

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE JONES DISTRICT COMMUNITY AUTHORITY BOARD

A regular meeting of the Board of Directors (the “**Board**”) of the Jones District Community Authority Board (the “**CAB**”) was held on February 22, 2024, at 11:00 a.m. (the “**Meeting**”). This Meeting was held via Microsoft Teams videoconference and teleconference. The meeting was open to the public.

#### ATTENDANCE

##### Directors in attendance were:

Cary Wicker (Representative for Jones Metropolitan District Nos. 1-5)  
Whitney Skylar (Representative for Jones Metropolitan District No. 1)  
Andrea Ferber (Representative for Jones Metropolitan District No. 1)  
James Priestley (Representative for Jones Metropolitan District No. 1)  
Jason Mitchell (Representative for Jones Metropolitan District No. 1)

##### Also in attendance were:

Suzanne Meintzer, Esq.; McGeady Becher P.C.  
Denise Denslow, Ashley Heidt and Nichole Kirkpatrick; CliftonLarsonAllen LLP  
Brandon Collins; Independent District Engineering Services, LLC

#### ADMINISTRATIVE MATTERS

**Disclosure of Potential Conflicts of Interest:** The Board confirmed the presence of a quorum and called the Meeting to order. The Board noted that disclosures of potential conflict of interest statements for each of the Board members were filed with the Secretary of State at least seventy-two hours in advance of the Meeting. Attorney Meintzer requested that the Board members consider whether they had any additional conflicts of interest to disclose. Attorney Meintzer noted for the record that there were no new disclosures made by the Board members present at the Meeting and incorporated for the record those applicable disclosures made by the Board members prior to this Meeting and in accordance with statute.

**Agenda, Meeting Location and Posting of Meeting Notice:** The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Meeting. The Board determined to hold this Meeting via videoconference and teleconference. The Board noted that notice of this Meeting and the videoconference and teleconference meeting information was duly posted, and the Board had not received any objections to the videoconference and teleconference meeting or any requests that the Meeting be changed by taxpaying electors within the boundaries of the Jones Metropolitan District Nos. 1-5, nor by any taxpaying electors within the CAB’s service area.

Following discussion, upon a motion duly made by Director Wicker, seconded by Director Ferber and, upon vote unanimously carried, the Board approved the Agenda.

**January 25, 2024 Regular Meeting Minutes:** Following review and discussion,

## RECORD OF PROCEEDINGS

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upon a motion duly made by Director Wicker, seconded by Director Ferber and, upon vote unanimously carried, the Board approved the Minutes of the January 25, 2024 regular meeting.

### FINANCIAL MATTERS

**Payment of Claims and Developer Advance from The Jones District, L.L.C.:** Ms. Kirkpatrick reviewed the claims in the amount of \$7,422.47, and noted that of the total amount, \$5,928.83 was to be paid from the CAB's Capital Projects Fund, and \$1,493.64 was to be paid from the CAB's General Fund.

Following review and discussion, upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote unanimously carried, the Board approved the payment of claims and acknowledged a developer advance in the General Fund, in the amount of \$1,493.64.

**Schedule of Cash Position as of June 30, 2023, updated as of February 13, 2024:** Ms. Kirkpatrick presented the Schedule of Cash Position to the Board. Following review and discussion, upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote unanimously carried, the Board accepted the Schedule of Cash Position as of June 30, 2023, updated as of February 13, 2024.

### CAPITAL PROJECTS MATTERS

**CAB Engineer / Construction Manager Report:** Mr. Collins presented the CAB Engineer/Construction Report, noting that erosion control maintenance items remain ongoing. Mr. Collins also discussed the request for reimbursement from Jones Six Seven, LP, under that certain Parcels 6 and 7 Construction, Acquisition and Reimbursement Agreement dated September 16, 2021, between the CAB and Jones Six Seven, LP.

**Program Manager Report and Public Plaza Design Committee Report:** None.

**Cost Certification Report No. 37 by Independent District Engineering Services, LLC for Capital Expenditures:** Mr. Collins discussed Cost Certification Report No. 37 with the Board.

Following review and discussion, upon a motion duly made by Director Ferber, seconded by Director Wicker and, upon vote unanimously carried, the Board approved Cost Certification Report No. 37.

Cost Certification Report No. 37 is attached hereto and incorporated herein by reference.

### LEGAL MATTERS

**Requisition No. 38 from the Project Fund for Payment of Certified Costs:** Attorney Meintzer reviewed Requisition No. 38 with the Board. Following review, upon a motion duly made by Director Ferber, seconded by Director Wicker and, upon vote unanimously carried, the Board approved Requisition No. 38 from

## RECORD OF PROCEEDINGS

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the Project Fund for Payment of Certified Costs, in the amount of \$5,928.83.

