

# RECORD OF PROCEEDINGS

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## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD FEBRUARY 23, 2021

A Special Meeting of the Board of Directors of the Jefferson Center Metropolitan District No. 1 (referred to hereafter as "Board") was convened on Tuesday, February 23, 2021, at 9:30 a.m. Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held by video/telephone conference with all participants attending via video/teleconference. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Gregg Bradbury  
Jeff Nading  
Charles Church McKay  
Diana K. Ten Eyck  
Steven Nading

#### Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Megan Becher, Esq. and Emily Murphy, Esq.; McGeady Becher P.C.

Joy Tatton; Simmons & Wheeler, P.C.

Wes Back and Elesha Carbaugh-Gonzales; Independent District Engineering Services, LLC

Brandon Dooling; Golden Triangle Construction, Inc.

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosures 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. Mr. Solin noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to 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. Attorney Becher noted that all Directors'

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Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

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### ADMINISTRATIVE MATTERS

**Agenda:** Mr. Solin distributed for the Board's review and approval a proposed agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director McKay and, upon vote, unanimously carried, the agenda was approved, as presented.

**Location/Manner of Meeting and Posting of Notices:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined that, due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the meeting would be held by video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

**Minutes:** The Board reviewed the minutes of the January 26, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director McKay and, upon vote, unanimously carried, the minutes of the January 26, 2021 Special Meeting were approved, as presented.

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### PUBLIC COMMENT

There were no public comments.

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### CONSENT AGENDA

The Board considered the following actions:

- Ratify approval of Change Order No. 1 to the Contract between the District and Gerald H. Phipps, Inc., d/b/a GH Phipps Construction Company for Arvada ROW Permit Reimbursement, in the amount of \$5,187.44.
- Ratify approval of Change Order No. 2 to the Contract between the District and Hogan Works, LLC for Candelas Medical Grading Fence, Candelas Parkway, in the amount of \$14,807.20.

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- Ratify approval of Task Order No. 16-A2 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for 91st Drive Subgrade Investigation & Pavement Design, in the amount of \$1,650.
- Ratify approval of Task Order No. 18-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Hwy 72 at Boulder Creek/Joyce Street Amendment No. 1, in the amount of \$4,000.
- Ratify approval of Task Order No. 2-A7 to the Master Service Agreement for Civil Engineering and Surveying Services between the District and Galloway & Company, Inc., for On-Call Survey, in the amount of \$10,000.
- Ratify approval of Task Order No. 11 to the Service Agreement for District Oversight Services between the District and Independent District Engineering Services, LLC, for District Oversight Services, in the amount of \$30,000.
- Ratify approval of Task Order No. 11 to the Service Agreement for Traffic Engineering Services between the District and Kimley-Horn and Associates, Inc., for Traffic Compliance Letter-Indiana North, in an amount not to exceed \$1,500.
- Ratify approval of Task Order No. 3-A5 to the Service Agreement between the District and Martin/Martin, Inc., for SH93/SH72 Engineering Amendment No. 5, in the amount of \$5,000.
- Ratify approval of Task Order No. 22-A4 to the Service Agreement between the District and Martin/Martin, Inc., for Indiana North Infrastructure Design Amendment No. 4, in the amount of \$6,500.
- Ratify approval of Task Order No. 24-A3 to the Service Agreement between the District and Martin/Martin, Inc., for Hwy 72/93 Parcels P1& P3 Widening Amendment No. 3, in the amount of \$200,500.
- Ratify approval of Task Order No. 24-A4 to the Service Agreement between the District and Martin/Martin, Inc., for Highway 72 Parcel P5 Widening Amendment No. 4, in the amount of \$90,500.
- Ratify approval of Task Order No. 28 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas Parkway Sidewalk Design Plans, in the amount of \$15,000
- Ratify approval of Task Order No. 1 to the Service Agreement between the District and Rocky Mountain Meridian, Inc. for On-Call Survey Services, in the amount of \$5,000.
- Ratify approval of Task Order No. 4 to Storm Water Asset Protection LLC (SWAP), for stormwater oversight services, in the amount of \$12,000.
- Ratify approval of Task Order No. 4 to the Master Service Agreement between the District and SWCA Incorporated, d/b/a SWCA Environmental Consultants, for Joyce Street Culvert

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Crossing, in the amount of \$4,200.

