

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE AVIATION STATION NORTH METROPOLITAN DISTRICT NO. 1 HELD MARCH 6, 2024

A Regular Meeting of the Board of Directors (the “Board”) of Aviation Station North Metropolitan District No. 1 (the “District”), City and County of Denver, Colorado, was duly posted and held on Wednesday, March 6, 2024, at 2:17 p.m. The District Board meeting was held by video conference (Microsoft Teams). The meeting was open to the public.

#### ATTENDANCE

##### **Directors In Attendance Were:**

Ferdinand Belz, III, President  
Mark Throckmorton, Secretary  
Matthew Stewart, Treasurer  
Henry “Rick” Wells, Assistant Secretary

##### **Also in Attendance:**

Paula Williams, Esq.; McGeady Becher P.C.  
Matt Urkoski, Alyssa Ferreira and Stephanie Odewumi; CliftonLarsonAllen LLP (“CLA”)  
Gregg Johnson; L.C. Fulenwider, Inc.

#### ADMINISTRATIVE MATTERS

**Disclosure of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney Williams requested that members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting, in accordance with the statute. No new disclosures were made. Attorney Williams noted that all Directors’ Disclosure Statements were filed.

**Quorum, Location of Meeting and Posting of Meeting Notice:** The presence of a quorum was confirmed.

The Board entered into discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. The District Board meeting was held via video conference and public participation was encouraged via Microsoft Teams. The Board further noted that notice of the time, date and Microsoft Teams access information was duly posted and that no objections or requests that the means of hosting the meeting be changed by taxpaying electors within the District’s boundaries have been received.

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**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Throckmorton, seconded by Director Stewart, and upon vote unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District website at least 24-hours prior to each meeting, or if the website is unavailable at the following location: southeast corner of the intersection of 61st and Salida Street.

**Agenda:** Following review and discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Agenda was approved.

**Public Comment:** There were no public comments.

**December 6, 2023 Regular Meeting Minutes:** Following review, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board approved the December 6, 2023 Regular Meeting Minutes.

### **FINANCIAL MATTERS**

**Claims:** Ms. Ferreira reviewed the claims with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board ratified approval of the payment of claims in the amount of \$660,496.41.

**December 31, 2023 Unaudited Financial Statements, updated February 29, 2024:** Ms. Ferreira reviewed the December 31, 2023 Unaudited Financial Statements, updated February 29, 2024 with the Board. Following discussion, upon a motion duly made by Director Stewart, seconded by Director Throckmorton and, upon vote unanimously carried, the Board accepted the December 31, 2023 Unaudited Financial Statements, updated February 29, 2024.

**Rescission of Resolution to Amend 2021 Budget, adopted at the December 1, 2021 Regular Meeting:** Following discussion, upon a motion duly made by Director Wells, seconded by Director Throckmorton and, upon vote unanimously carried, the Board rescinded adoption of the Resolution to Amend 2021 Budget, adopted at the December 1, 2021 Regular Meeting, as it was determined unnecessary.

**Engineer's Report and Certification #29 - Phase III: Pena Station Filing 3, dated December 27, 2023, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #29 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #29 - **Phase III: Pena Station Filing 3**, dated December 27, 2023, prepared by Ranger Engineering, LLC in the amount of \$230,933.81.

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**Engineer's Report and Certification #10 - Phase V: Pena Station Filing 5, dated December 28, 2023, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #10 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #10 - **Phase V: Pena Station Filing 5**, dated December 28, 2023, prepared by Ranger Engineering, LLC in the amount of \$641.25.

**Engineer's Report and Certification #11 - Phase V: Pena Station Filing 5, dated January 25, 2024, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #11 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #11 - **Phase V: Pena Station Filing 5**, dated January 25, 2024, prepared by Ranger Engineering, LLC in the amount of \$1,595.10.

**Engineer's Report and Certification #06 - Phase V: Pena Station Filing 7, dated December 28, 2023, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #06 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #06 - **Phase V: Pena Station Filing 7**, dated December 28, 2023, prepared by Ranger Engineering, LLC in the amount of \$821.00.

**Engineer's Report and Certification #07 - Phase V: Pena Station Filing 7, dated January 25, 2024, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #07 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #07 - **Phase V: Pena Station Filing 7**, dated January 25, 2024, prepared by Ranger Engineering, LLC in the amount of \$1,396.00.

**Engineer's Report and Certification #13 - Phase VI: Pena Station Filing 6, dated December 28, 2023, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #13 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #13 - **Phase VI: Pena Station Filing 6**, dated December 28, 2023, prepared by Ranger Engineering, LLC in the amount of \$744.50.

**Engineer's Report and Certification #14 - Phase VI: Pena Station Filing 6, dated January 25, 2024, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #14 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and

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Certification #14 - **Phase VI: Pena Station Filing 6**, dated January 25, 2024, prepared by Ranger Engineering, LLC in the amount of \$11,496.92.

**Engineer's Report and Certification #18 – Core Infrastructure, dated December 27, 2023, prepared by Ranger Engineering, LLC:** Ms. Ferreira reviewed Engineer's Report and Certification #18 with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Stewart and, upon vote unanimously carried, the Board accepted the Engineer's Report and Certification #18 – **Core Infrastructure**, dated December 27, 2023, prepared by Ranger Engineering, LLC in the amount of \$146,351.29.

### **LEGAL MATTERS**

**Service Agreement for Landscape Maintenance by and between the District and BrightView Landscape Services, Inc.:** Attorney Williams reviewed the Service Agreement with the Board. Following discussion, upon a motion duly made by Director Wells, seconded by Director Throckmorton and, upon vote unanimously carried, the Board approved the Service Agreement for Landscape Maintenance by and between the District and BrightView Landscape Services, Inc.

**Shared Access and Utility Easement Agreement (Aviation Place – Pena Station Filing No. 1, Lot 1, Block 5) by and between the District and Rail Stop LLC:** Attorney Williams reviewed the Shared Access and Utility Easement Agreement with the Board. Following discussion, upon a motion duly made by Director Throckmorton, seconded by Director Wells and, upon vote unanimously carried, the Board approved the Shared Access and Utility Easement Agreement (Aviation Place – Pena Station Filing No. 1, Lot 1, Block 5) by and between the District and Rail Stop LLC, subject to final legal review.

### **MANAGER MATTERS**

**Pena Station Filing 3 – Core – Park Infrastructure - Work Order No. 11 to Standard Agreement and General Conditions Between Owner and Construction Manager (Where the CM is At-Risk) by and between the District and Crossland Construction Company, Inc. for Pena Station Filing 3 Core-Park Infrastructure:** Following discussion, upon a motion duly made by Director Wells, seconded by Director Stewart and, upon vote unanimously carried, the Board ratified approval of Pena Station Filing 3 – Core – Park Infrastructure - Work Order No. 11 to Standard Agreement and General Conditions Between Owner and Construction Manager (Where the CM is At-Risk) by and between the District and Crossland Construction Company, Inc. for Pena Station Filing 3 Core-Park Infrastructure, in the amount of \$1,495,007.00.

**Service Agreement for Pena Station Filing 6 Infrastructure between the District and Martinez Associates, Inc.:** Following discussion, upon a motion duly made by Director Wells, seconded by Director Stewart and, upon vote unanimously carried, the Board ratified approval of the Service Agreement for Pena Station Filing 6 Infrastructure between the District and Martinez Associates, Inc., in the amount of \$24,059.00.

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**Rules and Regulations for District Owned Parks:** The Board and consultants discussed the status of the Rules and Regulations. No action was taken by the Board.

**CAPITAL IMPROVEMENTS**

None.

**OTHER BUSINESS**

None.

**ADJOURNMENT**

There being no further business to come before the Board, upon motion duly made by Director Belz, the Board adjourned the meeting.

Respectfully submitted,

By



Secretary for the Meeting