

**NOTICE OF SPECIAL MEETING OF
THE AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT**

NOTICE IS HEREBY GIVEN that the Board of Directors (the “Board”) of the Aerotropolis Area Coordinating Metropolitan District (the “District”), in the City of Aurora, Adams County, Colorado, will conduct a special meeting on Wednesday, December 23, 2020 at 11:00 a.m. at the Information Center, 3900 E. 470 Beltway, Aurora, CO 80019. There will be one person in attendance at the referenced physical meeting location.

DUE TO CONCERNS REGARDING THE SPREAD OF THE CORONAVIRUS (COVID-19) AND THE BENEFITS TO THE CONTROL OF THE SPREAD OF THE VIRUS BY LIMITING IN-PERSON CONTACT, THE AUTHORITY BOARD MEETING WILL BE HELD BY VIDEO ENABLED WEB CONFERENCE. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE JOIN THE VIDEO ENABLED WEB CONFERENCE VIA MICROSOFT TEAMS AT:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_YjNiMWM2YzUtOWQ5YS00MTY4LWE4MzUtMTZkNzE4YThkYmM2%40thead.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%2278e91a46-bdcc-4fe5-980c-8ff3dcc70755%22%7d

Or dial in: 1-720-547-5281

Phone Conference ID: 228 085 193#

The District will take up such business as may be before the Board, including the items listed on the attached Agenda. The meeting is open to the public, and members of the public are encouraged to participate by video enabled web conference.

This notice is given by order of the Board.

AEROTROPOLIS AREA COORDINATING METROPOLITAN
DISTRICT

By: /s/ Matt Hopper
President of the District

I, Kathy Suazo, hereby certify that a copy of the foregoing Notice of Special Meeting was posted on the authority website at least 24 hours prior to the meeting.

Kathy Suazo

**AEROTROPOLIS AREA COORDINATING METROPOLITAN DISTRICT
("DISTRICT")**

8390 East Crescent Parkway, Suite 300

Greenwood Village, CO 80111

Phone: 303-779-5710

NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Matt Hopper	President	2022/May 2022
Carla Ferreira	Vice President	2022/May 2022
Michael Sheldon	Treasurer	2023/May 2023
Cynthia (Cindy) Shearon	Assistant Secretary	2023/May 2023
VACANT	Assistant Secretary	2022/May 2022
VACANT	Assistant Secretary	2023/May 2023
VACANT	Assistant Secretary	2023/May 2023
Denise Denslow	Secretary	N/A

DATE: December 23, 2020

TIME: 11:00 A.M.

**PLACE: Information Center
3900 E. 470 Beltway
Aurora, CO 80019**

THERE WILL BE ONE PERSON PRESENT AT THE ABOVE-REFERENCED PHYSICAL LOCATION.

DUE TO CONCERNS REGARDING THE SPREAD OF THE CORONAVIRUS (COVID-19) AND THE BENEFITS TO THE CONTROL OF THE SPREAD OF THE VIRUS BY LIMITING IN-PERSON CONTACT, THIS DISTRICT BOARD MEETING WILL BE HELD BY VIDEO ENABLED WEB CONFERENCE. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE JOIN THE VIDEO ENABLED WEB CONFERENCE VIA MICROSOFT TEAMS AT:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_YjNiMWM2YzUtOWQ5YS00MTY4LWE4MzUtMTZkNzE4YThkYmM2%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%2278e91a46-bdcc-4fe5-980c-8ff3dcc70755%22%7d

Or dial in: 1-720-547-5281

Phone Conference ID: 228 085 193#

I. ADMINISTRATIVE MATTERS

A. Present disclosures of potential conflicts of interest.

- B. Confirm Quorum, location of meeting and posting of meeting notices. Approve Agenda.
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- C. Public Comment. Members of the public may express their views to the Board on matters that affect the District that are otherwise not on the agenda. Comments will be limited to three (3) minutes per person.
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II. CONSENT AGENDA

Consent Agenda – These items are considered to be routine and will be ratified by one motion. There will be no separate discussion of these items unless a board member so requests; in which event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.

- A. Approval of August 24, 2020, September 28, 2020, October 26, 2020 and November 23, 2020 special meeting minutes (enclosure).
- B. Ratify approval of **Change Order No. 04** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Stabilize Subgrade) in the amount of \$42,773.92.
- C. Ratify approval of **Change Order No. 12** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (E-470 Box Culvert Revisions) in the amount of \$294,759.36.
- D. Ratify approval of **Change Order No. 14** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Grading for Erosion Control - Tributary Roadways) in the amount of \$138,677.00.
- E. Ratify approval of **Change Order No. 15** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Topsoil Relocation) in the amount of \$170,460.00.
- F. Ratify approval of **Change Order No. 16** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Grading for Erosion Control – 42 Ave East and NS Collector Roadways) in the amount of \$13,251.00.
- G. Ratify approval of **Change Order No. 17** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Grading for Erosion Control – Denali Blvd north of the Parkway) in the amount of \$59,171.00.
- H. Ratify approval of **Change Order No. 18** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Berm Relocation) in the amount of \$25,887.00.
- I. Ratify approval of **Change Order No. 19** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and

Main St P3 (Grading for Erosion Control – 42nd Ave west of Denali) in the amount of \$55,724.00.

