

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD JUNE 22, 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, June 22, 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 Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the absence of Director Steven Nading was excused.

Also In Attendance Were:

Ann Finn; Special District Management Services, Inc.

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

Joy Tatton; Simmons & Wheeler, P.C.

Wes Back 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. Ms. Finn 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: Ms. Finn 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 Bradbury, seconded by Director Jeff 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 May 25, 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 May 25, 2021 Special Meeting were approved, as presented.

PUBLIC COMMENT

There were no public comments.

CONSENT AGENDA

The Board considered the following actions:

- Consider ratifying 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.

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- Consider ratifying 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 ratifying 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.
- Consider ratifying approval of 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.

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 June 17, 2021 in the amount of \$271,788.88.

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.

Cash Position: Ms. Tatton reviewed with the Board the statement of Cash Position as of June 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 statement of Cash Position as of June 17, 2021.

Expense Tracking Report (ETR): Mr. Back reviewed the Expense Tracking Report with the Board.

District Expenditures Verification Report prepared by Independent District Engineering Services, LLC ("IDES"): Mr. Back reviewed with the Board IDES' report entitled "District Expenditures Verification for June 2021," which summarizes IDES' review and verification of the expenditures of the District for June 2021 related to certain District construction contracts. The Verification Report identified \$271,788.88 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 McKay and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$271,788.88.

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 reviewed the 2020 Audit 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 2020 Audit, subject to final review by counsel and receipt of an unmodified opinion letter from the Auditor.

MANAGEMENT MATTERS

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

FEMA Grant Close-Out: Ms. Finn noted no new updates.

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.

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 (“IGA”): Attorney Murphy provided an update on the status of the IGA. Director Jeff Nading noted he is working with Martin/Martin, Inc. on the exhibits for the IGA.

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Purchase and Sale Agreement (Water Tank Site): Attorney Murphy reported to the Board that closing occurred on June 17, 2021. Director Bradbury noted that there is an outstanding issue relative to the location of an easement required by the City of Arvada to construct the water tank required 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 June 22, 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 Contract between the District and Hogan Works, LLC, for Candelas Medical Wire Fence, in the amount of \$6,375.00.
- Consider approval of Change Order No. 3 to Contract between the District and Miller Wall Company, for adjusted backfill, in the amount of \$16,500.
- Consider approval of Task Order No. 2-A8 to the Master Service Agreement for Civil Engineering and Surveying Services between the District and Galloway & Company, Inc., for On-Call Survey Amendment #8, for a reduction in the contract amount of <\$2,000>.
- Consider approval of Task Order No. 5-A2 to the Master Service Agreement for Civil Engineering and Surveying Services between the District and Galloway & Company, Inc., for Candelas Medical Landscape Design Amendment #2, for a reduction in the contract amount of <\$5,000>.
- Consider approval of Task Order No. 13-A1 to the Master Service Agreement for Civil Engineering and Surveying Services between the District and Galloway & Company, Inc., for additional survey and Construction Amendment #1, for a reduction in the contract amount of <\$2,250>.
- Consider approval of Task Order No. 13 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 \$214,250.

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.

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**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, seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 

Secretary for the Meeting