- Ratify approval of Request For Electric OH-UG conversion at Indiana and 96<sup>th</sup> Avenue (and related Contingency List and Frost Agreement) between the District and Public Service Company of Colorado, Inc., d/b/a Xcel Energy.
- Ratify approval of On-Site Distribution Extension Agreement (Electric) between the District and Public Service Company of Colorado, Inc., d/b/a Xcel Energy.

Following review, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above Consent Agenda items/actions.

### FINANCIAL MATTERS

**Claims:** The Board considered ratification/approval of the payment of claims through the period ending February 17, 2021 in the amount of \$317,096.26.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board ratified or approved (as appropriate) the payment of claims, as presented.

**Unaudited Financial Statements:** Ms. Tatton reviewed with the Board the unaudited financial statements for the period ending December 31, 2020 and the schedule of Cash Position as of February 17, 2021.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 2020 and the schedule of Cash Position as of February 17, 2021.

**Expense Tracking Report (ETR):** Ms. Carbaugh-Gonzales reviewed the Expense Tracking Report with the Board.

**District Expenditures Verification Report prepared by Independent District Engineering Services, LLC (“IDES”):** Ms. Carbaugh-Gonzales reviewed with the Board IDES’ report entitled “District Expenditures Verification for February 2021,” which summarizes IDES’ review and verification of the expenditures of the District for February 2021 related to certain District construction contracts. The Verification Report identified \$317,086.29 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

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Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$317,086.29.

**Forecast of General Fund Revenues and Expenditures:** Ms. Tatton reviewed, and the Board discussed, the forecast of General Fund revenues and expenditures.

### **MANAGEMENT MATTERS**

**Water Allocations and Facilities Fees Collections:** Mr. Solin reviewed the status of water allocations and facilities fees billing and collection with the Board.

**FEMA Grant Close-Out:** The Board deferred discussion.

### **LEGAL MATTERS**

**Verification of Expenditures for Candelas Medical Phase One Improvements:** Mr. Back reviewed with the Board the District Engineer's Verification of Expenditures for Candelas Medical Phase One Improvements dated February 23, 2021 in the amount of \$182,088.57.

Following review and discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board ratified approval of the District Engineer's Verification of Expenditures for Candelas Medical Phase One Improvements dated February 23, 2021 in the amount of \$182,088.57.

**Verification of Expenditures for Candelas Medical Phase Two Improvements:** Mr. Back reviewed with the Board the District Engineer's Verification of Expenditures for Candelas Medical Phase Two Improvements dated February 23, 2021 in the amount of \$379,791.80.

Following review and discussion, upon motion duly made by Director Jeff Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board ratified approval of the District Engineer's Verification of Expenditures for Candelas Medical Phase Two Improvements dated February 23, 2021 in the amount of \$379,791.80.

**Disbursement Request No. 13 under the Phase One Agreement:** The Board reviewed Disbursement Request No. 13 under the Phase One Agreement.

Following review and discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously

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carried, the Board ratified approval of Disbursement Request No. 13 under the Phase One Agreement, in the amount of \$182,088.57.

*Disbursement Request No. 11 under the Phase Two Agreement:* The Board reviewed Disbursement Request No. 11 under the Phase Two Agreement.

Following review and discussion, upon motion duly made by Director Jeff Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board ratified approval of Disbursement Request No. 11 under the Phase Two Agreement, in the amount of \$379,791.80.

**Purchase and Sale Agreement (Water Tank Site) by and between the City of Arvada, Jefferson Center Metropolitan District No. 1, and acknowledged by Jefferson Center Metropolitan District No. 2:**

Attorney Becher discussed with the Board the status of the Purchase and Sale Agreement (Water Tank Site) by and between the City of Arvada, Jefferson Center Metropolitan District No. 1, and acknowledged by Jefferson Center Metropolitan District No. 2. No action was taken by the Board.

*Purchase and Sale Agreement (Water Tank Site) by and between Cimarron Commercial, LLC and Jefferson Center Metropolitan District No. 1:* The Board deferred discussion.

