

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE JEFFERSON CENTER METROPOLITAN DISTRICT NO. 1 (THE “DISTRICT”) HELD JULY 22, 2025

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, July 22, 2025, at 9:30 a.m. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Gregg Bradbury, President
Jeff L. Nading, Treasurer
Charles Church McKay, Assistant Secretary
Steve Nading, Assistant Secretary
Brandon Dooling, Assistant Secretary

Also In Attendance Were:

David Solin and Diana Garcia; Special District Management Services, Inc. (SDMS)

Megan Becher, Esq.; McGeady Becher Cortese Williams P.C.

Joy Tatton; Tatton and Company

Brandon Collins; Independent District Engineering Services, LLC (IDES)

Gregg McKay; Member of the Public

ADMINISTRATIVE MATTERS

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.

Agenda: The Board reviewed the Agenda for the meeting.

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Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board approved the Agenda, 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 June 24, 2025 Regular Meeting.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board approved the Minutes of the June 24, 2025 Regular Meeting.

PUBLIC COMMENT

There were no public comments.

CONSENT AGENDA

The Board reviewed the Consent Agenda.

- Ratify approval of the Contractor Agreement between the District and CJB'S LLC (D/B/A CJB's Excavation), for Highway 72 Sewer Repair, in the amount of \$99,182.00.
- Ratify approval of Change Order No. 6 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC, for Public Information Services Consultant, in the amount of \$16,180.20.
- Ratify approval of Task Order No. 7 to the Contract between the District and Aztec Consultants, Inc., for Miscellaneous Survey, in the amount of \$10,700.00.
- Ratify approval of Task Order No. 7-A18 to the Contract between the District and Martin/Martin, Inc., for JCMD Parcel Coordination Amend #18, in the amount of \$20,000.00.
- Ratify approval of Task Order No. 8-A13 to the Contract between the District and Martin/Martin, Inc., for On-Call Survey Amend #13, in the amount of \$10,000.00.

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- Ratify approval of Task Order No. 24-A24 to the Contract between the District and Martin/Martin, Inc., for Barbara Gulch Additional CA Amend #24, in the amount of \$15,000.00.
- Ratify approval of Task Order No. 25-A9 to the Contract between the District and Martin/Martin, Inc., for Candelas Sanitary Sewer Outfall Amend #9, in the amount of \$3,500.00.
- Ratify approval of Task Order No. 28-A3 to the Contract between the District and Martin/Martin, Inc., for Candelas Parkway Sidewalk Design Plans Amend #3, in the amount of \$5,000.00.
- Ratify approval of Task Order No. 29-A8 to the Contract between the District and Martin/Martin, Inc., for DU Coordination/Legal Descriptions/Exhibits Amend #8, in the amount of \$12,500.00.
- Ratify approval of Task Order No. 33-A11 to the Contract between the District and Martin/Martin, Inc., for P6 Highway 72 Widening Amend #11, in the amount of \$7,500.00.
- Ratify approval of Task Order No. 34-A7 to the Contract between the District and Martin/Martin, Inc., for Parcels P2 & P4 Amend #7, in the amount of \$25,000.00.
- Ratify approval of Task Order No. 35-A8 to the Contract between the District and Martin/Martin, Inc., for Barbara Gulch FP Grading/Utility Relocates Amend #8, in the amount of \$3,500.00.
- Ratify approval of Task Order No. 7 to the Contract between the District and Norris Design AZ, LLC, for JCMD Streetscape, in the amount of \$10,000.00.

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 items on the Consent Agenda.

FINANCIAL MATTERS

Claims: Ms. Tatton reviewed with the Board the claims through the period ending July 22, 2025.

Following review and discussion, upon motion duly made by Director Bradbury, seconded by Director Dooling, and upon vote unanimously carried, the Board ratified and approved the payment of claims through the period ending July 22, 2025, in the amount of \$1,395,546.19.

Schedules of Cash Position: Ms. Tatton reviewed the Schedules of Cash Position as of July 17, 2025.

Following discussion, upon motion duly made by Director S. Nading, seconded by Director Dooling, and upon vote unanimously carried, the Board accepted the Schedules of Cash Position as of July 17, 2025.

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Forecasts of General Fund and Bond Fund Revenues and Expenditures: Ms. Tatton reviewed, and the Board discussed, the forecasts of General Fund and Bond Fund revenues and expenditures.

