

## 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 OCTOBER 26, 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, October 26, 2021, at 9:30 a.m. This 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  
Charles Church McKay  
Steven Nading  
Brandon Dooling

Following discussion, upon motion duly made by Director Steven Nading, seconded by Director McKay and, upon vote, unanimously carried, the absence of Director Jeff Nading 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 and Elesha Carbaugh-Gonzales; 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 Steven Nading, seconded by Director McKay and, upon vote, unanimously carried, the agenda was approved, as presented.

**Location 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 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 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 September 28, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Dooling and, upon vote, unanimously carried, the minutes of the September 28, 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 Master Service Agreement for Excavating between the District and Hogan Action Services, Inc.
- Ratify approval of Master Service Agreement for Candelas Medical Retaining Wall Repairs between the District and Miller Wall Company.
- Ratify approval of Master Service Agreement for Concrete between the District and Rocosas Concrete LLC.
- Ratify 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.
- Ratify 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.

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- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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 review, upon motion duly made by Director Bradbury, seconded by Director Dooling 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 October 18, 2021 in the amount of \$249,917.37.

Following discussion, upon motion duly made by Director Steven 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 October 20, 2021.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board accepted the statement of Cash Position as of October 20, 2021.

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**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 October 2021,” which summarizes IDES’ review and verification of the expenditures of the District for October 2021 related to certain District construction contracts. The Verification Report identified \$249,917.37 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director Steven Nading, seconded by Director Dooling and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$249,917.37.

**Future Operation and Maintenance Obligations:** There were no updates at this time.

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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 reported that the District has received notification that FEMA has approved the close-out of the grant.

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### **LEGAL MATTERS**

**Intergovernmental Agreement by and between the City of Arvada and Jefferson Center Metropolitan District No. 1 for Financing of the Design, Bid, and Construction of Upgrades and Improvements to the Alkire Lift Station:** Attorney Murphy discussed the status of the Intergovernmental Agreement and reported to the Board that she is awaiting a response from the City of Arvada. No action was taken.

**Potential Easement Relating to Purchase and Sale Agreement (Water Tank Site):** Attorney Murphy reported to the Board that negotiations with the City of Arvada regarding the easement are ongoing. No action was taken.

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**Cost Contribution Agreement between the District and the City of Arvada relative to the Sleeping Indian Tank:** Attorney Murphy discussed the status of the Cost Contribution Agreement and reported to the Board that she is awaiting comments from the City of Arvada. No action was taken.

**Intergovernmental Agreement by and between the City and County of Denver and Jefferson Center Metropolitan District No. 1 to extend the box culvert to facilitate the undergrounding of a portion of the remainder of the Canal from the Highway 72 right-of-way:** Attorney Murphy reviewed with the Board the Intergovernmental Agreement by and between the City and County of Denver and Jefferson Center Metropolitan District No. 1 to extend the box culvert to facilitate the undergrounding of a portion of the remainder of the Canal from the Highway 72 right-of-way.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Dooling and, upon vote, unanimously carried, the Board ratified approval of the Intergovernmental Agreement by and between the City and County of Denver and Jefferson Center Metropolitan District No. 1 to extend the box culvert to facilitate the undergrounding of a portion of the remainder of the Canal from the Highway 72 right-of-way.

**Change Order No. 1 to the Service Agreement for Project Management Services between the District and Papillon, LLC:** Attorney Murphy reviewed with the Board Change Order No. 1 to the Service Agreement for Project Management Services between the District and Papillon, LLC.

Following discussion, upon motion duly made by Director Steven Nading, seconded by Director Dooling and, upon vote, unanimously carried, the Board approved Change Order No. 1 to the Service Agreement for Project Management Services between the District and Papillon, LLC.

**Acquisition of Highway 72 Remnant Lot:** Mr. Solin and the Board discussed the status of the acquisition of Highway 72 Remnant Lot.

**Phase I appraisal:** Mr. Solin reviewed with the Board the Agreement with McCloud & Associates for preparation of a Phase I appraisal.

Following discussion, upon motion duly made by Director McKay, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board approved the Agreement with McCloud & Associates for preparation of a Phase I appraisal, in an amount not to exceed \$2,800.

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### CONSTRUCTION MATTERS

**Construction Status Report:** Mr. Back reviewed with the Board the Project Status Report dated October 26, 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 construction contract for the Highway 72 Water Main between the District and Timco Blasting & Coatings, Inc., in the amount of \$1,119,152.
- Consider approval of Task Order No. 13-A1 to the Service Agreement for District Oversight Services between the District and Independent District Engineering Services, LLC, for Additional Budget for O&M, in the amount of \$5,000.
- Consider approval of Task Order No. 13 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 \$8,200.
- Consider approval of Task Order No. 7-A8 to the Service Agreement between the District and Martin/Martin, Inc., for JCMD Parcel Coordination Amendment, in the amount of \$10,000.
- Consider approval of Task Order No. 22-A6 to the Service Agreement between the District and Martin/Martin, Inc., Indiana North Infrastructure Design, in the amount of \$36,000.
- Consider approval of Task Order No. 24-A5 to the Service Agreement between the District and Martin/Martin, Inc., for Highway 72 Parcel P5 Widening Amendment, in the amount of \$84,500.
- Consider approval of Task Order No. 5 to the Service Agreement for Project Management Services between the District and Papillon, LLC, for District Management fees, in the amount of \$377,000.

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

**State Highway 93 & 72 Box Culvert Project:** The Board discussed the status of the State Highway 93 & 72 Box Culvert Project. No action was taken.

### CAPITAL IMPROVEMENTS

There were no capital improvements matters presented.

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### OTHER BUSINESS

There was no other business to discuss at this time.

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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 McKay and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: 

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Secretary for the Meeting