

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD APRIL 27, 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, April 27, 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.

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 Jeff Nading, seconded by Director Steven Nading 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 March 23, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Jeff Nading and, upon vote, unanimously carried, the minutes of the March 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. 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>.
- Ratify 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.

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- Ratify 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.
- Ratify 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>.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify adoption of Second Amendment to Resolution No. 2013-11-03 of Jefferson Center Metropolitan District No. 1 Regarding Colorado Open Records Act Requests.

Following review, upon motion duly made by Director Steven Nading, 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 April 21, 2021 in the amount of \$200,792.43.

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

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Cash Position Statement: Ms. Tatton reviewed with the Board the cash position statement as of April 19, 2021.

Following discussion, upon motion duly made by Director McKay, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board accepted the cash position statement as of April 19, 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 April 2021,” which summarizes IDES’ review and verification of the expenditures of the District for April 2021 related to certain District construction contracts. The Verification Report identified \$200,792.43 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$200,792.43.

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: There were no updates at this time.

LEGAL MATTERS

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

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

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

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

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 Intergovernmental Agreement with the Board, and noted that the Intergovernmental Agreement is with Denver Water for review. No action was taken by the Board.

Purchase and Sale Agreement (Water Tank Site): Attorney Becher reported to the Board that the Purchase and Sale Agreement (Water Tank Site) is fully executed, and the parties are working through pre-closing matters.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Back reviewed with the Board the Project Status Report dated April 27, 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 Agreement for Subsurface Utility Engineering between the District and Goodbee & Associates, L.L.C.
- Consider approval of Task Order No. 1 to the Agreement for Subsurface Utility Engineering between the District and Goodbee & Associates, L.L.C, for Subsurface Utility Engineering for SH72, in the amount of \$14,300.
- Consider approval of Task Order No. 5 to the Service Agreement between the District and Golden Triangle Construction, Inc., for West 92nd Roadway, in the amount of \$152,906.
- Consider approval of Task Order No. 2-A9 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas Medical Engineering Amendment No. 9, in the amount of \$21,100.

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- Consider approval of Task Order No. 3-A6 to the Service Agreement between the District and Martin/Martin, Inc., for SH93/SH72 Engineering Amendment #6, in the amount of \$12,200.
- Consider approval of Task Order No. 3-A7 to the Service Agreement between the District and Martin/Martin, Inc., for SH93/SH72 Engineering Amendment #7, in the amount of \$12,500.
- Consider approval of Task Order No. 7-A7 to the Service Agreement between the District and Martin/Martin, Inc., for JCMD Parcel Coordination Amendment #7, in the amount of \$10,000.
- Consider approval of Task Order No. 29 to the Service Agreement between the District and Martin/Martin, Inc., for Dry Utility Coordination, Legal Descriptions and Exhibits, in the amount of \$10,000.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Ten Eyck 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.

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

April 27, 2021

Project Work

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

- Import to the north Indiana stockpile is complete. The stockpile has been graded smooth.
- Martin/Martin is completing documentation of easements for the Indiana overhead to underground electric project. Completion of the undergrounding will need to happen concurrently with grading north of Big Dry Creek.

Candelas Medical



- GH Phipps has paved the bottom lift of West 91st Drive for Candelas Medical Phase 2.
- Powell Restoration has completed seeding of the disturbed areas in lots 3, 4, 5 and 6.
- Candelas Medical Phase 1 has received Initial Acceptance from the City of Arvada and the 2 year warranty period has started on the utility and paving improvements.

Candelas Parkway and Indiana Street

- The XCEL design for relocation of the electric pedestal is in progress, landscaping will be completed following pedestal relocation.

Candelas Point



- Sturgeon has begun work on the undergrounding of the water tank electric line extending from Highway 72 north along Wilkerson and east along Candelas Parkway.
- Construction of the fire station is anticipated to begin in the next month.

Construction Contract Documents

Contractor Agreements

- None

Contractor Change Orders

- None

Consultant/Vendor Agreements & Task Orders

Consultant/Vendor Agreements

- Goodbee & Associates, LLC – Subsurface Utility Engineering

Task Orders and Work Orders

- Goodbee & Associates, LLC
 - TO #1 – Subsurface Utility Engineering for SH72 - \$14,300.00
- GTC
 - TO #5 – West 92nd Roadway - \$152,906.00
- Martin/Martin
 - TO #2-A9 - Candelas Medical Engineering Amendment #9 - \$21,100.00

TO #3-A6 - SH93/SH72 Engineering Amendment #6 - \$12,200.00
TO #3-A7 - SH93/SH72 Engineering Amendment #7 - \$12,500.00
TO #7-A7 - JCMD Parcel Coordination Amendment #7 - \$10,000.00
TO #29 - Dry Utility Coordination, Legal Descriptions, Exhibits - \$10,000.00