Expense Tracking Report and District Expenditures Verification Report prepared by Independent District Engineering Services, LLC (“IDES”): Mr. Collins presented to the Board the Expense Tracking Report and IDES’ report entitled “District Expenditures Verification for June 2025”, which summarizes IDES’ review and verification of the expenditures of the District for June 2025 related to certain District construction contracts. The Verification Report identified \$1,395,546.19 of District Eligible Expenses.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director S. Nading, and upon vote unanimously carried, the Board determined to accept the District Eligible Expenses in the amount of \$1,395,546.19.

2024 Audit: Ms. Tatton informed the Board that the 2024 Audit is still underway.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading, and upon vote unanimously carried, the Board authorized the execution and filing of a Request for Extension of Time to File Audit.

Arbitrage Compliance Services: The Board reviewed proposals from Causey Public Finance, LLC and Arbitrage Compliance Specialists, Inc. for arbitrage compliance services.

Following discussion, upon motion duly made by Director J. Nading, seconded by Director Bradbury, and upon vote unanimously carried, the Board authorized the engagement of Arbitrage Compliance Specialists, Inc. for arbitrage compliance services for an amount not to exceed \$3,500.00.

Chase Bank Damage/Reimbursement: The Board discussed recent damage to District improvements on Kendrick Street apparently caused by Chase Bank in the course of installation of its own improvements. Following discussion, the Board directed IDES to prepare a reimbursement request to Chase Bank and/or the bank developer entity for the costs associated with the repairs to the District improvements.

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MANAGEMENT MATTERS

Water Tracking Report: Mr. Solin reviewed the Water Tracking Report with the Board.

LEGAL MATTERS

Bond Issuance: Attorney Becher and Director Bradbury updated the Board on a potential bond issuance and potential Service Plan and structural modifications.

Future Operation and Maintenance Obligations: No discussion was held.

Financial Summary relative to Project Funding and Reimbursement Agreement by and between the District and the Jeffrey L. Nading Trust: Attorney Becher informed the Board that she is working on a few additional revisions to the summary prior to finalization.

Bankruptcy of JBS Pipeline Contractors: No discussion was held.

First Amendment to Amenity Construction, Acquisition and Reimbursement Agreement with Taylor Morrison: Attorney Becher reviewed with the Board the First Amendment to Amenity Construction, Acquisition and Reimbursement Agreement (Trailstone Development) by and among the District, Taylor Morrison of Colorado, Inc., and Cimarron Development Company.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director J. Nading, and upon vote unanimously carried, the Board approved the First Amendment to Amenity Construction, Acquisition and Reimbursement Agreement (Trailstone Development) by and among the District, Taylor Morrison of Colorado, Inc., and Cimarron Development Company, subject to final legal review.

Retaining Wall and Water Line Easement Agreement by and between the District and Cimarron Development Company: Attorney Becher reviewed with the Board the Retaining Wall and Water Line Easement Agreement by and between the District and Cimarron Development Company.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading, and upon vote unanimously carried, the Board approved the Retaining Wall and Water Line Easement Agreement by and between the District and Cimarron Development Company, subject to final legal review.

Post-Closing Agreement and Escrow Instructions by and among Cimarron Development Company, RW Candelas Owner, LLC,

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Jefferson Center Metropolitan District No. 1, and Fidelity National Title Company – National Commercial Services Colorado Division:

Attorney Becher discussed with the Board the Post-Closing Agreement and Escrow Instructions by and among Cimarron Development Company, RW Candelas Owner, LLC, Jefferson Center Metropolitan District No. 1, and Fidelity National Title Company – National Commercial Services Colorado Division.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading, and upon vote unanimously carried, the Board approved the Post-Closing Agreement and Escrow Instructions by and among Cimarron Development Company, RW Candelas Owner, LLC, Jefferson Center Metropolitan District No. 1, and Fidelity National Title Company – National Commercial Services Colorado Division, subject to final legal review.

Assessment of Liquidated Damages and Demand Letter from Wagner Construction, Inc. relative to Barbara Gulch Grading and Utility Improvements:

Improvements: Attorney Becher discussed with the Board the response to the Assessment of Liquidated Damages and Demand Letter from Wagner Construction, Inc. relative to Barbara Gulch Grading and Utility Improvements.

Engagement of Special Counsel: The Board discussed the engagement of Brownstein Hyatt Farber Schreck, LLP as special counsel.

