

**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: October 21, 2021**  
**TIME: 1:00 P.M.**  
**PLACE: Information Center**  
**3900 E. 470 Beltway**  
**Aurora, CO 80019**

**THERE WILL BE AT LEAST ONE PERSON PRESENT AT THE ABOVE-REFERENCED PHYSICAL LOCATION. THIS DISTRICT BOARD MEETING WILL ALSO BE ACCESSIBLE BY VIDEO ENABLED WEB CONFERENCE. IF YOU WOULD LIKE TO ATTEND THIS MEETING, PLEASE JOIN THE VIDEO ENABLED WEB CONFERENCE VIA ZOOM AT:**

Join Zoom Meeting

<https://us06web.zoom.us/j/84947546225?pwd=Wlg2NINqOFFrVmduUTNuUElMWEtidz09>

Meeting ID: 849 4754 6225

Passcode: 874942

One tap mobile

1-720-707-2699

**I. ADMINISTRATIVE MATTERS**

A. Present disclosures of potential conflicts of interest.

- B. Confirm Quorum, location of meeting and posting of meeting notices. Approve Agenda.
- 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.

## 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. Review and consider approval of September 16, 2021 and September 20, 2021 special meeting minutes (enclosure).

## III. LEGAL MATTERS

- A. Discuss status of proposed Terms for Cooperative Agreement Regarding Construction of The Aurora Highlands Parkway by and between Aerotropolis Regional Transportation Authority (“ARTA”), the District and East Cherry Creek Valley Water & Sanitation District and authorize execution of same.
  - 1. If necessary, convene in executive session pursuant to Section 24-6-402(4)(e), 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.
- B. Discuss and consider approval of Amended and Restated Inclusion Agreement (Aurora Highlands, LLC / GVR King LLC / GVRE 470 LLC / Green Valley East LLC / SJSA Investments LLC / Aurora Highlands Holdings LLC / Property West of Powhatan) by and among the District, Aurora Highlands, LLC, GVR King LLC, GVRE 470 LLC, Green Valley East LLC, SJSA Investments LLC and Aurora Highlands Holdings LLC (to be distributed).
- C. Discuss and consider approval of Amended and Restated Inclusion Agreement (Aurora Tech Center Holdings, LLC / Aurora Tech Center Development, LLC / Property East of Powhatan) by and among the District, Aurora Tech Center Holdings, LLC and Aurora Tech Center Development, LLC (to be distributed).
- D. Discuss and consider approval of Amended and Restated Inclusion Agreement (GVR King Commercial LLC / Property East of Powhatan) by and among AACMD, GVR King Commercial LLC and Aurora Tech Center Development, LLC (to be distributed).

- E. Discuss and consider approval of Termination of Inclusion and Exclusion Agreement (Parcels Within Section 20) by and among First Creek Ranch Metropolitan District (“FCRMD”), the District and Aurora Highlands, LLC (enclosure). **Doc. 907312**
- F. Discuss and consider approval of Amended and Restated Mill Levy Policy Agreement by and among the Aurora Highlands Community Authority Board (“CAB”), The Aurora Highlands Metropolitan District No. 1, The Aurora Highlands Metropolitan District No. 2, The Aurora Highlands Metropolitan District No. 3, the District, ATEC Metropolitan District No. 1, and ATEC Metropolitan District No. 2 (to be distributed).
- G. Discuss and consider approval of Termination of First Amended and Restated Facilities Funding and Acquisition Agreement by and between the District and Aurora Highlands, LLC (enclosure). **Doc. 907310**

#### **IV. FINANCIAL MATTERS**

- A. Consider approval of payment of claims for operating costs, in the amount of \$76,904.09 (numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting) (enclosure).
- B. Review and accept cash position report dated August 31, 2021, updated as of October 18, 2021 (enclosure).
- C. Discuss status of 2020 Audit filing.
- D. Discuss and consider approval of recommendation to the CAB for acceptance of the CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements (Draw No. 40) Engineer’s Report and Verification of Costs No. 17 prepared by Schedio Group LLC (enclosure).
- E. Discuss and consider approval of acceptance of CAB and District Engineer’s Report and Verification of Costs Associated with Public Improvements / In-Tract Improvements (Draw No. 40) (Series B) Engineer’s Report and Verification of Costs No. 2 prepared by Schedio Group LLC (enclosure).
- F. Report on status of ARTA 2021 Bond issuance.
  - 1. Acknowledge receipt of reimbursement from ARTA.