### OTHER BUSINESS

**Quorum for Next Regular Meeting:** The Board confirmed a quorum for the next regular meeting.

### ADJOURNMENT

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

The foregoing record constitutes a true and correct copy of the Minutes of the above-referenced meeting.

Respectfully submitted,

DocuSigned by:

*Whitney Skylar*

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Secretary for the Meeting

# Jones District Community Authority Board Cost Certification



**Report #37**  
**February 2024**



Independent District Engineering Services, LLC  
1626 Cole Blvd, Suite 125  
Lakewood, CO 80401  
[www.idesllc.com](http://www.idesllc.com)

# Jones District Community Authority Board Cost Certification Report #37

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February 22, 2024

Jones District Community Authority Board  
Attention: MaryAnn McGeady  
McGeady Becher P.C.  
450 East 17<sup>th</sup> Avenue, Suite 400  
Denver, CO 80203-1254

## **JONES DISTRICT COMMUNITY AUTHORITY BOARD COST CERTIFICATION REPORT #37**

### **INTRODUCTION**

Independent District Engineering Services, LLC (the “Engineer”) was hired by the Jones District Community Authority Board (the “CAB”) to review expenditures provided by The Jones District, LLC (the “Developer”), and to review vendor/contractor invoices to be paid directly by the CAB, for construction related expenses, and determine eligibility for CAB financing. The expenditures are for the Jones District development located in the City of Centennial, Colorado. This report summarizes the Engineer’s approach and opinion.

The expenditures for construction related expenses discussed in this report that were paid for through the CAB are being certified as verified costs in the amount of **\$5,928.83**. The Developer submitted no expenses for this report. The total verified costs in this report amounts to **\$5,928.83**.

The expenditures for construction related expenses reviewed in this report include erosion control maintenance and district engineering services.

### **REFERENCE DOCUMENTS**

The following documents were used in determining recommendations for this report:

- Jones District Community Authority Board Establishment Agreement, by and between Jones Metropolitan District Nos. 1-5, dated July 24, 2020.
- Service Plan for Jones Metropolitan District No. 1-5, prepared by McGeady Becher P.C., dated February 10, 2020.
- Facilities Funding and Acquisition Agreement, by and between Jones District Community Authority Board and The Jones District, LLC, dated September 30, 2020.

The Engineer used the above documents only as a general guideline in verification of costs.

### **ASSUMPTIONS**

The following assumptions were made for this report.

- No storm water management practice inspections or recommendations were conducted as part of this report.
- It is our understanding that the CAB is funding the construction of public infrastructure for the project. To the extent the Developer may construct the public infrastructure in the future, the Facilities Funding and Acquisition Agreement provides that the Developer will be required to obtain acceptances from local jurisdictions. The CAB does not have obligations for local jurisdiction acceptance of infrastructure it is funding.
- Expenditures presented do not represent the entire contract value, but only the portion of the

contract value provided for our review. Other expenditures for the project may exist.

- Expenditures that did not have enough information to be verified with this report may be verified in a future report.
- The Developer will assign any right to refunds for the CAB Eligible Costs included in this report to the CAB. The Developer will promptly notify the CAB if a refund is available.

## **DISCUSSION**

### **Activities Conducted**

For this report, the following activities were performed:

- The reference documents provided by the CAB and the Developer were reviewed.
- Invoices provided by the CAB were reviewed. A summary was created and is included as Attachment B.
- A site visit was conducted. Project improvements were photographed.
- Contact was made with Developer to verify knowledge of the work and services performed.
- Select contract unit costs were compared to other projects constructed in the Denver Metropolitan Area. Not all unit costs were compared, only a representative sample to ensure that the expenditures are reasonable overall.

This report was prepared with a specific scope and an elaborate analysis was not performed. Daily construction observation was not performed. This is a realistic and reasonable analysis to verify the public expenditures for the invoices and information provided by the Developer and the CAB. Additional expenditures and information may result in adjustments to our cost verification.

### **Review of Expenditures**

To provide a cost certification of expenses for CAB improvements, invoices provided by the CAB and the Developer were reviewed. This report consists of expenditures provided between July of 2023 and January of 2024. Invoice costs were allocated as verified costs or non-eligible expenses and a summary is included as Attachment B. Invoices provided were reviewed to determine that the work and cost value were appropriated correctly, and that proof of payment was provided.

### **Vendors**

All contractors, consultants, and vendors whose invoice information were submitted, were evaluated for their project participation and services performed, materials provided, or work completed. A summary of vendor participation is included as Attachment A.

### **Site Visit**

A site visit was conducted in February of 2024. Photos were taken of the project to memorialize the construction of infrastructure and are included in Attachment C. From our visual inspection, it appears the completed improvements were constructed in a quality manner consistent with other similar projects and meeting generally accepted construction requirements.

## **SUMMARY OF EXPENDITURES BY CATEGORY**

The table below provides a summary of expenditures by category and Service Plan division. The major elements of the improvements were allocated across these specific categories.



<b>Service Plan Categories</b>		
<b>Improvement Type</b>	<b>Amount</b>	<b>Percent</b>
Water	\$1,185.77	20.00%
Sanitary Sewer	\$2,371.52	40.00%
Street	\$1,185.77	20.00%
Safety	\$0.00	0.00%
Parks & Rec	\$1,185.77	20.00%
Transportation	\$0.00	0.00%
TV Relay	\$0.00	0.00%
Mosquito	\$0.00	0.00%
<b>Total</b>	<b>\$5,928.83</b>	<b>100.00%</b>

This is the thirty-seventh cost certification report for the CAB. The table below shows the verified costs to date for the CAB per the Service Plan categories through the thirty-seven reports.

<b>Service Plan Categories - Total to Date</b>		
<b>Improvement Type</b>	<b>Amount</b>	<b>Percent</b>
Water	\$859,868.41	13.91%
Sanitary Sewer	\$1,869,895.15	30.25%
Street	\$2,752,956.97	44.54%
Safety	\$153,683.59	2.49%
Parks & Rec	\$544,892.03	8.82%
Transportation	\$0.00	0.00%
TV Relay	\$0.00	0.00%
Mosquito	\$0.00	0.00%
<b>Total</b>	<b>\$6,181,296.15</b>	<b>100.00%</b>

## **RECOMMENDATION**

In our professional opinion, expenditures for the construction related expenses were reviewed and found to be reasonable and comparable to other similar projects in the Denver Metropolitan Area. At this time and based on the information provided, the Engineer certifies the expenditures provided by the CAB and Developer as eligible construction related expenses as shown in Attachment B and subject to the level of review presented in this report. The certified construction related expenses in this Report to be funded by the CAB amount to **\$5,928.83**.

<b>Source of Funding</b>	<b>Amount</b>
CAB Paid	\$5,928.83
Construction Reserve Paid - Certified	\$0.00
Developer Paid - CAB to Reimburse	\$0.00
Non-Eligible - Developer to Pay	\$1,493.64
<b>Total Reviewed</b>	<b>\$7,422.47</b>



Should you have any questions or require further information please feel free to contact us.

Respectfully Submitted,  
Independent District Engineering Services, LLC

A handwritten signature in black ink that reads "Chase Hanusa". The signature is written in a cursive style and is positioned above the printed name.

Chase Hanusa P.E.

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# Attachment A

## Vendors

# Attachment A

## Vendors

Following is a summary of the contractors, consultants and vendors that performed work and services for the report.

**BrightView Landscaping Services, Inc** Contractor that provided landscaping repair, maintenance, and testing services. Expenditures were considered non-capital in nature and not reviewed as part of this report.

**EMR Enterprises, LLC** Contractor who provided erosion control maintenance services for the Development. Expenditures were related to public improvements and considered eligible for CAB financing.

**Independent District Engineering Services, LLC** District Engineer who provided construction management and expenditure verification for the Project. Expenditures were considered eligible for CAB financing as work completed was for the benefit of the CAB.

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# Attachment B Expenditure Data