- J. Ratify approval of **Change Order No. 20** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Main St P2 Grading) in the amount of \$59,711.00.
- K. Ratify approval of **Change Order No. 21** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Yard Relocation & Temporary Road) in the amount of \$1,264,211.38.
- L. Ratify approval of **Change Order No. 22** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (EB Parkway Bridge Revisions) in the amount of \$13,533.10.
- M. Ratify approval of **Change Order No. 23** to Construction Agreement by and between the District and **JHL Constructors, Inc.** for Trib T Aurora Pkwy P3 and Main St P3 (Additional Excavation) in the amount of \$2,980.00.

III. LEGAL MATTERS

None.

IV. FINANCIAL MATTERS

- A. Discuss status of Lender funding requests and consider approval of payment of claims for operating costs, in the amount of \$48,199.34 (numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting) (enclosed).

- B. Review and accept schedule of unaudited financial statements dated October 31, 2020 (to be distributed) and cash position report dated October 31, 2020, updated as of December 16, 2020 (enclosure).

- C. Discuss and consider approval of 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. 30) Engineer’s Report and Verification of Costs No. 7 prepared by Schedio Group LLC (enclosure).
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- D. Discuss and consider approval of recommendation to CAB for acceptance of the CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements / In-Tract Improvements (Draw Nos. 1-30 The Aurora Highlands Filing Nos. 01 and 02) Engineer’s Report and Verification of Costs No. 1 prepared by Schedio Group LLC (enclosure).
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- E. Discuss and consider approval of recommendation to CAB for acceptance of the CAB and the District Engineer’s Report Concerning Acceptance of In-Tract Public Improvements No. 1 (The Aurora Highlands Filing No. 1) (to be distributed).
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V. CAPITAL PROJECTS

- A. Discuss and consider approval of Draw Request No. 30, in the total amount of \$7,574,236.29*, prepared by the District’s accountant (to be distributed- Draw Request No. 30 Summary and list of draw checks):

CAB (A Bonds)	\$ 5,912,169.03
CAB (B Bonds)	\$ 6,356.42
ARTA	\$ 1,615,562.26
ATEC	\$ 39,670.00
Developer	<u>\$ 478.58</u>
Total:	<u>\$*7,574,236.29</u>

- B. Discuss and consider approval of Draw related to B Bond issuance in the total amount of \$5,403,732.81*.
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* Numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting.

Capital Projects:

