

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 AUGUST 24, 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, August 24, 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

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, Elesha Carbaugh-Gonzales and Jesse Peckham; Independent District Engineering Services, LLC

Brandon Dooling; Board Candidate

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' 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 J. 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 July 27, 2021 Special Meeting.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay and, upon vote, unanimously carried, the minutes of the July 27, 2021 Special Meeting were approved, as presented.

Board Appointment: The Board discussed the vacancy on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible elector, Brandon Dooling, was nominated to serve on the Board. Following discussion, upon motion duly made by Director McKay, seconded by Director Bradbury, and upon vote unanimously carried, the Board appointed Brandon Dooling to fill the vacancy on the Board.

There were no public comments.

PUBLIC COMMENT

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CONSENT AGENDA

The Board considered the following actions:

- Ratify approval of award of contract and ratify 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.
- Ratify approval of Agreement for Subsurface Utility Engineering Services between the District and Survwest, LLC.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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 review, upon motion duly made by Director Bradbury, seconded by Director S. Nading 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 August 18, 2021 in the amount of \$131,274.85.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay 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 August 18, 2021.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board accepted the statement of Cash Position as of August 18, 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 August 2021,” which summarizes IDES’ review and verification of the expenditures of the District for August 2021 related to certain District construction contracts. The Verification Report identified \$131,274.85 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$131,274.85 and Non-Eligible Expenses in the amount of \$-0-.

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: 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 reviewed with the Board the District Engineer's Verification of Expenditures for Candelas Medical Phase One Improvements dated August 24, 2021 in the amount of \$21,381.17.

Following review and discussion, upon motion duly made by Director J. Nading, seconded by Director S. Nading and, upon vote, unanimously carried, the Board approved the District Engineer's Verification of Expenditures for Candelas Medical Phase One Improvements dated August 24, 2021 in the amount of \$21,381.17.

Verification of Expenditures for Candelas Medical Phase Two Improvements: Mr. Back reviewed with the Board the District Engineer's Verification of Expenditures for Candelas Medical Phase Two Improvements dated August 24, 2021 in the amount of \$73,592.27.

Following review and discussion, upon motion duly made by Director J. Nading, seconded by Director S. Nading and, upon vote, unanimously carried, the Board approved the District Engineer's Verification of Expenditures for Candelas Medical Phase Two Improvements dated August 24, 2021 in the amount of \$73,592.27.

Disbursement Requests under the Phase One Agreement: The Board reviewed Disbursement Request No. 14 under the Phase One Agreement.

Following review and discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board approved Disbursement Request No. 14 under the Phase One Agreement, in the amount of \$21,381.17.

Disbursement Requests under the Phase Two Agreement: The Board reviewed Disbursement Request No. 12 under the Phase Two Agreement.

Following review and discussion, upon motion duly made by Director Jeff Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board approved Disbursement Request No. 12 under the Phase Two Agreement, in the amount of \$73,592.77.

Intergovernmental Agreement between the District and the City and County of Denver, acting by and through its Board of Water Commissioners ("IGA"): Attorney Becher discussed the status of the IGA with the Board, noting that approval of the IGA by the Denver Water Board is pending. No action is necessary.

Purchase and Sale Agreement (Water Tank Site): The Board discussed the potential easement necessary for the City of Arvada to

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construct the water tank on the Water Tank Site. Director J. Nading reported to the Board that a market valuation is being completed relative to the easement.

Corrective Special Warranty Deed from the District, as Grantor, to the City of Arvada, as Grantee, relative to the conveyance of the Water Tank Site: Attorney Becher reviewed with the Board the Corrective Special Warranty Deed from the District, as Grantor, to the City of Arvada, as Grantee, relative to the conveyance of the Water Tank Site.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading and, upon vote, unanimously carried, the Board ratified approval of the Corrective Special Warranty Deed from the District, as Grantor, to the City of Arvada, as Grantee, relative to the conveyance of the Water Tank Site.

Cost Contribution Agreement between the District and the City of Arvada relative to the Sleeping Indian Tank: Attorney Becher reported to the Board that the Cost Contribution Agreement is being drafted.

Amendment to Service Agreement for Project Management Services between the District and Papillon, LLC: Discussion deferred.

Engagement of Special Counsel Relative to Application to Colorado Public Utilities Commission: Attorney Becher discussed with the Board engagement of Special Counsel relative to the application to Colorado Public Utilities Commission.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the engagement of Otten, Johnson, Robinson, Neff & Ragonetti, P.C. as special counsel relative to application to Colorado Public Utilities Commission, subject to legal review.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Back reviewed with the Board the Project Status Report dated August 24, 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:

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- Consider approval of Task Order No. 17-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Joyce & Indiana Street Landscape, in the amount of \$7,650.00.
- Consider approval of Task Order No. 22-A5 to the Service Agreement between the District and Martin/Martin, Inc., for Indiana North Infrastructure Design Amendment #5, in the amount of \$34,000.00.
- Consider approval of Task Order No. 23-A2 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas Indiana Widening Amendment #2, in the amount of \$16,000.00.
- Consider approval of Task Order No. 5-A1 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 Amendment #1, in the amount of \$2,000.00.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading 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 McKay, seconded by Director J. Nading and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 

Secretary for the Meeting