**V. CAPITAL PROJECTS**

- A. Discuss and acknowledge funding sources for Draw Request No. 40, in the total amount of \$5,745,327.91\* prepared by the District’s accountant (enclosures - Draw Request No. 40 Summary and list of draw checks):

CAB (Spine/Cash/Cash on Deposit)**	\$ 4,061,816.26
CAB (B Bonds)	\$ 22,496.92
ARTA	\$ 1,622,723.23
ATEC	\$ 37,187.50
Developer	\$ 1,104.00
Total:	\$*5,745,327.91

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\* Numbers based upon information available at time of preparation of Agenda, final numbers to be presented by accountant at meeting.

\*\*Cash on deposit from ARTA reimbursement.

**District Capital Projects:**

- B. Discuss and consider Lender Commitment to fund and approve **Change Order No. 02 to Task Order No. 01 to Master Service Agreement (“MSA”)** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Extra Work Requests (E-470 Survey), in the amount of \$9,865.00, subject to approval of the Construction Committee.
- C. Discuss and consider Lender Commitment to fund and approve **Change Order No. 01 to Task Order No. 11 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Extra Work (Sanitary Sewer), in the amount of \$1,800.00, subject to approval of the Construction Committee.
- D. Discuss and consider Lender Commitment to fund and approve **Change Order No. 02 to Task Order No. 13 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Extra Work (Miscellaneous Services), in the amount of \$49,590.00, subject to approval of the Construction Committee.
- E. Discuss and consider Lender Commitment to fund and approve **Change Order No. 01 to Task Order No. 14 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Traffic Control Limit NTE (I-70 Interchange Design & Powhatan [1-70 - 26<sup>th</sup>]) in the amount of \$2,580.00, subject to approval of the Construction Committee.

- F. Discuss and consider Lender Commitment to fund and approve **Change Order No. 04 to Task Order No. 19 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Extra Work (38<sup>th</sup> Ave. – Odessa St. – E-470), in the amount of \$11,200.00, subject to approval of the Construction Committee.
- G. Discuss and approve **Change Order No. 01 to Task Order No. 21 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (ATEC Earthwork – Construction Staking), in the deductive amount of (\$28,928.00), subject to approval of the Construction Committee.
- H. Discuss and approve **Change Order No. 01 to Task Order No. 22 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (Sanitary Sewer – Construction Staking), in the deductive amount of (\$1,030.00), subject to approval of the Construction Committee.
- I. Discuss and approve **Change Order No. 01 to Task Order No. 23 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (Project Monument P1– Construction Staking), in the deductive amount of (\$1,738.80), subject to approval of the Construction Committee.
- J. Discuss and approve **Change Order No. 01 to Task Order No. 26 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (42<sup>nd</sup> Ave. and NS Collector – Construction Staking), in the deductive amount of (\$4,550.00), subject to approval of the Construction Committee.
- K. Discuss and consider Lender Commitment to fund and approve **Change Order No. 01 to Task Order No. 30 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (E-470 P1 38th Pl. – Construction Staking), in the amount of \$2,039.99, subject to approval of the Construction Committee.
- L. Discuss and consider Lender Commitment to fund and approve **Change Order No. 02 to Task Order No. 31 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Extra Work (Miscellaneous), in the amount of \$8,000.00, subject to approval of the Construction Committee.

