

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE 64TH AVE. ARI AUTHORITY (“AUTHORITY”) HELD FEBRUARY 2, 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 2nd day of February, 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)

Blake Fulenwider; 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 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

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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 Smith and, upon vote, unanimously carried, the Agenda was approved, as presented.

CONSENT AGENDA

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the January 5, 2022 Regular Meeting.

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 action.

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 February 2, 2022, in the amount of \$986,337.27.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Smith and, upon vote unanimously carried, the Board approved the payment of claims for the period ending February 2, 2022, in the amount of \$986,337.27.

Unaudited Financial Statements: Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending December 31, 2021.

Following review and discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 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. 16, dated January 15, 2022): Ms. Wheeler reviewed with the Board the Accountant's Certification of Costs

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incurred as Project Related Expenses in the amount of \$1,196,282.04 in soft, indirect and hard costs (included in Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 16, dated January 15, 2022) and \$130.00 in legal fees.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, unanimously carried, the Board approved the Accountant's Certification, in the amount of \$1,196,282.04 for public improvement costs, and \$130.00 in legal fees.

Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 16, dated January 15, 2022, prepared by Schedio Group LLC: The Board reviewed the Engineer's Report and Verification of Costs Associated with Public Improvements Report No. 16, dated January 15, 2022, prepared by Schedio Group LLC, in the amount of \$1,196,282.04 ("Report No. 16").

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells and, upon vote, unanimously carried, the Board approved Report No. 16, in the amount of \$1,196,282.04.

Project Fund Requisition No. 17: Ms. Wheeler reviewed with the Board Project Fund Requisition No. 17 to be submitted to the Series 2020 Bond Trustee requesting \$983,437.84 for payment of project related expenses.

Following discussion, upon motion duly made by Director Fellows, seconded by Director Wells, upon vote, unanimously carried, the Board approved Project Fund Requisition No. 17, in the amount of \$983,437.84.

LEGAL MATTERS

Investigation by American Civil Constructors LLC, d/b/a ACC Mountain West, regarding August 23, 2021 Fatality at Project Site: Attorney Montague provided an update concerning the ongoing investigation of the fatality at the project site. Following discussion, the Board directed Attorney Montague to continue to follow up on the status of the investigation and provide quarterly updates.

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 he has accepted a new construction schedule, and the Project is expected to be completed in June 2022. He also noted the hydrants are being tested and line treatment is scheduled in March.

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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: The Board entered into discussion regarding payments to Xcel Energy and confirmed the authorization at the January 5, 2022 Board meeting to pay Xcel's invoice in the amount of \$173,622.94. Director Wells noted that once Xcel receives that payment, he will continue negotiations with Xcel concerning the third and last outstanding invoice.

64th Ave. and Denali Street Lighting Package Project (Dynalectric Company, Inc.): Mr. Laudick reported the street lighting is in place between Gun Club Road and Denali. He also noted he is waiting on the design plans for the transformers from Xcel Energy.

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

64th Interchange Project ("Project"): Mr. Laudick noted he is working with the City of Aurora and the E470 Authority on a temporary connection point at Gun Club Road for construction traffic. He also noted final drawings are expected to be completed by November 2022.

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 Smith and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting