

# JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1

141 Union Boulevard, Suite 150  
Lakewood, Colorado 80228-1898  
Tel: 303-987-0835 · 800-741-3254  
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## NOTICE OF A REGULAR MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Gregg Bradbury	President/Chairman	2020/May 2020
Jeff L. Nading	Treasurer	2022/May 2022
Charles Church McKay	Assistant Secretary	2020/May 2020
Diana K. Ten Eyck	Assistant Secretary	2020/May 2020
Steve Nading	Assistant Secretary	2022/May 2022
David Solin	Secretary	

DATE July 23, 2019 (Tuesday)  
TIME: 9:30 A.M.  
PLACE: Special District Management Services, Inc.  
141 Union Boulevard, Suite 150  
Lakewood, Colorado

### I. ADMINISTRATIVE MATTERS

- A. Present Disclosures of Potential Conflicts of Interest.
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- B. Approve Agenda, confirm location of the meeting and posting of meeting notices.
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- C. Review and approve Minutes from the June 25, 2019 regular meeting (enclosure).
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### II. CONSENT AGENDA – these items are considered to be routine and will be approved and/or ratified by one motion. There will be no separate discussion of these items unless a Board Member so requests, in which event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.

- Change Order #19 to the Contract between the District and Premier Earthworks & Infrastructure for miscellaneous CORs, in the amount of \$25,684.64.
- Change Order #20 to the Contract between the District and Premier Earthworks & Infrastructure for miscellaneous CORs, in the amount of \$21,659.89.
- Change Order #17 to the Contract between the District and Sema Construction, for final quantities, a reduction in the contract amount of <\$10,603.95>.
- Task Order No. 7-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Candelas Point Amendment #1, in the amount of \$15,386.

- Task Order No. 19 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas/Indiana Intersection Design, in the amount of \$13,700.
  - Ratify approval of Change Order No. 3 to the Service Agreement for Traffic Engineering Services between the District and Kimley-Horn and Associates, Inc., for Highway 72/Candelas Parkway Traffic Study, in an amount not to exceed \$7,300.00.
  - Ratify approval of Task Order No. 8 to the Service Agreement for District Oversight Services between the District and Independent District Engineering Services, LLC, for Candelas Medical and Project Closeout, in an amount not to exceed \$54,860.00.
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### III. FINANCIAL MATTERS

- A. Review and consider approval of the payment of claims through the period ending July 23, 2019 as follows: (to be distributed at meeting)

General Fund:	\$ 9,970.73
Debt Service Fund:	\$ -0-
Capital Projects Fund:	\$ 307,029.88
<b>Total:</b>	<b>\$ <u>317,000.61</u></b>

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- B. Review and consider approval of 2018 Audit (to be distributed under separate cover) and authorize execution of Representations Letter.
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- C. Review Expense Tracking Report and consider approval of District Expenditures Verification Report (to be distributed at meeting).
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- D. Review forecast of General Fund Revenues and Expenditures.
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- E. Review Non-Eligible Expense Tracking Report (to be distributed at meeting).
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- F. Discuss status of Facilities Fees collections.
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- G. Discuss status of Reimbursement Request Nos. 1 & 2 to Foothills Community Church.
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- H. Discuss status of preparation for District financing. Authorize any necessary actions required in connection therewith.

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- I. Task Order No. 2 to the Service Agreement for Project Management Services between the District and Papillon, LLC, for District Management fees, in the amount of \$282,000.

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- J. Ratify approval of agreement or change order with Golden Triangle Construction, Inc., for the construction of District improvements for public ROW for Lot 6, in an amount not to exceed \$20,000.00.

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#### IV. LEGAL MATTERS

- A. **Post-Closing Agreement and Escrow Instructions (Phase One Improvements) by and among the District, Cimarron Development Company, Sisters of Charity of Leavenworth Health System, Inc., and First American Title Insurance Company ("Phase One Agreement"); and Post-Closing Agreement and Escrow Instructions (Phase Two Improvements) by and among the same parties ("Phase Two Agreement"):**
  - 1. Discuss status of construction under the Phase One Agreement and Phase Two Agreement.

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    - a. Consider verification of Expenditures under the Phase One Agreement and/or Phase Two Agreement.

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  - 2. Review and consider approval (or ratification of) Disbursement Request(s) under the Phase One Agreement and/or Phase Two Agreement:
    - a. Consider approval of Disbursement Request No. 3 under the Phase One Agreement, in the amount of \$\_\_\_\_\_.

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- B. Discuss status of water allocations (to be distributed).

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- C. Review and consider adoption of Resolution No. 2019-07-01, First Amendment to Resolution No. 2018-10-01, Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of 72-Hour and 24-Hour Notices (enclosure).
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- D. Review and consider adoption of Resolution No. 2019-07-02, Resolution of the Board of Directors of the Jefferson Center Metropolitan District No. 1 Establishing District Website and Designating Location for Posting of 24-Hour Notices (enclosure).
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- E. Discuss status of establishment of SIPA website.
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V. CONSTRUCTION MATTERS

- A. Review Construction Status Report.
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- B. Consider approval of contracts, work orders and change orders.
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- C. Discuss status of water tank construction negotiations at Highway 93 and Candelas Parkway with the City of Arvada.
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1. Discuss Non-Exclusive License Agreement between Cimarron Commercial, LLC and the District.
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2. Discuss Non-Exclusive License Agreement between the District and the City of Arvada.
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3. Discuss Purchase and Sale Agreement between Cimarron Commercial, LLC and the District for the purchase of the Tank Site.
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4. Discuss Intergovernmental Agreement for the Purchase of Tank Site between the District and the City of Arvada.
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VI. CAPITAL IMPROVEMENTS

A. \_\_\_\_\_

VII. OTHER BUSINESS

A. \_\_\_\_\_

VIII. ADJOURNMENT *THE NEXT REGULAR MEETING IS SCHEDULED FOR  
AUGUST 27, 2019.*

## RECORD OF PROCEEDINGS

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**MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1  
HELD  
JUNE 25, 2019**

A Regular Meeting of the Board of Directors of the Jefferson Center Metropolitan District No. 1 (referred to hereafter as "Board") was convened on Tuesday, the 25th day of June, 2019, at 9:30 A.M., at the offices of the District, 141 Union Boulevard, Suite 150, Lakewood, Colorado 80228. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Gregg Bradbury  
Jeff L. Nading  
Charles Church McKay  
Diana K. Ten Eyck  
Steve 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. (via speakerphone for a portion of the meeting)

Brandon Collins (in person) and Elesha Carbaugh-Gonzales (via speakerphone); Independent District Engineering Services, LLC

Brandon Dooling; Golden Triangle Construction

Creig Veldhuizen; Jefferson Center Metropolitan District No. 2

### 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 to 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'

## RECORD OF PROCEEDINGS

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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 Regular Meeting.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Steve Nading and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Approval of Meeting Location:** 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. Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Steve Nading and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

**Minutes:** The Board reviewed the Minutes from the May 28, 2019 regular meeting.

Following discussion, upon motion duly made by Director McKay, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Minutes from the May 28, 2019 regular meeting were approved, as presented.

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### **CONSENT AGENDA**

The Board considered the following actions:

- Ratify approval of Change Order #17 to the Contract between the District and Premier Earthworks & Infrastructure for Candelas Medical quantity changes, in the amount of \$407,093.65.
- Ratify approval of Change Order #18 to the Contract between the District and Premier Earthworks & Infrastructure for seeding deduction for Candelas Point and Kings North, for a deduction in the amount of <\$37,357.77>.
- Ratify approval of Task Order No. 9-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Kings North Amendment #1, in the amount of \$5,508.

## RECORD OF PROCEEDINGS

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- Ratify approval of Task Order No. 2-A4 to the Master Service Agreement for Civil Engineering and Surveying Services between the District and Galloway and Company, Inc., for On-Call Survey, in the amount of \$15,000.
- Ratify approval of Task Order No. 6-A1 to the Master Service Agreement for Civil Engineering and Surveying Services between the District and Galloway and Company, Inc., for landscape design deduction, in the amount of <\$924.35>.
- Ratify approval of Work Order No. 2 to the Master Service Agreement for Miscellaneous Construction between the District and Golden Triangle Construction, Inc., for deduction for unused TO amount, in the amount of <\$8,646>.
- Ratify approval of Task Order No. 2-A2 to the Service Agreement between the District and Martin/Martin, Inc., for SCL Medical Engineering Amendment No. 2, in the amount of \$72,974.
- Ratify approval of Task Order No. 3-A3 to the Service Agreement between the District and Martin/Martin, Inc., for SH93/SH72 Amendment No. 3, for a deduction in the amount of <\$37,809.67>.
- Ratify approval of Task Order No. 7-A2 to the Service Agreement between the District and Martin/Martin, Inc., for additional legal services – JCMD Parcel coordination, in the amount of \$7,500.
- Ratify approval of Task Order No. 9-A2 to the Service Agreement between the District and Martin/Martin, Inc., for Jefferson Parkway Coordination Amendment #2, in the amount of \$10,000.
- Ratify approval of Task Order No. 13-A1 to the Service Agreement between the District and Martin/Martin, Inc., for 72-93, Traffic Signal Design – Highway 72 and Road A, for a deduction in the amount of <\$9,522.50>.
- Ratify approval of Task Order No. 3 to the Master Service Agreement between the District and Wright Water Engineers, for deduction of unused task order amount, for a deduction in the amount of <\$5,276.41>.

Following review, upon motion duly made by Director Jeff Nading, seconded by Director Steve Nading and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above Consent Agenda actions.

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### **FINANCIAL MATTERS**

**Claims:** The Board considered approval of the payment of claims for the period ending June 25, 2019 as follows:

General Fund:	\$ 9,711.74
Debt Service Fund:	\$
Capital Projects Fund:	\$ 761,478.02
Total:	\$ <u>771,189.76</u>



## RECORD OF PROCEEDINGS

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Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Jeff Nading and, upon vote, unanimously carried, the Board approved the payment of claims for the period ending June 25, 2019.

**2018 Audit:** Ms. Tatton reported to the board that the draft audit will be ready for presentation at the July Board meeting.

**Expense Tracking Report (ETR):** Mr. Solin reviewed the Expense Tracking Report with the Board.

**District Expenditures Verification Report prepared by Independent District Engineering Services, LLC ("IDES"):** Mr. Collins reviewed IDES' report entitled "District Expenditures Verification for June 2019," which summarizes IDES' review and verification of the expenditures of the District for June 2019 related to certain District construction contracts. The Verification Report identified \$768,047.76 of District Eligible Expenses and \$3,142.00 of Non-Eligible Expenses.

Following discussion, upon motion duly made by Director Steve Nading, seconded by Director Bradbury and, upon vote, unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$768,047.76.

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

**Non-Eligible Expense Tracking Report (ETR):** Mr. Solin reviewed the Non-Eligible Expense Tracking Report with the Board.

**Facilities Fees for Water Taps:** Mr. Solin discussed the status of the outstanding Facilities Fees for Water Taps with the Board.

**Reimbursement Request Nos. 1 & 2 to Foothills Community Church ("FCC"):** Attorney Becher discussed the status of Reimbursement Request Nos. 1 & 2 to the Foothills Community Church ("FCC").

**Preparation of the 2020 Budget:** The Board discussed the preparation of the 2020 Budget.

Following discussion, upon motion duly made by Director Jeff Nading, seconded by Director McKay and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2020 Budget.

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## RECORD OF PROCEEDINGS

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### LEGAL MATTERS

Post-Closing Agreement and Escrow Instructions (Phase One Improvements) by and among the District, Cimarron Development Company, Sisters of Charity of Leavenworth Health System, Inc., and First American Title Insurance Company ("Phase One Agreement"); and Post-Closing Agreement and Escrow Instructions (Phase Two Improvements) by and among the same parties ("Phase Two Agreement"):

Construction under the Phase One Agreement and Phase Two Agreement: The Board discussed the status of construction under the Phase One and Phase Two Agreements. Mr. Collins reported to the Board that the Phase I grading is 95% completed and utility construction is beginning. Also, the Phase II grading is out-to-bid and due July 10, 2019.

Verification of Expenditures Under the Phase One Agreement and/or Phase Two Agreement: The Board deferred discussion.

Disbursement Request(s) under the Phase One Agreement and/or Phase Two Agreement: The Board deferred discussion.

Water Allocations: Mr. Solin discussed with the Board the status of water allocations.

New Legislation regarding Posting Meeting Notices and Establishment of a Website: Attorney Becher reviewed with the Board a memorandum regarding legislative changes to public meeting notice requirements. Following discussion, the Board directed legal counsel to prepare the appropriate resolution(s) regarding posting of meeting notices for adoption at the next Board meeting.

Creation of District Website: The Board discussed the creation of a District website.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried, the Board authorized the District Manager to create a District website on the Statewide Internet Portal Authority, for an amount not to exceed \$2,000.

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### CONSTRUCTION MATTERS

Construction Status Report: Mr. Collins discussed with the Board the Project Status Report dated June 25, 2019. A copy of the report is attached hereto and incorporated herein by this reference.

## RECORD OF PROCEEDINGS

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**Contracts, Task Orders, Work Orders and Change Orders:** Mr. Collins discussed the following Task Orders, Work Orders and Change Orders:

- Change Order #19 to the Contract between the District and Premier Earthworks & Infrastructure for miscellaneous CORs, in the amount of \$25,684.64.
- Change Order #20 to the Contract between the District and Premier Earthworks & Infrastructure for miscellaneous CORs, in the amount of \$21,659.89.
- Change Order #17 to the Contract between the District and Sema Construction, for final quantities, for a deduction in the contract amount of <\$10,603.95>.
- Task Order No. 7-A1 to the Master Service Agreement for Construction Observation and Materials Testing Services between the District and CTL/Thompson, Inc., for Candelas Point Amendment #1, in the amount of \$15,386.
- Task Order No. 19 to the Service Agreement between the District and Martin/Martin, Inc., for Candelas/Indiana Intersection Design, in the amount of \$13,700.
- Task Order No. 2 to the Service Agreement for Project Management Services between the District and Papillon, LLC, for District Management fees, in the amount of \$282,000.
- Task Order No. 8 to the Service Agreement for District Oversight Services between the District and Independent District Engineering Services, LLC, for Candelas Medical and Project Closeout, in an amount not to exceed \$54,860.

Following discussion, upon motion duly made by Director McKay, seconded by Director Steve 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, subject to Director Jeff Nading's final review of the Task Order for IDES.

**Status of Water Tank Construction Negotiations:** Attorney Becher discussed with the Board the status of water tank negotiations between the District and the City of Arvada.

**Intergovernmental Agreement between the District and City of Arvada:** The Board deferred action at this time.

**Traffic Impact Study:** The Board reviewed the proposal from Kimley-Horn and Associates, Inc. for preparation of a Traffic Impact Study.

## RECORD OF PROCEEDINGS

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Following discussion, upon motion duly made by Director McKay, seconded by Director Steve Nading and, upon vote, unanimously carried, the Board approved the proposal from Kimley-Horn and Associates, Inc. for preparation of a Traffic Impact Study, for an amount not to exceed \$7,300.

**Improvements for Public Right-of-Way ("ROW"):** The Board discussed the construction of District improvements for Public ROW for Lot 6.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director McKay and, upon vote, unanimously carried with Directors Bradbury, McKay, Ten Eyck and Steve Nading voting "Yes" and Director Jeff Nading abstaining; the Board approved an agreement or change order with Golden Triangle Construction, Inc. for the construction of the District improvements for Public ROW for Lot 6, for an amount not to exceed \$20,000.

**CAPITAL  
IMPROVEMENTS**

\_\_\_\_\_  
**None.**  
\_\_\_\_\_

**OTHER BUSINESS**

\_\_\_\_\_  
**None.**  
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**ADJOURNMENT**

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

Respectfully submitted,

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

# JEFFERSON CENTER METRO DISTRICT NO. 1

## Board Meeting Project Status

June 25, 2019

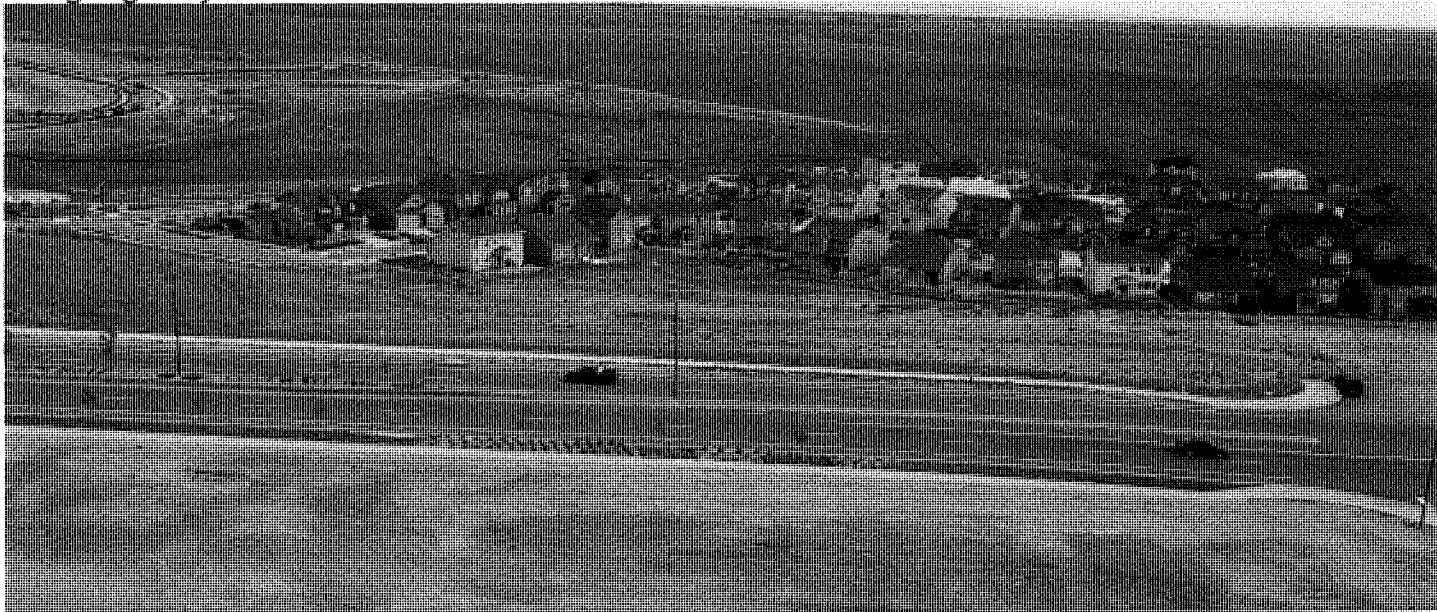
### Project Work

#### Candelas Point

- The remaining paving and striping on Highway 72 is scheduled to be installed this week.



- Landscaping is currently being installed along Candelas Parkway. Landscaping of tree lawns along Highway 72 is scheduled to start this week.



- Seeding has been completed on the lots and the stockpile.



- Currently coordinating with PEI and Arvada to address the remaining initial acceptance punchlist items and obtain city sign-off. Twelve of fourteen range points have been installed. Waiting on city input on how to install range points that fall in concrete cross pans.







**Specializing in District Engineering including, Program Management, Construction Management, and Facility Acquisitions for Special Districts**

## Kings North

- Site stabilization work was completed this month.



- Currently coordinating with PEI and Arvada to address the remaining initial acceptance punchlist items and obtain city sign-off.



## Candelas Medical

- PEI currently staging and bringing in materials for the utilities at Candelas Medical Phase 1. Construction on the KDPL pipeline relocation is scheduled to start this week.



- Bidding and advertisement for Candelas Medical Phase 2 Earthwork is in progress. Bids are due July 10<sup>th</sup>.



## Other Matters

- An initial warranty acceptance letter was received from Arvada for Indiana and 91<sup>st</sup>. The two-year warranty commencement date is May 16, 2019.

## **Construction Contract Documents**

### **Contractor Contracts**

- None

### **Potential Contracts**

- None

### **Contract Change Orders**

- Premier Earthworks & Infrastructure
  - CO #19 – Miscellaneous CORs - \$25,684.64
  - CO #20 – Miscellaneous CORs - \$21,659.89
- SEMA Construction, Inc.
  - CO #17 – Final Quantities - <-\$10,603.95>

## **Consultant/Vendor Agreements & Task Orders**

### **Consultant/Vendor Agreements**

- None

### **Task Orders and Work Orders**

- CTL Thompson
  - TO #7-A1 – Candelas Point Amendment #1 - \$15,386.00
- Martin/Martin
  - TO #13-A1 - 72-93 Traffic Signal Design - Hwy 72 & Rd A - Deduct - <-\$9,522.50> - ratify TO due to error on May board status report.
  - TO #19 – Candelas/Indiana Intersection Design - \$13,700.00
- Papillon
  - TO #2 – District Management Fees - \$282,000.00

### **Consultant Potential Task Orders**

- Kimley Horn – 72-Candelas Parkway Traffic Study - \$7,300.00
- IDES – Potential Future Task Order for Candelas Medical and project closeout– Amount Under Review