- M. Discuss and approve **Change Order No. 01 to Task Order No. 33 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (42<sup>nd</sup> P2, NS Collector Pkwy., TAH Pkwy. – Construction Staking), in the deductive amount of (\$4,499.97), subject to approval of the Construction Committee.
- N. Discuss and approve **Change Order No. 01 to Task Order No. 34 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (38<sup>th</sup> Pl. and 38<sup>th</sup> Ave. Xcel Grading – Construction Staking), in the deductive amount of (\$7,440.04), subject to approval of the Construction Committee.
- O. Discuss and consider Lender Commitment to fund and approve **Change Order No. 01 to Task Order No. 35 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Extra Work (Park 01 and School 01 Surveying), in the amount of \$9,150.00, subject to approval of the Construction Committee.
- P. Discuss and approve **Change Order No. 01 to Task Order No. 37 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (38<sup>th</sup> Pkwy. [Reserve-Powhaton]) – Construction Staking), in the deductive amount of (\$730.00), subject to approval of the Construction Committee.
- Q. Discuss and approve **Change Order No. 01 to Task Order No. 38 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (Filing 1 [CSP 01] – Construction Staking), in the deductive amount of (\$31,360.00), subject to approval of the Construction Committee.
- R. Discuss and approve **Change Order No. 01 to Task Order No. 41 to MSA** for Survey Services by and between the District and **Aztec Consultants, Inc.**, for Close Out (Community Markers – Construction Staking), in the deductive amount of (\$2,160.00), subject to approval of the Construction Committee.
- S. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 02 to Work Order No. 02 to the Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Prairie Waters Pipeline (Replace Bell and Spigot Joints), for an amount not to exceed \$58,355.51, subject to approval of the Construction Committee.

- T. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 03 to Work Order No. 02 to the Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Prairie Waters Pipeline (Storing Steel Pipe Casing), for an amount not to exceed \$16,978.41, subject to approval of the Construction Committee.
  
- U. Discuss and consider Lender Commitment to fund and approval of **Work Order No. 08 to the Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for 38<sup>th</sup> Pkwy. (Reserve to Monaghan), for an amount not to exceed \$3,458,716.00, subject to approval of the Construction Committee.
  
- V. Discuss and consider Lender Commitment to fund and approval of **Work Order No. 09 to the Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Southbound Main Street, for an amount not to exceed \$4,407,202.00, subject to approval of the Construction Committee.
  
- W. Discuss and consider Lender Commitment to fund and approval of **Work Order No. 11 to the Construction Management Agreement (CMAR)** by and between the District and **JHL Constructors, Inc.**, for Frac Tank Rental for Temporary Site Watering, for an amount not to exceed \$114,290.00, subject to approval of the Construction Committee.
  
- X. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 15 to the Construction Agreement** by and between the District and **Stormwater Risk Management, LLC**, for 42<sup>nd</sup> Avenue P2 and NS Collector EWEC (Extend Current Stormwater Maintenance for one month through September 30, 2021), in the amount of \$57,155.03, subject to approval of the Construction Committee.
  
- Y. Discuss and consider Lender Commitment to fund and approval of **Change Order No. 16 to the Construction Agreement** by and between the District and **Stormwater Risk Management, LLC**, for 42<sup>nd</sup> Avenue P2 and NS Collector EWEC (Install Back of Curb Controls), in the amount of \$48,330.17, subject to approval of the Construction Committee.

- Z. Discuss and consider Lender Commitment to fund and approval of a **Task Order** to the **MSA** for Stormwater Management Services by and between the District and **Stormwater Risk Management, LLC**, for Extension of Current Stormwater Regulatory Management, in the amount of \$29,000.00, subject to approval of the Construction Committee.

**VI. ARTA MATTERS**

- A. Other.

**VII. OTHER BUSINESS**

**VIII. ADJOURNMENT**

**THE NEXT REGULAR MEETING IS SCHEDULED FOR NOVEMBER 18, 2021.**