

## RECORD OF PROCEEDINGS

---

### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 NOVEMBER 23, 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, November 23, 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.

---

#### ATTENDANCE

#### Directors In Attendance Were:

Gregg Bradbury  
Jeff Nading  
Charles Church McKay  
Steven Nading (for a portion of the meeting)  
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 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.

---

#### ADMINISTRATIVE MATTERS

**Agenda:** Mr. Solin distributed, for the Board's review and approval, a proposed agenda for the District's Special Meeting.

## RECORD OF PROCEEDINGS

---

Following discussion, upon motion duly made by Director Dooling, seconded by Director Steven Nading and, upon vote, unanimously carried, the agenda was approved, as amended.

**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 October 26, 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 October 26, 2021 Special Meeting were approved, as presented.

**Resolution No. 2021-11-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices:** The Board considered Resolution No. 2021-11-01, Resolution Establishing Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices.

Mr. Solin reviewed the business to be conducted in 2022 to meet the statutory compliance requirements. Following discussion, the Board determined to meet on the fourth Tuesday of every month at 9:30 a.m. Meetings will be held virtually.

Following review, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-01, Resolution Establishing Regular Meeting Dates, Time and Location and Designating Location for Posting of 24-Hour Notices.

**Section 32-1-809, C.R.S., Reporting Requirements, Mode of Eligible Elector Notification for 2022:** The Board discussed Section 32-1-809, C.R.S., reporting requirements and mode of eligible elector notification for 2022.

## RECORD OF PROCEEDINGS

---

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried the Board determined to post the required transparency notice information to the Special District Association's website and the District's website.

---

### PUBLIC COMMENT

There were no public comments.

---

### CONSENT AGENDA

The Board considered the following actions:

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

---

## RECORD OF PROCEEDINGS

---

### FINANCIAL MATTERS

**Claims:** The Board considered ratification/approval of the payment of claims through the period ending November 18, 2021 in the amount of \$131,989.28.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board ratified or approved (as appropriate) the payment of claims, as presented.

**Bill.com:** The Board discussed Bill.com.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board acknowledge the conversion to utilize Bill.com for accounts payable processing and designated Director Steven Nading and Director Bradbury as authorized parties to review and approve invoices.

**Unaudited Financial Statements:** Ms. Tatton reviewed with the Board the unaudited financial statements for the period ending September 30, 2021.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 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 November 2021,” which summarizes IDES’ review and verification of the expenditures of the District for November 2021 related to certain District construction contracts. The Verification Report identified \$131,989.28 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Dooling and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$131,989.28.

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

## RECORD OF PROCEEDINGS

---

**Future Operation and Maintenance Obligations:** Attorney Becher discussed with the Board future operation and maintenance obligations.

**2021 Audit:** The Board discussed preparation of the 2021 Audit by Fiscal Focus Partners LLC.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board approved the engagement of Fiscal Focus Partners LLC to prepare the 2021 Audit, for an amount not to exceed 5% more than last year.

**2021 Budget Amendment Hearing:** The President opened the public hearing to consider an amendment to the 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider an amendment to the 2021 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. There were no comments from the public in attendance and the public hearing was closed.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2021 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**2022 Budget Hearing:** The President opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Ms. Tatton reviewed the estimated 2021 expenditures and the proposed 2022 expenditures.

Following discussion, the Board considered the adoption of Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-04 to Set Mill Levies (for the General Fund at 5.026 mills and the Debt Service Fund at 32.271 mills,

## RECORD OF PROCEEDINGS

---

and Contractual Obligations at 17.996 for a total mill levy of 55.293 mills). Upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. Mr. Solin was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Jefferson County not later than December 15, 2021. Mr. Solin was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022. Copies of the adopted Resolutions are attached to these minutes and incorporated herein by this reference.

*Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan:* The Board reviewed Resolution No. 2021-11-05, Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-05, Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan. A copy of the adopted Resolution is attached to these minutes and incorporated herein by this reference.

**DLG-70 Mill Levy Certification Form:** The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

**Preparation of the 2023 Budget:** Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget and set the date for the public hearing for the November 22, 2022 Board meeting.

---

## RECORD OF PROCEEDINGS

---

### 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.

---

### 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 Becher 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):** The Board deferred discussion.

**Cost Contribution Agreement between the District and the City of Arvada relative to the Coal Creek Tank (previously referred to as the Sleeping Indian Tank):** Attorney Becher reviewed with the Board the Cost Contribution Agreement between the District and the City of Arvada relative to the Coal Creek Tank (previously referred to as the Sleeping Indian Tank).

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board ratified approval of the Cost Contribution Agreement between the District and the City of Arvada relative to the Coal Creek Tank (previously referred to as the Sleeping Indian Tank).

**Acquisition of Highway 72 Remnant Lot:** Mr. Solin and the Board discussed the status of the acquisition of Highway 72 Remnant Lot. The Board directed Mr. Solin to provide the appraisal to the property owner and to make an offer to the property owner of \$20,000 for the acquisition of the Highway 72 Remnant Lot.

**Resolution to Call the May 3, 2022 Regular Directors' Election:** The Board discussed the upcoming election and Resolution No. 2021-11-06 to Call the May 3, 2022 Regular Directors' Election.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-06 to Call the May 3, 2022 Regular Directors' Election and appointed David Solin as the Designated Election Official and authorized him to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

---

## RECORD OF PROCEEDINGS

---

### CONSTRUCTION MATTERS

**Construction Status Report:** Mr. Back reviewed with the Board the Project Status Report dated November 23, 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. 1 to the Contract between the District and JBS Pipeline, LLC, d/b/a JBS Pipeline Contractors, for the Box Culvert design change, pavement, for a deduction in the amount of <\$19,819.91>.
- Consider approval of Task Order No. 5 to the Master Service Agreement for Design Services between the District and Norris Design, Inc., for Master Planning and Graphics, in the amount of \$4,000.
- Consider approval of Task Order No. 3-A10 to the Service Agreement between the District and Martin/Martin, Inc., for SH93/SH72 Engineering Amendment, in the amount of \$5,000.
- Consider approval of Task Order No. 30 to the Service Agreement between the District and Martin/Martin, Inc., for Arvada Water & San. Sewer Study Analysis, in the amount of \$20,000.
- Consider approval of Task Order No. 31 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas Parcel P1, P3, and P5, in the amount of \$19,500.

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:** There were no updates at this time.

### CAPITAL IMPROVEMENTS

There were no capital improvements matters presented.

### OTHER BUSINESS

The Board discussed the December 28, 2021 Board meeting. The Board determined to cancel the December 28, 2021 Board meeting and reschedule it on December 21, 2021 at 9:30 a.m.




**RECORD OF PROCEEDINGS**

---

**ADJOURNMENT**

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

Respectfully submitted,

By:   
\_\_\_\_\_  
Secretary for the Meeting