

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 HELD JULY 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, July 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.

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#### ATTENDANCE

#### Directors In Attendance Were:

Gregg Bradbury  
Jeff Nading  
Charles Church McKay  
Steven Nading

#### 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

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#### 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 Murphy noted that all Directors' Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

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### 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 S. Nading, seconded by Director McKay 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 June 22, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading and, upon vote, unanimously carried, the minutes of the June 22, 2021 Special Meeting were approved, as presented.

**Resignation of Director:** The Board acknowledged the resignation of Diana K. Ten Eyck from the Board of Directors, effective as of July 26, 2021.

The Board then discussed the current vacancy. No action was taken.

### PUBLIC COMMENT

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There were no public comments.

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### CONSENT AGENDA

The Board considered the following actions:

- Consider ratifying 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 ratifying approval of Change Order No. 3 to Contract between the District and Miller Wall Company, for adjusted backfill, in the amount of \$16,500.

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- Consider ratifying 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 ratifying 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 ratifying 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 ratifying 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 review, upon motion duly made by Director J. 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.

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### **FINANCIAL MATTERS**

**Claims:** The Board considered ratification/approval of the payment of claims through the period ending July 21, 2021 in the amount of \$1,139,804.90.

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.

**Cash Position:** Ms. Tatton reviewed with the Board the statement of Cash Position as of July 21, 2021.

Following discussion, upon motion duly made by Director S. Nading, seconded by Director J. Nading and, upon vote, unanimously carried, the Board accepted the statement of Cash Position as of July 21, 2021.

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

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**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 July 2021,” which summarizes IDES’ review and verification of the expenditures of the District for July 2021 related to certain District construction contracts. The Verification Report identified \$253,133.33 of District Eligible Expenses and \$11,671.57 of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director S. Nading and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$253,133.33 and Non-Eligible Expenses in the amount of \$11,671.57.

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

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### **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 noted that there were no new updates.

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### **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**

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**Commissioners (“IGA”)**: Attorney Murphy discussed the status of the IGA with the Board.

**Purchase and Sale Agreement (Water Tank Site)**: Director J. Nading reported to the Board that City of Arvada is working with the respective adjacent property owner regarding the location of an easement necessary to facilitate construction of the water tank.

### **CONSTRUCTION MATTERS**

**Construction Status Report**: Mr. Back reviewed with the Board the Project Status Report dated July 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 award of contract and consider approval of construction contract for the Boulder Canal Box Culvert Under Highway 72 between the District and JBS Pipeline, LLC, d/b/a JBS Pipeline Contractors, in the amount of \$1,081,921.00.
- Consider approval of Agreement for Subsurface Utility Engineering Services between the District and Survwest, LLC.
- Consider approval of Change Order No. 3 to the Contract between the District and K.E.C.I. Colorado, Inc., for Candelas Parkway & Indiana Intersection Improvements, for asphalt patching, in the amount of \$14,754.96.
- Consider approval of Task Order No. 21 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Engineering Consultation of Western Pond Slope Failure, in the amount of \$5,000.00.
- Consider approval of Task Order No. 22 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Hwy 72/Hwy 93 Subgrade Investigation & Pavement Design, in the amount of \$23,300.00.
- Consider approval of Task Order No. 3-A8 to the Service Agreement between the District and Martin/Martin, Inc., for SH72/SH93 Engineering Amendment #8, in the amount of \$15,500.00.
- Consider approval of Task Order No. 1 to the Service Agreement between the District and Survwest, LLC, for Candelas Sanitary Project, in the amount of \$53,264.00.
- Consider approval of Task Order No. 2 to the Service Agreement between the District and Survwest, LLC, for Candelas Roadway Project, in the amount of \$41,172.00.

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- Consider approval of Task Order No. 3 to the Service Agreement between the District and Survwest, LLC, for Candelas Waterline Project, in the amount of \$79,624.00.
- Consider approval of Task Order No. 6 to Storm Water Asset Protection LLC (SWAP), for Storm Water Oversight Services, in the amount of \$18,000.00.

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

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### **OTHER BUSINESS**

There was no other business.

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### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Bradbury, seconded by Director J. Nading and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,



By: \_\_\_\_\_

Secretary for the Meeting