

## 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 June 23, 2022, at 11:00 a.m. This CAB Board 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)  
Andrea Ferber (Representative for Jones Metropolitan District No. 1)  
James Priestley (Representative for Jones Metropolitan District No. 1)  
Whitney Skylar (Representative for Jones Metropolitan District No. 1)

Director Jason Mitchell was absent and excused.

##### Also in attendance were:

Suzanne Meintzer, Esq.; McGeady Becher P.C.  
Denise Denslow, Zack Leavitt and Cindy Jenkins; CliftonLarsonAllen LLP (“CLA”)  
Brandon Collins; Independent District Engineering Services, LLC (“IDES”)

#### ADMINISTRATIVE MATTERS

**Disclosure of Potential Conflicts of Interest:** Ms. Denslow confirmed quorum and called the meeting to order at 11:02 a.m. The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Meintzer requested that the Directors 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 Directors 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 CAB’s Board meetings. Following discussion, upon a motion duly made, seconded and, upon vote, unanimously carried, the Board determined to hold this CAB Board 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

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Director Ferber and, upon vote, unanimously carried, the Board approved the Agenda and excused the absence of Director Mitchell.

### CONSENT AGENDA

The Board considered the following item(s) under the Consent Agenda:

- Approval of May 26, 2022 Regular Meeting Minutes.

Upon a motion duly made by Director Wicker, seconded by Director Skylar and, upon vote, unanimously carried, the Board approved the Consent Agenda Item.

### FINANCIAL MATTERS

#### **Payment of Claims and Developer Advance from The Jones District, L.L.C.:**

Mr. Leavitt reviewed the Claims in the amount of \$80,838.26 with the Board and noted that no Developer advance was needed in the General Fund this month as there was sufficient revenue remaining from previous Developer advances to pay the General Fund claims: of the total amount, \$70,707.32 was to be paid from the Capital Projects Fund, and \$7,130.94 from the General Fund.

Following review and discussion, upon a motion duly made by Director Wicker, seconded by Director Skylar and, upon vote, unanimously carried, the Board approved the payment of claims in the total amount of \$80,838.26.

Mr. Leavitt reported to the Board that the 2021 Audit will not be ready by July 31<sup>st</sup> and that an extension will be filed. Director Wicker will be available to sign the extension.

### CAPITAL PROJECTS MATTERS

**CAB Engineer / Construction Manager Report:** Mr. Collins reported to the Board that IDES is on-site only when needed to attend inspections. Ms. Denslow reported that BrightView Landscape Services, Inc. has been maintaining the “Kiss and Ride” parcel owned by Jones Metropolitan District No. 1 that is located near the light rail station, including general clean-up services and repair of a broken irrigation line.

**Program Manager Report and Public Plaza Design Committee Report:** No updates to provide.

**Cost Certification Report No. 20 by Independent District Engineering Services, LLC (“IDES”) for Capital Expenditures:** Mr. Collins reviewed the Cost Certification 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. 20 by IDES for capital expenditures. Cost Certification Report No. 20 is attached hereto and incorporated herein by reference.

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### LEGAL MATTERS

**Requisition No. 21 from the Project Fund for Payment of Certified Costs:**

Attorney Meintzer reviewed Requisition No. 21 with the Board. Following review, upon a motion duly made by Director Ferber, seconded by Director Priestley and, upon vote, unanimously carried, the Board approved Requisition No. 21 from the Project Fund for Payment of Certified Costs in the amount of \$73,707.32.

**Other:** Director Ferber inquired about native mowing. Ms. Denslow reported that no native mows were currently scheduled with Brightview Landscape Services, Inc., given that the CAB and Districts owned, and therefore were responsible for, only the “Kiss and Ride” parcel. Director Ferber reported that the property owner would address landscaping maintenance, including native mowing on its own parcels, until conveyed in fee or via easement or license, as applicable, to the CAB to maintain.

### OTHER BUSINESS

**Next Regular Meeting Date:** The Board confirmed a quorum for the next regular meeting date on July 28, 2022 at 11:00 a.m.

### ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 11:11 a.m.

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

Respectfully submitted,



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Secretary for the Meeting

# Jones District Community Authority Board Cost Certification Report



**Report #20  
June 2022**

# Jones District Community Authority Board Cost Certification

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June 23, 2022

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 #20**

### **INTRODUCTION**

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

The expenditures for construction related expenses discussed in this report were paid for through the CAB and are being certified as verified costs in the amount of **\$73,707.32**.

The expenditures for construction related expenses reviewed in this report include legal, accounting, planning & design services, relocation of existing data lines for roadway construction, and District engineering services.

