide E470 24" Water Line Crossing Plans, Easement/Agreement Exhibits, and Construction Administration, dated November 1, 2019
- Martin/Martin, Inc., Proposed Agreement for Professional Services to provide Civil Engineering services for Possum Gully Channel, Regional Pond PGO and 66th Ave. Roadway, dated March 5, 2020, revised April 10, 2020
- Martin/Martin, Inc., Agreement Regarding Consent to Assignment of Contracts for Civil Engineering Professional Services, dated March 3, 2021
- Native Sun Construction, Contract for E-470 Waterline Project, dated November 10, 2020
- Norris Design, Inc., Proposal for Professional Services to prepare an Infrastructure Site Plan (ISP), dated March 18, 2019
- Norris Design, Inc., Proposal for Professional Services to prepare an Infrastructure Site Plan (ISP) 64th Avenue/ Tibet to Jackson Gap, dated April 10, 2019
- Norris Design, Inc., Proposal for Professional Services to prepare an Infrastructure Site Plan (ISP) DeGaulle Street (Denali Street), dated October 28, 2019
- Norris Design, Inc., Proposal for Professional Services to prepare an Infrastructure Site Plan (ISP) 64th Avenue/ Tibet to Jackson Gap, Additional Services, dated March 18, 2020
- Norris Design, Inc., Proposal for Professional Services to prepare an Infrastructure Site Plan (ISP) Possum Gully Channel, dated April 20, 2020
- Norris Design, Inc., Proposal for Professional Services to prepare an Infrastructure Site Plan (ISP) Pinon Pond, dated September 11, 2020
- Sema Precast, Contract for 64th Ave Reinforced Concrete Box Culvert Fabrication, dated October 28, 2020
- Silverbluff Companies, Inc., Service Agreement for Construction Management Services, effective July 28, 2020
- SWCA Environmental Consultants, Proposal for Professional Services to provide an Evaluation of Potential Endangered Species Act Considerations, 2nd Creek Drainageway Improvements at the Harvest Mile Project, dated August 19, 2019
- SWCA Environmental Consultants, Proposal for Professional Services to provide an Approved Jurisdictional Determination for Possum Gully and Cottontail Run, dated February 18, 2020
- T2 UES, Inc., Service Agreement for Utility Engineering for Denali Street, dated July 3, 2020
- T2 UES, Inc., Service Agreement for High Point Test Holes – E470, undated

- T2 UES, Inc., Service Agreement for Utility Engineering for 64th Avenue – E470, East Extension, executed August 6, 2020
- THK Associates, Inc., Proposal for Professional Services to provide Market and Absorption Analysis, dated June 7, 2019

CONSULTANT INVOICES

- See *Exhibit A - Summary of Costs Reviewed*

CONTRACTOR PAY APPLICATIONS

- American Civil Constructors, Pay Application Nos. 1 - 23, dated February 26, 2021 through August 8, 2024
- Dynalectric, Pay Application Nos. 1 - 11, dated October 25, 2021 through November 30, 2022
- Native Sun Construction, Pay Application Nos. 1 - 7, dated December 23, 2020 through July 31, 2021
- Powell Restoration, Pay Application Nos. 1-8, dated May 30, 2023 through April 1, 2024
- SEMA Construction, Pay Application No. 1-10, dated November 28, 2023 through August 25, 2024

INITIAL ACCEPTANCE DOCUMENTS

- Aurora Water Notice of Initial Acceptance, 64th Avenue Extension 21-011SS, 116 LF – 36” RCP, 1048 LF – 30” RCP, 1148 LF – 24” RCP, 368 LF – 18” RCP, 456 LF – 38”x60” HERCP, 79 LF – 24”x38” HERCP, 212 LF – 7’x10’ RCBC, 212 LF – 8’x10’ RCBC, dated December 1, 2022
- Aurora Water Notice of Initial Acceptance, 64th Avenue Extension 21-017W, 88 LF – 24” DIP, 286 LF – 6” DIP, 962 LF – 12” PVC, 2905 LF – 245” PVC, dated December 2, 2022
- Aurora Water Notice of Initial Acceptance, 64th Avenue Extension 21-033W REV 01, dated May 3, 2021
- Aurora Water Notice of Initial Acceptance, 64th Avenue Extension 21-033W, 54 LF – 6” DIP, 149 LF – 8” PVC, 85 LF – 24” PVC, dated April 29, 2021
- Aurora Water Notice of Initial Acceptance, 64th Avenue Extension 21-057SS, 87 LF – 30” RCP, 1440 LF – 24” RCP, 383 LF – 18” RCP, 404 LF – 8’x5’ RCBC, 202 LF – 8’x6’ RCBS, 172 LF – 7’x10’ RCBC, 172 LF – 8’x10’ RCBC, dated December 2, 2022
- Aurora Water Notice of Initial Acceptance, 64th Avenue Extension 21-057W, 45 LF – 24” DIP, 4668 LF – 24” PVC, 429 LF – 6” DIP, 330 LF – 12” PVC, 310 LF – 8” PVC, Formerly part of 21-017W, dated April 1, 2022
- Aurora Water Notice of Initial Acceptance, 64th Avenue Extension P21-009SS, 80 LF – 54” RCP, 818 LF – 48” RCP, 751 LF – 36” RCP, 257 LF – 18” RCP, 12” RCP, dated December 2, 2022

- City of Aurora Notice of Initial Acceptance, 64th Avenue Acceptance, Concrete Flatwork – Curb and Gutter=13,171 LF, Sidewalk=6,419 LF, Median Cover=12,611 SF, Handicap Ramps=48, dated August 18, 2022

FINAL ACCEPTANCE DOCUMENTS

- City of Aurora Notice of Final Acceptance, 64th Avenue Extension, Asphalt Paving – 271,131 SF on E. 64th Ave between Future Gun Club Road and Denali Street, dated June 25, 2024
- City of Aurora Notice of Final Acceptance, 64th Avenue Extension, Asphalt Paving – 321,480 SF, dated June 25, 2024