- C. Presentation from AECOM Technical Services, Inc. (“AECOM”) regarding CMAR Bid response and recommendation for award.
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1. Discuss and consider Lender Commitment to fund and approval of **Notice of Award of Construction Contract** for Construction Management Services to **JHL Constructors, Inc.**, and authorization of execution of Notice to Proceed, subject to approval of the Construction Committee (to be distributed).
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- D. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 18** to the **Master Service Agreement (“MSA”)** by and between the District and **AECOM** for Program Management, Design and Construction Services for Interim Program Management in an amount to be determined, subject to approval of the Construction Committee.
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- E. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 02** to the Construction Agreement by and between the District and **Aggregate Industries – WCR, Inc.** for 42nd Ave. P2 NS Collector (Permit Fee Reimbursement), in the amount of \$46,288.19, subject to approval of the Construction Committee.
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- F. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 03** to Construction Agreement by and between the District and **Aggregate Industries – WCR, Inc.** 42nd Ave. P2 NS Collector (Additional Work to Excavate Subgrade), in the amount of \$3,640.00, subject to approval of the Construction Committee.
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- G. Discuss and consider Lender Commitment to fund and approval of **MSA** for Landscape Services by and between the District and **American Civil Constructors, LLC**, subject to approval of the Construction Committee.
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- H. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 01** to **MSA** for Landscape Services by and between the District and **American Civil Constructors, LLC** for Triangle Park/JHL Yard/Gas Line Area in the amount of \$223,809.20, subject to approval of the Construction Committee.
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- I. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 02** to **MSA** for Landscape Services by and between the District and **American Civil Constructors, LLC** for Trail Area in the amount of \$56,600.00, subject to approval of the Construction Committee.
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- J. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 01** to Construction Agreement by and between the District and **Concrete Curb & Paving, LLC** for 42nd P2 NS Collector Parkway (Winter Weather Protection) in the amount of \$15,951.82, subject to approval of the Construction Committee.
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- K. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 01 to Task Order No. 02** to **MSA** for Architecture, MEP and Structural Engineering Services by and between the District and **EV Studio, LLC**, for Interior Monument Design Only in the amount of \$43,450.00, subject to approval of the Construction Committee.
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- L. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 02 to Task Order No. 02** to **MSA** for Architecture, MEP and Structural Engineering Services by and between the District and **EV Studio, LLC**, for Interior Monument Design Only in the amount of \$98,800.00, subject to approval of the Construction Committee.
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- M. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 03 to Task Order No. 02** to MSA for Architecture, MEP and Structural Engineering Services by and between the District and **EV Studio, LLC**, for Interior Monument Design Only in the amount of \$16,300.00, subject to approval of the Construction Committee.
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- N. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 10** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for Main Street P1-2, 42nd Ave P1 & Aura Blvd P1 (Sawcut, Remove & Stockpile Asphalt/Grading for Handicap Ramps) in the amount of \$4,600.00, subject to approval of the Construction Committee.
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- O. Discuss and consider approval of **Change Order No. 11** to Construction Agreement by and between the District and **Iron Woman Construction and Environmental Services, LLC** for Main Street P1-2, 42nd Ave P1 & Aura Blvd P1 (Delete All Splash Block at Main St P1-2) in the deductive amount of (\$100,076.15), subject to approval of the Construction Committee.
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- P. Discuss and consider Lender Commitment to fund and approval of **MSA** for Logo Design Services by and between the District and **The J. Cohn Marketing Group, Inc.**, subject to approval of the Construction Committee.
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- Q. Discuss and consider Lender Commitment to fund and approval of **Task Order No. 01** to MSA for Logo Design Services by and between the District and **The J. Cohn Marketing Group, Inc.** for Logo Design in the amount of \$2,000.00, subject to approval of the Construction Committee.
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- R. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 22** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Modifications to EB Parkway Bridge Rev. 3.1) in the amount of \$13,533.10, subject to approval of the Construction Committee.
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- S. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 23** to Construction Agreement by and between the District and **JHL Constructors, Inc.**, for Trib T Aurora Pkwy P3 and Main St P3 (Additional Excavation) in the amount of \$2,980.90, subject to approval of the Construction Committee.
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- T. Discuss and consider Lender Commitment to fund and approval of **Task Order to MSA** for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for Infrastructure Site Plan 01 - Buffer Area and CIG Plan Changes, in the amount of \$58,000.00, subject to approval of the Construction Committee.
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- U. Discuss and consider Lender Commitment to fund and approval of **Task Order to MSA** for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for On Call Services, in the amount of \$100,000.00, subject to approval of the Construction Committee.
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- V. Discuss and consider Lender Commitment to fund and approval of **Task Order to MSA** for Planning and Landscape Architecture Services by and between the District and **Norris Design, Inc.** for E-470 Interchange Development Assistance, in the amount of \$131,250, subject to approval of the Construction Committee.
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- W. Discuss and consider approval of **Termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for Main St P1, subject to approval of the Construction Committee.
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- X. Discuss and consider approval of **Termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for 42nd P2, NS Collector, Pkwy Waterline, subject to approval of the Construction Committee.
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- Y. Discuss and consider approval of **Termination of Construction Agreement** by and between the District and **Pase Contracting, Inc. - Colorado** for Main St P3 Trib T Grading and EC, subject to approval of the Construction Committee.
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- Z. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 03** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Community Markers (Additional Seed and Mulch), in the amount of \$4,300.00, subject to approval of the Construction Committee.
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- AA. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 07** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 42nd Ave P2 NS Collector EWEC (Ongoing Erosion Control Management – Trib T) in the amount of \$51,500.00, subject to approval of the Construction Committee.
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- BB. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 09** to Construction Agreement and between the District and **Stormwater Risk Management, LLC** for 38th Place & 38th Avenue EWEC (Concrete Washout; Extend Maintenance through July 1, 2021; and Sediment Log) in the amount of \$24,555.00, subject to approval of the Construction Committee.
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- CC. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 10** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for 38th Place & 38th Avenue EWEC (Tracking Pads – 12’ Culvert) in the amount of \$2,148.00, subject to approval of the Construction Committee.
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- DD. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 10** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Main Street P1-2, 42nd & Aura Blvd P1 (Additional Rough Cut Street Controls), in the amount of \$1,115.00, subject to approval of the Construction Committee.
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- EE. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 11** to Construction Agreement by and between the District and **Stormwater Risk Management, LLC** for Main St P1-2, 42nd & Aura Blvd P1 (Ongoing Erosion Control Management – Main Street P1), in the amount of \$51,500.00, subject to approval of the Construction Committee.
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- FF. Discuss and consider approval of **Change Order No. 14** to Construction Agreement by and between the District and **Wagner Construction, Inc. - Colorado** for Main St P1 Utilities (Delete Scope of Work No Longer Needed), in the deductive amount of (\$171,475.00), subject to approval of the Construction Committee.
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- GG. Presentation by AECOM regarding current status of construction and proposed design and construction for 2021.
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VI. ARTA MATTERS

VII. EXECUTIVE SESSION

- A. Convene in executive session pursuant to Section 24-6-402(4)(e)(I), C.R.S., to discuss matters that may be subject to negotiations; developing strategy for negotiations; and instructing negotiators and receive legal advice regarding same.
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VIII. OTHER BUSINESS

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IX. ADJOURNMENT

THE NEXT REGULAR MEETING IS SCHEDULED FOR JANUARY 25, 2021.