

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD MARCH 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, March 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

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Bradbury and, upon vote, unanimously carried, the absence of Director Steven Nading was excused.

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

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applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Becher noted that all Directors' Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

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 Bradbury 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 February 23, 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 February 23, 2021 Special Meeting were approved, as presented.

PUBLIC COMMENT

There were no public comments.

CONSENT AGENDA

The Board considered the following actions:

- Ratify approval of Change Order No. 4 to the Contractor Agreement between the District and NRE Excavating Inc., for export of material from W. 91st Drive, in the amount of \$18,590.
- Ratify approval of Change Order No. 1 to the Construction Contract for Fencing between the District and Standard Fence, for

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Arvada permit fees and additional fencing, in the amount of \$2,165.00.

- Ratify approval of Master Service Agreement for Railroad Consulting Services between the District and 360 Rail Services, LLC.
- Ratify 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 review, upon motion duly made by Director Ten Eyck, seconded by Director Bradbury 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 March 18, 2021 in the amount of \$171,799.31.

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

Cash Position Statement: Ms. Tatton reviewed with the Board the cash position statement as of March 18, 2021.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Bradbury and, upon vote, unanimously carried, the Board accepted the cash position statement as of March 18, 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 March 2021,” which summarizes IDES’ review and verification of the expenditures of the District for March 2021 related to certain District construction contracts. The Verification Report identified \$525,741.00 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

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

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Board determined to accept the District Eligible Expenses in the amount of \$525,741.00.

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 reported that there are no verification reports available for presentation to the Board.

Verification of Expenditures for Candelas Medical Phase Two Improvements: Mr. Back reported that there are no verification reports available for presentation to the Board.

Disbursement Requests under the Phase One Agreement: Mr. Back reported that there are no disbursement requests available for presentation to the Board.

Disbursement Requests under the Phase Two Agreement: Mr. Back reported that there are no disbursement requests available for presentation to the Board.

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 reviewed with the Board 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.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Board ratified approval 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.

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Purchase and Sale Agreement (Water Tank Site) by and between Cimarron Commercial, LLC and Jefferson Center Metropolitan District No. 1: Attorney Becher reviewed with the Board the Purchase and Sale Agreement (Water Tank Site) by and between Cimarron Commercial, LLC and Jefferson Center Metropolitan District No. 1.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Board ratified approval of the Purchase and Sale Agreement (Water Tank Site) by and between Cimarron Commercial, LLC and Jefferson Center Metropolitan District No. 1.

Intergovernmental Agreement between the District and the City and County of Denver, acting by and through its Board of Water Commissioners: Attorney Murphy discussed the proposed agreement with the Board. No action was taken by the Board.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Back reviewed with the Board the Project Status Report dated March 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. 2 to the Contract between the District and Gerald H. Phipps, Inc., d/b/a GH Phipps Construction Company for erosion control blanket deduction, for a decrease in the amount of <\$5,782.90>.
- Consider approval of Change Order No. 3 to the Contract between the District and Hogan Works, LLC, for wire fence field measure, in the amount of \$2,097.35.
- Consider approval of Change Order No. 2 to the Contract between the District and K.E.C.I. COLORADO, INC., for additional wiring, in the amount of \$11,037.80.
- Consider approval of Change Order No. 4 to the Contractor Agreement between the District and NRE Excavating Inc., for seeding deduction, for a decrease in the amount of <\$5,184.00>.
- Consider approval of Change Order No. 1 to the Contract between the District and Powell Restoration, Inc., for Candelas medial seeding and EC blanket, in the amount of \$26,040.75.
- Consider approval of approval of Task Order No. 12 to the Service Agreement for District Oversight Services between the District and Independent District Engineering Services, LLC, for District Engineering Services, in the amount of \$35,000.

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- Consider approval of Task Order No. 8-A4 to the Service Agreement between the District and Martin/Martin, Inc., for on-call survey Amendment No. 4, in the amount of \$7,500.
- Consider approval of Task Order No. 4 to the Master Service Agreement for Design Services between the District and Norris Design, Inc. for Candelas Parcel 9 District ROW Landscape, in the amount of \$41,150.
- Consider approval of Task Order No. 5 to Storm Water Asset Protection LLC (SWAP), for stormwater compliance coordination and inspections, in the amount of \$12,000.
- Consider approval of Task Order No. 5 to the Master Service Agreement between the District and SWCA Incorporated, d/b/a SWCA Environmental Consultants, for compliance at Highway 93 and Highway 72 intersection, in the amount of \$6,000.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury 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.

CAPITAL IMPROVEMENTS

There were no capital improvements matters presented.


OTHER BUSINESS

There was no other business at this time.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury 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

March 23, 2021

Project Work

Kings North / North Indiana Stockpile / W. 91st Place

- Import of 30,000 cubic yards has been completed at the North Indiana Stockpile. Hogan Action is scheduled to grade the stockpile down this week for stabilization purposes.
- Sturgeon will be able to begin the Indiana overhead to underground electric conversion project in the next couple weeks pending completion/priority of current JCMD projects.

Candelas Medical



- Street lights have been installed on West 91st Drive.
- 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. As-builts will be resubmitted by end of week.
- Powell Restoration has installed erosion control blanket on both sides of Big Dry Creek where the new waterline was installed. Seeding of the remaining areas is scheduled to be completed in the coming weeks as weather allows.

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. Arvada will have department inspections for Initial Acceptance complete by the first week in April.

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. Work is scheduled to begin the second week of April.

Construction Contract Documents

Contractor Agreements

- None

Contractor Change Orders

- GH Phipps
 - CO #2 – Erosion Control Blanket Deduct – -\$5,782.90
- Hogan Works
 - CO #3 – Wire Fence Field Measure - \$2,097.35
- KECI
 - CO #2 – Additional Wiring - \$11,037.80
- NRE Excavating
 - CO #5 – Seeding Deduct - -\$5,184.00

- Powell Restoration
CO #1 – Candelas Medical Seeding & EC Blanket - \$26,040.75

Consultant/Vendor Agreements & Task Orders

Consultant/Vendor Agreements

- None

Task Orders and Work Orders

- IDES
TO #12 – District Engineering Services - \$35,000.00
- Martin/Martin
TO #8-A4 – On-Call Survey Amendment #4 - \$7,500.00
- Norris Design
TO #4 – Candelas Parcel 9 District ROW Landscape - \$41,150.00
- SWAP
TO #5 – Storm Water Compliance Coordination and Inspections - \$12,000.00
- SWCA
TO #5 – Compliance at Hwy 93 and Hwy 72 Intersection - \$6,000.00