

**RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE AEROTROPOLIS REGIONAL TRANSPORTATION AUTHORITY  
CONCERNING ANNUAL ADMINISTRATIVE MATTERS  
2019**

WHEREAS, the Board of Directors of the Aerotropolis Regional Transportation Authority (the "Authority") is to perform certain tasks on a recurring basis in the operation of the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Aerotropolis Regional Transportation Authority as follows:

1. Contact Person. The Board hereby names the Authority Manager as the contact person for the Authority. The contact person is authorized, under C.R.S. § 24-10-109(3)(b) to accept notices of claims against the Authority and, if any such claim is received must promptly notify the President of the Board and the attorney for the Authority of such receipt. The office location of the Authority is c/o CliftonLarsonAllen, LLP, 8390 E Crescent Parkway, Suite 300, Greenwood Village, CO 80111.

2. Budget. The Board directs its Accountant, Manager and Attorney to submit a proposed budget to the Board by October 15; to schedule a public hearing on the proposed budget; to prepare a final budget, budget resolution and budget message, and any budget amendment(s) needed; and to file the approved budget and amendment(s) with the proper governmental entities in accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

3. Intergovernmental Agreements. If the Authority receives a written request from the Division of Local Government, the Board directs Legal Counsel to prepare and file within thirty days of such request, an informational listing of all contracts in effect with other political subdivisions, in compliance with Section 29-1-205, C.R.S.

4. Annual Securities Report. If required, the Board directs the Authority's Accountant and/or Legal Counsel to prepare and file the annual public securities report for nonrated public securities issued by the Authority (if any), with the Department of Local Affairs on or before March 1, in accordance with Section 11-58-101 to 11-58-107, C.R.S.

5. Audit/Audit Exemption. The Board directs the Authority Accountant to ensure that an audit of the financial statements be prepared and submitted to the Board before June 30 and further directs that the Audit be filed with the city to accompany the city audit that is filed with the State Auditor by July 31, as required by Section 29-1-603, C.R.S.

6. Unclaimed Property. The Board directs Legal Counsel to prepare the Unclaimed Property Act report and forward it to the State Treasurer by November 1 if there is Authority property presumed abandoned and subject to custody as unclaimed property, in accordance with Section 38-13-110, C.R.S.

7. Public Records. The Board designates the Board Secretary as the official custodian of public records as such term is used in Section 24-72-202, C.R.S. The custodian is authorized to develop such procedures as may be reasonably required for the protection and retention of such records. On behalf of the Authority, the custodian shall charge the maximum fees allowed by law for copies, research and retrieval, development of privilege log, and such other services as are authorized by law.

8. CORA Policy. Pursuant to Section 24-72-205, C.R.S., the Board has adopted or hereby adopts a policy concerning research and retrieval fees for public records.

9. E-mail Policy. Pursuant to Section 24-72-204.5, C.R.S., the Board hereby adopts a written policy that Authority management may monitor electronic mail communications of employees at any time, with or without cause, and further states that correspondence of any employee in the form of electronic mail may be a public record under the public records law and may be subject to public inspection under C.R.S. Section 24-72-203.

The Board further directs that when and if the Authority has employees the following electronic mail policy will be in effect:

A. All employees of the Authority may have access to the Authority's electronic mail communications system, which access may include utilization of an Authority assigned email address for use in both internal and external email communications.

B. Employees cannot expect a right of privacy in their use of the Authority's electronic communications system.

C. Employees understand, acknowledge and agree that all communications in the form of electronic mail may be considered a public record pursuant to the Colorado Open Records Act ("CORA") and may be subject to public inspection pursuant to C.R.S. Section 24-72-203 of CORA.

D. The Authority reserves the right to monitor an employee's electronic mail communication(s) including, but not limited to, circumstances where the Authority, in its sole discretion, reasonably believes that such communication(s) may be considered a public record pursuant to C.R.S. Section 24-72-203 of CORA.

10. Fair Campaign Practices Act – Gifts and Honoraria. The Board is reminded that in accordance with the Fair Campaign Practices Act, each Board member is required to report to, and in a manner prescribed by, the Secretary of State certain items received in connection with their service, such report to be filed on or before January 15, April 15, July 15, and October 15 of each year, as required by Sections 1-45-109 and 24-6-203, C.R.S. No report needs to be filed if a director does not receive an item and unless a director receives \$53 or more in cash or loans, or real or personal property having a value of \$53 or more. Further, the Board is reminded that in accordance with C.R.S. Section 24-6-203, if a Board member receives annual compensation from the Authority of more than \$2,400, then the Board member is required to file a quarterly report in the prescribed manner with the Secretary of State.

11. Newspaper. The Board designates the *Aurora Sentinel* as the newspaper of general circulation within the boundaries of the Authority, or in the vicinity of the Authority if none is circulated within the Authority, and directs that all required legal notices shall be published in the afore named newspaper. If publication in such newspaper is impossible or impracticable, then any legal newspaper published in the county may be used as an alternative.

12. Director Compensation. The Board of Directors of the Authority determines that each director shall not receive compensation for services as directors.

13. Officers. The Authority has elected the following officers for the Authority:

Matthew Hopper, Chair  
Dave Gruber, Vice-Chair  
Nicole Johnston, Secretary  
Steve O'Dorisio, Treasurer  
Charles "Chaz" Tedesco, Director

Unless the Authority acts to elect new officers, or an officer resigns his office, such officers shall serve indefinitely.

14. Director Indemnification. The approval of this administrative matters resolution shall be deemed to authorize indemnification of the Directors of the Authority when acting in good faith within the scope of their duties and in the best interests of the Authority, to the fullest extent allowed by law.

15. Designated Posting Locations. The Board of Directors of the Authority designates the following location as the designated posting place for the posting of meeting notices and the posting location for meeting agendas, if available, in accordance with Section 24-6-402(2)(c), C.R.S.: at the southeast corner of E. 42<sup>nd</sup> Avenue and Gun Club Road within the Authority boundaries.

16. Meetings. The Board determines to hold special meetings only, as determined by the Board from time to time. Meeting notices shall be posted at the designated posting location as identified above in accordance with 24-6-402(2)(c), C.R.S., as well as the following locations: Aurora City Hall, 15151 E. Alameda Ave, Aurora, CO 80012, and the Adams County Clerk and Recorder's office, 4430 S. Adams County Parkway, Brighton, CO 80601. The Board directs its Manager to prepare the notices for posting.

17. Elections. Spencer Fane LLP is hereby appointed as the "Designated Election Official" of the Board for any elections to be held by the Authority. In accordance with C.R.S. Section 1-1-111(2), 13.5 of Title 1, C.R.S., or applicable law, the Board hereby grants all powers and authority for the proper conduct of the election to the Designated Election Official and that the election shall be held and conducted in accordance with the Local Government Election Code, applicable portions of the Uniform Election Code of 1992, as amended and supplemented by Const. Colo. Art. X, Sec 20, the Current Rules and Regulations Governing Election Procedures of the Secretary of State of the state of Colorado,

and Title 32, Article 1, Part 8, Colorado Revised Statutes, and other relevant Colorado and federal law. Further, the Board directs the Designated Election Official to notify the Division of Local Government of the results of any election held by the Authority, including business address, telephone number and the contact person; and to certify the results of any election to incur general obligation indebtedness to the Board of County Commissioners or the governing body of a municipality, in accordance with Section 1-11-103, C.R.S.

18. Independent Mail Ballot Elections. The Board deems it expedient for the convenience of the electors that all regular and special elections of the Authority shall be conducted as an independent mail ballot election in accordance with Section 1-13.5-1101, C.R.S., unless a polling place election is deemed necessary and expressed in a separate election resolution.

19. Disclosure of Potential Conflict of Interest. The Board has determined that Legal Counsel will file general conflict of interest disclosure forms provided by board members with the Secretary of State by January 31 of each year, which forms will be updated on an annual basis through information given to Legal Counsel by board members. If a specific conflict arises regarding a certain transaction of the Board, the Board member is required to notify Legal Counsel at least five days prior to the date of the meeting so that the transactional disclosure form may be filed in a timely manner, in accordance with Section 18-8-308, C.R.S. Additionally, at the beginning of every term, Legal Counsel shall request that each board member submit information regarding actual or potential conflicts of interest.

20. Special District Association. If the Authority is a member of the Special District Association (“SDA”), the Board directs its Accountant to pay the annual SDA membership dues in a timely manner.

21. Insurance. The Board directs its Manager to at least biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

22. Promissory Notes. The Authority has no outstanding promissory note(s).

23. Outstanding General Obligation Indebtedness. The Authority has no outstanding general obligation bonds or multiple fiscal year financial obligations.

24. Continuing Disclosure. The Accountant shall provide continuing disclosure service if and as applicable to the bonds and other financial obligations of the Authority.

25. Workers’ Compensation. Pursuant to Section 8-40-202(1)(a)(I)(B), C.R.S., the uncompensated officials of the Authority shall not be deemed to be employees within the meaning of Section 8-40-202(1)(a), C.R.S. Such exclusion shall apply for all policy years until such time as the exclusion may be repealed by the Board of Directors of the Authority or unless the Manager or Legal Counsel, at the direction of the Board, acquires coverage.

26. PDPA. Pursuant to the provisions of the Colorado Public Deposit Protection Act §11-10.5-101, et seq., C.R.S., the Board appoints its Treasurer as the official custodian of public deposits.

27. Undocumented Worker Certification. In compliance with C.R.S. Section 8-17.5-101 *et seq.*, the Board directs that each existing and prospective service contract entered into by the Authority must contain specific language regarding the prohibition of the use of illegal aliens to perform work under a public contract for services.

28. Inclusions/Exclusions of Property. The Board directs Legal Counsel to handle all procedures required under the Colorado state statutes or the establishing agreement regarding the inclusion and exclusion of property into and out of the Authority's boundaries.

29. Underground and Aboveground Storage Tanks. If applicable, the Board directs Legal Counsel to register and renew annually all underground and/or aboveground storage tanks with the state inspector of oils.

30. Underground Facility Locating. If applicable, the Board directs the Authority Manager to provide accurate information regarding the boundaries of the Authority's service area, the type of underground facility that may be encountered within such service area, and the name, address, and telephone number of a person who shall be the designated contact person for the information regarding the underground facilities along with information concerning underground facilities that the Authority owns or operates which are not located within the designated service area to the Utility Notification Center of Colorado. The Board further authorizes the Authority to maintain its membership in the notification association as a "Tier 2" member, if applicable.

31. Recording of Conveyances of Real Property to the Authority. Pursuant to C.R.S. § 38-35-109.5(2), Legal Counsel is designated as an appropriate official to record conveyances of real property to the Authority within 30 days of such conveyance.


32. Renewal. This Resolution shall be deemed renewed each year until terminated or a new resolution is adopted.

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Adopted and approved this 2nd day of January, 2019.

AEROTROPOLIS REGIONAL TRANSPORTATION  
AUTHORITY

By:

  
\_\_\_\_\_  
President

ATTEST:

By:

  
\_\_\_\_\_  
Secretary