

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD MAY 25, 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, May 25, 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
Steven Nading

Following discussion, upon motion duly made by Director McKay, seconded by Director Jeff Nading and, upon vote, unanimously carried, the absence of Director Diana K. Ten Eyck was excused.

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

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

Joy Tatton; Simmons & Wheeler, P.C.

Wes Back, Elesha Carbaugh-Gonzales and Jesse Peckham; 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 Murphy 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 McKay, seconded by Director Jeff Nading and, upon vote, unanimously carried, the agenda was approved, as amended.

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 April 27, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the minutes of the April 27, 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 Agreement for Subsurface Utility Engineering between the District and Goodbee & Associates, L.L.C.
- Ratify 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.

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- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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 review, upon motion duly made by Director Bradbury, seconded by Director McKay 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 May 17, 2021 in the amount of \$179,914.87.

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.

Unaudited Financial Statements: Ms. Tatton reviewed with the Board the unaudited financial statements for the period ending March 31, 2021 and the schedule of Cash Position as of May 18, 2021.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2021 and the schedule of Cash Position as of May 18, 2021.

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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 May 2021,” which summarizes IDES’ review and verification of the expenditures of the District for May 2021 related to certain District construction contracts. The Verification Report identified \$179,914.87 of District Eligible Expenses and \$0- of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director Steven Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$179,914.87.

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

2020 Audit: Ms. Tatton reported to the Board that the draft audit is in process.

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: Mr. Solin discussed the status of the FEMA Grant Close-out.

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.

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

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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 she has received comments from the Board of Water Commissioners, and will review and incorporate (as applicable) the same.

Following discussion, upon motion duly made by Director Steven Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board approved the Intergovernmental Agreement between the District and the City and County of Denver, acting by and through its Board of Water Commissioners, subject to final legal review.

Purchase and Sale Agreement (Water Tank Site): Attorney Murphy reported to the Board that the City of Arvada is conducting its due diligence in advance of closing under the Purchase and Sale Agreement (Water Tank Site).

CONSTRUCTION MATTERS

Construction Status Report: Mr. Back reviewed with the Board the Project Status Report dated May 25, 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 Task Order No. 18-A2 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Geotech for Two Box Culverts Amendment #2, in the amount of \$2,587.47.
- Consider approval of Task Order No. 20 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for North Indiana Lots 1-3 Geotech, in the amount of \$5,000.
- Consider approval of Task Order No. 12 to the Service Agreement for Traffic Engineering Services between the District and Kimley-Horn and Associates, Inc., for Candelas Taylor Morrison Traffic Impact Study, in an amount not to exceed \$4,000.

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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.

District Engineer's Cost Certification Report No. 4, dated May 20, 2021, prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures, in the amount of \$30,036.67:
Mr. Back reviewed the report with the Board.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved the District Engineer's Cost Certification Report No. 4, dated May 20, 2021, prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures in the amount of \$30,036.67, subject to legal review.

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 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

May 25, 2021

Project Work

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

- 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 pending CLOMR approval.
- SEMA is coordinating the start of Final Acceptance warranty repairs on Indiana and West 91st Place with the City of Arvada

Candelas Medical



- Paving on West 91st Drive has been completed up to the turnaround. Completion of the paving has been delayed due to wet subgrade conditions and seasonal precipitation events. Following paving completion the city will be able to issue punch lists for acceptance of all Candelas Medical Phase 2 improvements.
- Brightview has begun work on the plant replacements in the detention pond and along Candelas Parkway to work towards Final Acceptance of the landscape improvements.

Candelas Parkway and Indiana Street

- The XCEL design for relocation of the electric pedestal has been received and paid for by the District. We are now waiting on a crew to be assigned by XCEL to perform the work.

Candelas Point



- Sturgeon has completed the conduit installation for the undergrounding of the water tank electric line extending from Highway 72 north along Wilkerson and east along Candelas Parkway.
- Arvada Fire Station construction has begun.

Construction Contract Documents

Contractor Agreements

- None

Contractor Change Orders

- None

Consultant/Vendor Agreements & Task Orders

Consultant/Vendor Agreements

- None

Task Orders and Work Orders

- CTL Thompson
 - TO #18-A2 – Geotech for Two Box Culverts Amendment #2 - \$2,587.47
 - TO #20 – North Indiana Lots 1-3 Geotech - \$5,000.00
- Kimley-Horn
 - TO #12 – Candelas Taylor Morrison Traffic Impact Study - \$4,000.00