

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 DECEMBER 21, 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, December 21, 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
Brandon Dooling

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

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.

ADMINISTRATIVE MATTERS

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

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Following discussion, upon motion duly made by Director McKay, seconded by Director Jeff 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 November 23, 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 November 23, 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 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>.
- Ratify 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.
- Ratify 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.
- Ratify 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.
- Ratify 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.

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Following review, upon motion duly made by Director Bradbury, seconded by Director Jeff 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 December 13, 2021 in the amount of \$4,412,190.17, which includes the wire of \$3,800,000 to the City of Arvada for the Coal Creek Water Tank, pursuant to the Cost Contribution Agreement between the District and the City of Arvada.

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

Unaudited Financial Statements: Ms. Tatton reviewed with the Board the cash position statement as of December 15, 2021.

Following discussion, upon motion duly made by Director Dooling, seconded by Director Bradbury and, upon vote, unanimously carried, the Board accepted the cash position statement as of December 15, 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 December 2021,” which summarizes IDES’ review and verification of the expenditures of the District for December 2021 related to certain District construction contracts. The Verification Report identified \$4,412,190.17 of District Eligible Expenses and \$-0- of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$4,412,190.17.

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Future Operation and Maintenance Obligations: There were no new updates to discuss.

Reimbursement Request No. 3: The Board reviewed Reimbursement Request No. 3 to Cimarron Metropolitan District pursuant to the Intergovernmental Restructuring Agreement by and between the District, Jefferson Center Metropolitan District No. 2, Vauxmont Metropolitan District, and Cimarron Metropolitan District (“Restructuring Agreement”).

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board approved Reimbursement Request No. 3 to Cimarron Metropolitan District pursuant to the Restructuring Agreement.

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 and Bid Phase Engineering Services for Improvements to the Alkire Lift Station: Attorney Murphy provided an update to the Board on the status of the Agreement.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Steven Nading and, upon vote, unanimously carried, the Board approved the Intergovernmental Agreement by and between the City of Arvada and Jefferson Center Metropolitan District No. 1 for Financing of the Design and Bid Phase Engineering Services for Improvements to the Alkire Lift Station, subject to final legal review.

Potential Easement Relating to Purchase and Sale Agreement (Water Tank Site): Attorney Murphy reported to the Board that Cimarron Commercial, LLC granted the easement to the City of Arvada.

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

Engagement Agreement between the District and Alderman Bernstein LLC as special eminent domain counsel: Attorney Murphy reviewed with the Board the Engagement Agreement between the District and Alderman Bernstein LLC as special eminent domain counsel.

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Following discussion, upon motion duly made by Director McKay, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved the Engagement Agreement between the District and Alderman Bernstein LLC as special eminent domain counsel.

Resolution of Necessity relative to acquisition of property through the exercise of eminent domain: Attorney Murphy reviewed with the Board a Resolution of Necessity relative to acquisition of property through the exercise of eminent domain.

Following discussion, upon motion duly made by Director McKay, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board adopted the Resolution of Necessity relative to acquisition of property through the exercise of eminent domain.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Back reviewed with the Board the Project Status Report dated December 21, 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. 2 to the Contract between the District and JBS Pipeline, LLC, d/b/a JBS Pipeline Contractors, for box full closure changes, in the amount of \$104,038.01.
- Consider approval of Change Order No. 4 to the Contract between the District and K.E.C.I. Colorado, Inc. for landscape repair deduction, for a deduction in the amount of <\$4,796.04>.
- Consider approval of Work Order No. 6 to the Service Agreement between the District and Golden Triangle Construction, Inc., for revise sanitary sewer design, in the amount of \$10,215.
- Consider approval of Task Order No. 23 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Hwy 72 Roadway and Box Culvert, Hwy 72 East of Hwy 92, in the amount of \$6,183.
- Consider approval of Task Order No. 4 to the Service Agreement between the District and Survwest, LLC, for Highway 93 and Highway 72 Widening Project, in the amount of \$46,873.
- Consider approval of Master Service Agreement for Geotechnical Engineering Services between the District and Triax Engineering, LLC (“Triax MSA”).

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- Consider approval of Task Order No. 1 to the Triax MSA, for Materials Testing Services, SH 72 Water Main, in the amount of \$7,894.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Board approved (or ratified approval of, as appropriate) the Agreements, Contracts, Change Orders, Task Orders and Work Orders listed above.

State Highway 93 & 72 Box Culvert Project: Mr. Back updated the Board on the status of the State Highway 93 and 72 Box Culvert Project.

**CAPITAL
IMPROVEMENTS**

There were no capital improvements matters presented.


OTHER BUSINESS

There was no other business at this time.

ADJOURNMENT

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

Respectfully submitted,

By: 

Secretary for the Meeting