Following 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 engagement of Brownstein Hyatt Farber Schreck, LLP as special counsel.

Executive Session to Receive Legal Advice on Specific Legal Questions: No Executive Session was necessary.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Collins reviewed with the Board the Project Status Report, dated July 22, 2025.

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

- Change Order No. 12 to the Contract between the District and Colorado Civil Infrastructure Inc., for Additional Sleeving, in the amount of \$28,626.30.

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- Change Order No. 13 to the Contract between the District and Colorado Civil Infrastructure Inc., for Updated Full Depth Pavement Quantity, in the amount of \$117,614.23.
- Change Order No. 14 to the Contract between the District and Colorado Civil Infrastructure Inc., for Updated Crosspan Lengths, in the amount of \$2,106.81.
- Change Order No. 1 to the Contract between the District and CJB'S LLC (D/B/A CJB's Excavation), for Additional Insurance/Bonds, in the amount of \$7,139.77.
- Change Order No. 2 to the Contract between the District and CJB'S LLC (D/B/A CJB's Excavation), for Abandon Sewer Service, in the amount of \$36,966.00.
- Change Order No. 4 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC, for Last Chance Ditch Pipe Extension, in the amount of \$42,647.25.
- Change Order No. 5 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC, for Railroad Traffic Signal Work, in the amount of \$383,358.48.
- Change Order No. 7 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC, for Separate Patching and Detour PVMT, for a reduction in the contract amount of <\$0.15>.
- Change Order No. 8 to the Contractor Agreement between the District and Castle Rock Construction Company of Colorado, LLC, for Grind Rumble Strips – SH 93, in the amount of \$23,870.00.
- Change Order No. 5 to the Agreement between the District and DACS Corp., for 91st and Kendrick Asphalt R&R, in the amount of \$12,045.00.
- Change Order No. 2 to the Agreement between the District and Environmental Designs Inc., for E. Hallett Mainline Jumper, in the amount of \$3,379.98.
- Change Order No. 3 to the Agreement between the District and Gerald H. Phipps, Inc. (D/B/A GH Phipps Construction Company), for Sidewalk Replacement, in the amount of \$15,205.00.
- Change Order No. 3 to the Contractor Agreement between the District and Gold's Concrete, LLC, for Culvert Dewatering, in the amount of \$1,982.00.
- Change Order No. 14 to the Contract between the District and SMH West LLC, for Denied CO's, in the amount of \$0.00.
- Task Order No. 3 to the Contract between the District and Golden Triangle Construction, Inc., for Trailstone Recreation Center Design, in the amount of \$42,901.00.
- Task Order No. 22 to the Contract between the District and Independent District Engineering Services, LLC, for District Engineering Services, in the amount of \$153,000.00.

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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.

OPERATIONS / MAINTENANCE MATTERS

Proposal for Interim Work on Tract Parcel 6: Mr. Solin reviewed with the Board a proposal from Environmental Designs, Inc. for interim work on tract Parcel 6.

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 Environmental Designs, Inc., for interim work on tract Parcel 6, in the amount of \$2,128.91 and authorized preparation of a change order.

CAPITAL IMPROVEMENTS

District Engineer's Cost Certification Report No. 35 prepared by Independent District Engineering Services, LLC, certifying District eligible expenditures relative to Trailstone Filing No. 1 Public Improvements: The Board reviewed Cost Certification Report No. 35, dated July 2025, prepared by Independent District Engineering Services, LLC, certifying District-eligible ("Report No. 35").

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading, and upon vote unanimously carried, the Board approved Report No. 35, subject to revisions discussed and to final review by Director J. Nading and Director Bradbury.

Reimbursement to Cimarron Commercial, LLC under the Facilities Funding and Acquisition Agreement between the District and Cimarron Development Company (CDC), as amended, and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements: The Board discussed authorizing reimbursement to Cimarron Commercial, LLC in the amount certified per Report No. 35, pursuant to the Facilities Funding and Acquisition Agreement between the District and CDC and pursuant to the Letter from CDC regarding Payment Directive Pertaining to Certified Costs for Trailstone Filing No. 1 Public Improvements.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director S. Nading, and upon vote unanimously carried, the Board authorized reimbursement to Cimarron Commercial, LLC in the amount certified by Report No. 35, as finalized.

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OTHER BUSINESS

There was no other business.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By 
Secretary for the Meeting