

## 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 SEPTEMBER 28, 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, September 28, 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  
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, Elesha Carbaugh-Gonzales and Jesse Peckham; Independent District Engineering Services, LLC

#### 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 Bradbury, seconded by Director J. 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 August 24, 2021 Special Meeting.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director Dooling and, upon vote, unanimously carried, the minutes of the August 24, 2021 Special Meeting were approved, as presented.

### PUBLIC COMMENT

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There were no public comments.

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### CONSENT AGENDA

The Board considered the following actions:

- Ratify 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.
- Ratify 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.
- Ratify 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.

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- Ratify 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 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.

### FINANCIAL MATTERS

**Claims:** The Board considered ratification/approval of the payment of claims through the period ending September 21, 2021 in the amount of \$378,520.94.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director Dooling 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 September 22, 2021.

Following discussion, upon motion duly made by Director S. Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board accepted the statement of Cash Position as of September 22, 2021.

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

**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 September 2021,” which summarizes IDES’ review and verification of the expenditures of the District for September 2021 related to certain District construction contracts. The Verification Report identified \$378,520.94 of District Eligible Expenses and \$-0- 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

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Board determined to accept the District Eligible Expenses in the amount of \$378,520.94.

**Future Operation and Maintenance Obligations:** Attorney Becher discussed with the Board future operation and maintenance obligations and related budget matters. No action was taken by the Board.

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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 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 ratified approval of 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 ratified approval of 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 J. Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board ratified approval of Disbursement Request No. 14 under the Phase One Agreement, in the amount of \$21,381.17.

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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 J. Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board ratified approval of Disbursement Request No. 12 under the Phase Two Agreement, in the amount of \$73,592.77.

**SCL Escrow Accounts:** Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board directed staff to close the SCL Escrow Accounts and authorized Director Bradbury to send notification to the Title Company.

**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 and noted that the IGA has been fully executed. No action is necessary.

**Potential Easement Relating to Purchase and Sale Agreement (Water Tank Site):** The Board deferred discussion

**Proposal from Environmental Designs, Inc. (“EDI”) for 2021-2022 Snow Removal Services:** The Board reviewed the proposal from EDI for 2021-2022 snow removal services.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the proposal from EDI for 2021-2022 snow removal services.

**Proposal from EDI for Landscape Maintenance Services:** Mr. Solin discussed with the Board the proposal from EDI for landscape maintenance services.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the proposal from EDI for landscape maintenance services.

Addendum to Landscape Maintenance Services from Environmental Designs, Inc. for 2022 tree fertilization: The Board reviewed the Addendum to the Landscape Maintenance Services from Environmental Designs, Inc. for 2022 tree fertilization.

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Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the Addendum to the Landscape Maintenance Services from Environmental Designs, Inc. for 2022 tree fertilization.

Addendum to Landscape Maintenance Services from Environmental Designs, Inc. for 2022 native areas: The Board reviewed the Addendum to the Landscape Maintenance Services from Environmental Designs, Inc. for 2022 native areas.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the Addendum to the Landscape Maintenance Services from Environmental Designs, Inc. for 2022 native areas.

**Cost Contribution Agreement between the District and the City of Arvada relative to the Sleeping Indian Tank:** Attorney Becher reported to the Board that her office is in the process of drafting the Cost Contribution Agreement.

**Amendment to Service Agreement for Project Management Services between the District and Papillon, LLC:** Attorney Becher reported to the Board that her office is in the process of drafting the Amendment.

**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 Dooling and, upon vote, unanimously carried, the Board ratified approval of the engagement of Otten, Johnson, Robinson, Neff & Ragonetti, P.C. as special counsel relative to the application to the Colorado Public Utilities Commission.

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### **CONSTRUCTION MATTERS**

**Construction Status Report:** Mr. Back reviewed with the Board the Project Status Report dated September 28, 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 Master Service Agreement for Excavating between the District and Hogan Action Services, Inc.

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- Consider approval of Master Service Agreement for Candelas Medical Retaining Wall Repairs between the District and Miller Wall Company
- Consider approval of Master Service Agreement for Concrete between the District and Rocosas Concrete LLC.
- Consider approval of Work Order No. 1 to the Master Service Agreement for Excavating between the District and Hogan Action Services, Inc. for excavating services, in the amount of \$5,800.
- Consider approval of Change Order No. 5 to the Contract between the District and Hogan Works, LLC, for Candelas Medical Wire Fence, in the amount of \$1,232.50.
- Consider approval of Work Order No. 1 to the Master Service Agreement for Candelas Medical Retaining Wall Repairs between the District and Miller Wall Company, for retaining wall repairs, in the amount of \$29,993.
- Consider approval of Work Order No. 1 to the Master Service Agreement for Concrete between the District and Rocosas Concrete LLC, for concrete sidewalk removal and replacement, in the amount of \$2,080.
- Consider approval of Task Order No. 17-A1 to the Master Service Agreement for Civil Engineering and Surveying Services between the District and Galloway & Company, Inc., for Joyce and Indiana Street landscape, in the amount of \$7,650.
- Consider approval of Task Order No. 2 to the Agreement for Subsurface Utility Engineering between the District and Goodbee & Associates, L.L.C, for Subsurface Utility Engineering for SH72 over to Denver Water's Boulder Canal, in the amount of \$17,766.22.
- Consider approval of Task Order No. 3-A9 to the Service Agreement between the District and Martin/Martin, Inc., for SH93/SH72 Engineering Amendment, in the amount of \$1,500.

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

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### **CAPITAL IMPROVEMENTS**

There were no capital improvements matters presented.

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### **OTHER BUSINESS**

The Board discussed quarterly Continuing Disclosure Reports. Mr. Solin will work with Ms. Tatton to provide her with the numbers of permits, square footage and Certificates of Occupancy issued.

Mr. Solin update the Board on the status of communications regarding the acquisition of easements related to lot northeast of Highway 72.


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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