

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE 64TH AVE. ARI AUTHORITY (“AUTHORITY”) HELD JANUARY 5, 2022

A Special Meeting of the Board of Directors of the 64th Ave. ARI Authority (referred to hereafter as the “Board”) was convened on Wednesday, the 5th day of January, 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. 6-11) (via Zoom)
Rick Wells (HM MD No. 2) (via Zoom)
Chris Fellows (Velocity MD Nos 4-6) (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)

Mark Witkiewicz; Westside Investment Partners, 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 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

RECORD OF PROCEEDINGS

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 Smith, seconded by Director Wells and, upon vote, unanimously carried, the Agenda was approved, as amended.

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the December 1, 2021 Special Meeting.
- Ratify approval of Xcel Energy Customer Information Packet.

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

PUBLIC COMMENT

Public Comment: There were no public comments.

FINANCIAL MATTERS

Claims: Ms. Finn reviewed with the Board the list of claims to be approved for the period ending January 5, 2022, in the amount of \$1,629,520.45.

Following discussion, upon motion duly made by Director Wells, seconded by Director Smith and, upon vote unanimously carried, the Board approved the payment of claims for the period ending January 5, 2022, in the amount of \$1,629,520.45.

The Board also discussed an additional invoice from SEMA Precast for reinforced concrete box culvert fabrication, in the amount of \$212,974.20.

Following discussion, upon motion duly made by Director Wells, seconded by Director Smith and, upon vote unanimously carried, the Board approved the payment of the additional invoice from SEMA Precast for reinforced concrete box culvert fabrication, in the amount of \$212,974.20, subject to verification by Schedio Group LLC.

Cash Position Statement: Ms. Wheeler reviewed with the Board the cash position statement dated December 20, 2021.

RECORD OF PROCEEDINGS

Following review, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, unanimously carried, the Board accepted the cash position statement dated December 20, 2021.

Accountant's Certification of Soft, Indirect and Hard Costs incurred as Project Related Expenses (included in Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 15, dated December 17, 2021):

Ms. Wheeler reviewed with the Board the Accountant's Certification of Costs incurred as Project Related Expenses in the amount of \$1,623,043.45 in soft, indirect and hard costs (included in Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 15, dated December 17, 2021) and \$40.00 in legal fees.

Following discussion, upon motion duly made by Director Wells, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the Accountant's Certification, in the amount of \$1,623,043.45 for public improvement costs, and \$40.00 in legal fees.

Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 15, dated November 15, 2021, prepared by Schedio Group LLC:

The Board reviewed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 15, dated December 17, 2021, prepared by Schedio Group LLC, in the amount of \$1,623,043.45 ("Report No. 15").

Following discussion, upon motion duly made by Director Wells, seconded by Director Smith and, upon vote, unanimously carried, the Board approved Report No. 15, in the amount of \$1,623,043.45.

Project Fund Requisition No. 15: Ms. Wheeler reviewed with the Board Project Fund Requisition No. 15 to be submitted to the Series 2020 Bond Trustee requesting \$1,623,083.45 for payment of project related expenses.

Following discussion, upon motion duly made by Director Wells, seconded by Director Smith and, upon vote, unanimously carried, the Board approved Project Fund Requisition No. 15, in the amount of \$1,623,083.45.

Following additional discussion, upon motion duly made by Director Wells, seconded by Director Smith and, upon vote, unanimously carried, the Board approved Requisition No. 16 for the payment to SEMA Precast, in the amount of \$212,974.20, subject to review by Schedio Group LLC.

**LEGAL
MATTERS**

The Board requested that Attorney Montague follow-up with District Counsel for an update on the status of the investigation by American Civil Constructors, LLC

RECORD OF PROCEEDINGS

regarding the fatality that occurred at the Project on August 23, 2021. Attorney Montague will update the Board as to the status at the next Board meeting.

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 Project is completed from Gun Club Road to Denali Street and the water line is being tested from Denali Street to Harvest Road. He also noted he is meeting with ACC Mountain West concerning the construction schedule.

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

Xcel Energy's ("Xcel") Boring Project: Mr. Laudick and Director Wells noted that there are still two invoices from Xcel remaining to be paid. One will be paid by ACC Mountain West, and they will be meeting with Xcel regarding discounting the second outstanding invoice.

64th Ave. and Denali Street Lighting Package Project (Dynalectric Company, Inc.): Mr. Laudick reported to the Board that the underground work has been completed to Denali Street and the Contractor is waiting on delivery of light poles.

Change Order: The Board determined that there were no change orders to acknowledge at this time.

64th Interchange Project ("Project"): Mr. Laudick noted he has received the 30% drawings and the Contractor is preparing cost estimates for the Project which he will verify. He also noted he is working with the City of Aurora regarding width requirements for the sidewalks along the bridge.

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

RECORD OF PROCEEDINGS

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting