

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD MAY 23, 2023

A Regular Meeting of the Board of Directors of the Jefferson Center Metropolitan District No. 1 (referred to hereafter as "Board") was convened on Tuesday, May 23, 2023, at 9:30 a.m. This 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 L. Nading
Charles Church McKay
Steve Nading
Brandon Dooling

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Joy Tatton; Simmons & Wheeler, P.C.

Wes Back, Brandon Collins and Elesha Carbaugh-Gonzales; Independent District Engineering Services, LLC ("IDES")

ADMINISTRATIVE MATTERS

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

Agenda: Mr. Solin distributed, for the Board's review and approval, an agenda for the District's Regular Meeting.

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

Location 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 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 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.

May 2, 2023 Election: Mr. Solin advised the Board that the May 2, 2023 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were not more candidates than positions available on the Board of Directors. It was noted that Directors Bradbury, Dooling and McKay were each deemed elected to 4-year terms ending in May, 2027.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Dooling, seconded by Director J. Nading and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Gregg Bradbury
Treasurer	Jeff L. Nading
Secretary	David Solin
Assistant Secretary	Charles Church McKay
Assistant Secretary	Steve Nading
Assistant Secretary	Brandon Dooling

Minutes: The Board reviewed the minutes of the April 25, 2023 Regular Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Dooling and, upon vote, unanimously carried, the minutes of the April 25, 2023 Meeting were approved, as presented.

PUBLIC COMMENT

There were no public comments.

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CONSENT AGENDA

The Board considered the following actions:

- Ratify approval of Contract between the District and Champion Fence and Construction Services, Inc. for fence construction, in the amount of \$47,456.00.
- Ratify approval of Change Order No. 16 to the Contract between the District and Wagner Construction Inc. for additional cut to export on Candelas Indiana North, in the amount of \$52,704.58.
- Ratify approval of Change Order No. 5 to the Contract between the District and Wagner Construction Inc. for regrading/fence removal at the sanitary interceptor (for record only), in the amount of \$0.00.
- Ratify approval of Change Order No. 6 to the Contract between the District and Wagner Construction Inc. for maintenance road quantity increase at the sanitary interceptor, in the amount of \$5,125.00.
- Ratify approval of Master Service Agreement between the District and Golden Triangle Construction, LLC for Design and Engineering Services.
- Ratify approval of Task Order No. 1 to the Contract between the District and Golden Triangle Construction, LLC, for Trailstone Recreation Center Design, in the amount of \$543,701.00.
- Ratify approval of Task Order No. 33-A1 to the Contract between the District and Martin/Martin, Inc. for P6 Highway 72 Widening Amd #1, in the amount of \$6,500.00.
- Ratify approval of award of contract for the Candelas Parkway and Highway 72 Landscape and Irrigation Improvements project to Leo Landscape LLC in the amount of \$788,078.40.
- Ratify approval of award of contract for the Candelas Parkway and Highway 72 Sidewalk project to Concrete Curb LLC, d/b/a Concrete Curb & Paving, Inc., in the amount of \$582,171.00.

Following review, upon motion duly made by Director McKay, seconded by Director Bradbury and, upon vote, carried (with Director J. Nading abstaining), the Board approved and/or ratified approval of, as appropriate, the above Consent Agenda items/actions.

FINANCIAL MATTERS

Claims: The Board reviewed and considered approval of the payment of claims through the period ending May 12, 2023, in the amount of \$1,196,915.35.

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

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Unaudited Financial Statements and Schedule of Cash Position: Ms. Tatton reviewed with the Board the unaudited financial statements for the period ending March 31, 2023, and the schedule of cash position as of May 16, 2023.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2023, and the schedule of cash position as of May 16, 2023.

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

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

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 May 2023,” which summarizes IDES’ review and verification of the expenditures of the District for May 2023 related to certain District construction contracts. The Verification Report identified \$1,196,915.35 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director S. Nading, seconded by Director J. Nading and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$1,196,915.35.

Future Operation and Maintenance Obligations and Related Budget Matters: There was no update.

MANAGEMENT MATTERS

Water Allocations and Facilities Fees Collections: Mr. Solin discussed the water allocations with the Board.

Water Allocation for Jefferson County Public Library (“JCPL”): Mr. Solin discussed with the Board a potential request from JCPL for an allocation of water. It was noted that a letter of intent for purchase of the property has been received, and it is not anticipated that an allocation will be requested or made at this time.

LEGAL MATTERS

City of Arvada’s System Development Charges: There were no updates.

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Report Regarding City of Arvada's System Development Charges: No report was provided.

Gross Reservoir Water Rights Purchase: There were no updates, and the Board directed the removal of this item from future agendas.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Back presented to the Board the Construction Status Report.

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

- Consider approval of Contract between the District and Encompass Services, LLC, for Subsurface Utility Engineering.
- Consider approval of Change Order No.1 to the Contract between the District and RCD Construction Inc., for Contract Closeout, for a reduction in the contract amount of \$<14,269.38>.
- Consider approval of Change Order No.7 to the Contract between the District and Wagner Construction Inc., for Storm Culvert Design Change, in the amount of \$57,382.45.
- Consider approval of Task Order No. 27 to the Contract between the District and CTL/Thompson, Inc., for Hwy. 72 Widening, Candelas Commercial, Parcel 6, in the amount of \$11,500.00.
- Consider approval of Task Order No.1 to the Contract between the District and Encompass Services, LLC, for Subsurface Utility Engineering for SH72, in the amount of \$74,152.73.
- Consider approval of Task Order No.18 to the Contract between the District and Galloway & Company Inc., for Hwy. 72 & Hwy. 93 P2 & P4 Landscape, in the amount of \$10,500.00.

Following discussion, upon motion duly made by Director J. 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.

Warranty Issues:

Premier Earthworks & Infrastructure, Inc. ("PEI") Warranty Obligations: It was noted that IDES will request cost share participation from PEI, and if no response is received a demand letter will be sent.

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CAPITAL IMPROVEMENTS

District Engineer's Cost Certification Report No. 19, prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures relative to Trailstone Filing No.1 Public Improvements: There was no Report available.

Reimbursement to Cimarron Commercial, LLC under the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (CDC), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements: The Board deferred action.

Taylor Morrison of Colorado, Inc. ("Taylor Morrison") Request for Reimbursement of Certain Costs Related to Offsite Sanitary Sewer Improvements: The Board discussed the Taylor Morrison request for reimbursement of certain costs related to offsite sanitary sewer improvements. It was noted that IDES will continue to work with Director J. Nading on this matter.


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 McKay, seconded by Director S. Nading and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 
Secretary for the Meeting