**Special Warranty Deed from Cimarron Development Company to Jefferson Center Metropolitan District No. 1, conveying Tracts A and B, Block 2, Candelas Medical Filing No. 1 (the “Special Warranty Deed”):** Attorney Murphy discussed the Special Warranty Deed with the Board.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the Special Warranty Deed.

*Agreement Regarding Conveyance of Future Right-of-Way between Cimarron Development Company and Jefferson Center Metropolitan District No. 1 (the “ROW Conveyance Agreement”):* Attorney Murphy discussed the ROW Conveyance Agreement with the Board.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the ROW Conveyance Agreement.

**License Agreement among Cimarron Development Company, Cimarron Commercial, LLC, Cimarron Residential, LLC, and**

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**Jefferson Center Metropolitan District No. 1 (the “License Agreement”)**: Attorney Murphy discussed the License Agreement with the Board.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board ratified approval of the License Agreement.

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### **CONSTRUCTION MATTERS**

**Construction Status Report**: Mr. Back reviewed with the Board the Project Status Report dated February 23, 2021. A copy of the report is attached hereto and incorporated herein by this reference.

**Contracts, Task Orders, Work Orders and Change Orders**: Mr. Back discussed the following Contracts, Task Orders, Work Orders and Change Orders:

- Consider approval of Change Order No. 4 to the Contractor Agreement between the District and NRE Excavating Inc., for export of material from W. 91<sup>st</sup> Drive, in the amount of \$18,590.
- Consider approval of Change Order No. 1 to the Construction Contract for Fencing between the District and Standard Fence Company, for Arvada permit fees and additional fencing, in the amount of \$2,165.00.
- Consider approval of Master Service Agreement for Railroad Consulting Services between the District and 360 Rail Services, LLC.
- Consider approval of Task Order No. 1 to the Master Service Agreement for Railroad Consulting Services between the District and 360 Rail Services, LLC, for SH72/SH93 Crossing investigation, in the amount of \$20,000.00.

Following discussion, upon motion duly made by Director McKay, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board approved (or ratified approval of, as appropriate) the Contracts, Change Orders, Task Orders and Work Orders listed above.

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### **CAPITAL IMPROVEMENTS**

There were no capital improvements matters presented.

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### **OTHER BUSINESS**

There was no other business at this time.

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### ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Ten Eyck, seconded by Director McKay and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By:   
Secretary for the Meeting



# JEFFERSON CENTER METRO DISTRICT NO. 1

Board Meeting Project Status

February 23, 2021

## Project Work

### Kings North / North Indiana Stockpile / W. 91<sup>st</sup> Place



- Import of 30,000 cubic yards has been completed at the North Indiana Stockpile.
- A preconstruction meeting has been held for the Indiana overhead to underground electric conversion project. Construction start is pending finalization of easements by City of Arvada.

## Candelas Medical



- Standard Fence Company has completed the installation of the three-rail wood fence.



- Miller Wall Company has installed erosion control blanket above the retaining walls.
- Premier Earthwork and Infrastructure has been on site to correct additional items identified by the City of Arvada to obtain Initial Acceptance for the Candelas Medical Phase 1 improvements.

## Candelas Parkway and Indiana Street



- KECI has completed all improvements for the intersection of Candelas Parkway and Indiana Street. Landscape repairs will be made this spring.

## Candelas Point

- Sturgeon is awaiting permit and easement approval from the City of Arvada to begin work on the overhead to underground electric project along Wilkerson.

## Construction Contract Documents

### Contractor Agreements

- None

### Contractor Change Orders

- NRE Excavating
  - CO #4 – Export Material from W. 91<sup>st</sup> Drive - \$18,590.00
- Standard Fence
  - CO #1 – Arvada Permit Fees & Additional Fencing - \$2,165.00

## Consultant/Vendor Agreements & Task Orders

### Consultant/Vendor Agreements

- 360 Rail Services – Railroad Consulting Services

### Task Orders and Work Orders

- 360 Rail Services
  - TO #1 – SH72/SH93 Crossing Investigation - \$20,000.00