**Attachment B  
Jones Community Authority Board  
Expenditure Data for Cost Certification Report #37**

Invoice #	Invoice Date	Invoice Provided	Check #	Check Date	Paid By	Description	Invoiced Amount	Verified Costs	Non-Eligible Expenses	Notes
<b>Invoices Paid by the Developer</b>										
<b>No Invoices Paid by the Developer</b>										
<b>Subtotal Invoices Paid by the Developer</b>							<b>\$0.00</b>	<b>\$0.00</b>	<b>\$0.00</b>	
<b>Invoices to be Paid by the CAB</b>										
<b>BrightView Landscaping Services, Inc</b>										
5617800	07/28/2023	Yes	CAB	CAB	CAB	Landscaping Services	\$350.00	\$0.00	\$350.00	Non-Capital Expense Not Reviewed; Review as O&M
5617802	07/28/2023	Yes	CAB	CAB	CAB	Landscaping Services	\$843.64	\$0.00	\$843.64	Non-Capital Expense Not Reviewed; Review as O&M
5617803	07/28/2023	Yes	CAB	CAB	CAB	Landscaping Services	\$300.00	\$0.00	\$300.00	Non-Capital Expense Not Reviewed; Review as O&M
<b>Subtotal BrightView Landscaping Services, Inc</b>							<b>\$1,493.64</b>	<b>\$0.00</b>	<b>\$1,493.64</b>	
<b>EMR Enterprises, LLC</b>										
004M-22-04	01/24/2024	Yes	CAB	CAB	CAB	Erosion Control Maintenance	\$1,955.00	\$1,955.00	\$0.00	
<b>Subtotal EMR Enterprises, LLC</b>							<b>\$1,955.00</b>	<b>\$1,955.00</b>	<b>\$0.00</b>	
<b>Independent District Engineering Services, LLC</b>										
29243	01/31/2024	Yes	CAB	CAB	CAB	District Engineering Services	\$3,973.83	\$3,973.83	\$0.00	
<b>Subtotal Independent District Engineering Services, LLC</b>							<b>\$3,973.83</b>	<b>\$3,973.83</b>	<b>\$0.00</b>	
<b>Subtotal Invoices to be Paid by the CAB</b>							<b>\$7,422.47</b>	<b>\$5,928.83</b>	<b>\$1,493.64</b>	
<b>Total</b>							<b>\$7,422.47</b>	<b>\$5,928.83</b>	<b>\$1,493.64</b>	

"Verified Costs" is the amount being recommended as eligible for CAB financing  
 "Non Eligible Expenses" is the difference between the Invoiced Amount and the Verified Costs  
 These amounts do not include interest

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# Attachment C Project Photos



# Cost Certification Report #37 Jones CAB Project Photos



Parcel 2 (View: East)



Parcel 3 (View: South)



Parcels 6 & 7 (View: Northeast)



Parcels 6 & 7 (View: Southwest)



Parcel 8 (View: West)



Parcel 8 (View: Northeast)



Parcel 9 (View: West)



Parcel 11 (View: North)



**Certificate Of Completion**

Envelope Id: 627C71F5278643DEB563E0FDE6340469	Status: Completed
Subject: Complete with DocuSign: Jones District CAB - Minutes 2-22-2024 Regular Mtg (CAB) (exec copy).pdf	
Client Name: Jones District CAB	
Client Number: A173990	
Source Envelope:	
Document Pages: 15	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Cindy.Jenkins@claconnect.com
	IP Address: 73.229.160.48

**Record Tracking**

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
4/2/2024 4:44:59 PM	Cindy.Jenkins@claconnect.com	

**Signer Events**

Whitney Skylar  
 whitney.skylar@bruebaukol.com  
 Security Level: Email, Account Authentication (None)

**Signature**



Signature Adoption: Pre-selected Style  
 Using IP Address: 73.153.92.35

**Timestamp**

Sent: 4/2/2024 4:47:51 PM  
 Viewed: 4/2/2024 5:16:47 PM  
 Signed: 4/2/2024 5:16:53 PM

**Electronic Record and Signature Disclosure:**  
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 ID: 0e544f37-814f-46ea-a154-5dc98c299eeb

In Person Signer Events	Signature	Timestamp
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Editor Delivery Events	Status	Timestamp
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Catherine Will  
 CWill@specialdistrictlaw.com  
 Security Level: Email, Account Authentication (None)



Sent: 4/2/2024 5:16:53 PM  
 Viewed: 4/2/2024 5:28:33 PM

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CLA File Management  
 SDRrecordsRetention@claconnect.com  
 Security Level: Email, Account Authentication (None)



Sent: 4/2/2024 5:16:54 PM  
 Viewed: 4/3/2024 9:02:08 AM

**Electronic Record and Signature Disclosure:**  
 Accepted: 10/5/2023 9:27:44 AM  
 ID: 2eeab7cf-9041-488d-bed0-8baedf289723

Witness Events	Signature	Timestamp
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<b>Notary Events</b>	<b>Signature</b>	<b>Timestamp</b>
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<b>Envelope Summary Events</b>	<b>Status</b>	<b>Timestamps</b>
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Certified Delivered	Security Checked	4/2/2024 5:16:47 PM
Signing Complete	Security Checked	4/2/2024 5:16:53 PM
Completed	Security Checked	4/2/2024 5:16:54 PM

<b>Payment Events</b>	<b>Status</b>	<b>Timestamps</b>
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