### **GOVERNING DOCUMENTS**

The following governing documents were used in determining which expenditures can be considered construction related expenses:

- Jones District Community Authority Board Establishment Agreement, by and between Jones Metropolitan District's Nos. 1-5, dated and effective July 24<sup>th</sup>, 2020.
- Service Plan for Jones Metropolitan District's No. 1-5, by McGeady Becher P.C., dated February 10<sup>th</sup>, 2020.
- Facilities Funding and Acquisition Agreement, by and between Jones District Community Authority Board and The Jones District, L.L.C., dated September 30<sup>th</sup>, 2020.

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

### **ACTIVITIES CONDUCTED**

For this report, the following activities were performed:

- Governing documents provided by the CAB and the Developer were reviewed as the basis for recommendation for this report.
- Invoices provided by the Developer were reviewed. A summary was created and is attached as Attachment B.
- A site visit was conducted. Drone shots were taken of the site.
- Contact was made with Developer to verify knowledge of the work or services performed.
- Some contract unit items were compared to other projects constructed in the Denver Metropolitan Area.

## ASSUMPTIONS

Due to the specific scope authorized for this report, the following assumptions were made.

- It is our understanding that the Developer will be responsible for all Storm Water Management Practice (SWMP) activities until the conditions of State and Local permits are met. No SWMP inspections or recommendations were conducted as part of this report. At some point, the SWMP permitting may be re-assigned to the CAB.
- 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.
- Nothing in this report shall be construed as acceptance of any public infrastructure by any governmental entity, including but not limited to the CAB.
- This report was prepared with a specific scope and an elaborate analysis was not performed, but rather a realistic and reasonable analysis to estimate the public expenditures for the invoices provided. A more detailed analysis or submission of additional expenditures may result in adjustments to our cost certification.

## DISCUSSION

This report consists of expenditures provided between August 2021 and June 2022. The improvements reviewed are generally represented in Attachment B.

### Vendor Participation

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

### Review of Invoices and Summary of Expenditures

To provide a cost certification of expenses for CAB improvements incurred prior to the CAB's organization, invoices provided by the Developer were reviewed. 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.

## SUMMARY OF EXPENDITURES BY CATEGORY AND SERVICE PLAN DIVISION

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.

Service Plan Categories		
Improvement Type	Amount	Percent
Water	\$0.00	0.00%
Sanitary Sewer	\$4,067.06	5.52%
Street	\$63,215.62	85.77%
Safety	\$0.00	0.00%
Parks & Rec	\$6,424.64	8.72%
Transportation	\$0.00	0.00%
TV Relay	\$0.00	0.00%
Mosquito	\$0.00	0.00%
<b>Total</b>	<b>\$73,707.32</b>	<b>100.00%</b>

This is the twentieth cost certification report for the CAB. The table below shows the verified costs to date for the CAB per the Service Plan categories through twenty reports.

<b>Service Plan Categories - Total to Date</b>		
<b>Improvement Type</b>	<b>Amount</b>	<b>Percent</b>
Water	\$845,599.44	14.62%
Sanitary Sewer	\$1,803,350.95	31.17%
Street	\$2,643,151.32	45.69%
Safety	\$142,815.06	2.47%
Parks & Rec	\$349,855.33	6.05%
Transportation	\$0.00	0.00%
TV Relay	\$0.00	0.00%
Mosquito	\$0.00	0.00%
<b>Total</b>	<b>\$5,784,772.09</b>	<b>100.00%</b>

### **FIELD INVESTIGATION RESULTS**

A field investigation was conducted in May 2022. Photos were taken of the Project to memorialize the status of construction on site and are included in Attachment C.

### **RECOMMENDATION**

In our professional opinion, expenditures for the construction related expenses were reviewed and found to be reasonable. The costs for construction related expenses are 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 **\$73,707.32**.

<b>Source of Funding</b>	<b>Amount</b>
CAB Paid	\$73,707.32
Construction Reserve Paid - Certified	\$0.00
Developer Paid - CAB to Reimburse	\$0.00
Non-Eligible - Developer to Pay	\$7,130.94
<b>Total Reviewed</b>	<b>\$80,838.26</b>

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

Respectfully Submitted,  
Independent District Engineering Services, LLC

*Brandon Collins, PE*

Brandon Collins, P.E.

Attachments

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# Attachment A

## Vendor Participation

# Attachment A

## Vendor Participation

Following is a summary of the contractors, consultants and vendor participation in work and services for the report.

**CliftonLarsonAllen LLP** Financial management firm who provided accounting and management services for the Development. Expenditures related to capitol matters were considered eligible for public financing. Non-capitol matters were not certified as part of this report.

**Design Workshop, Inc.** Provided landscape design for the Development. Costs were considered fully eligible for District financing.

**Independent District Engineering Services, LLC** District Engineer who provided services related to the bidding process, cost certification, and construction management of the Project. Expenditures were considered eligible as all work completed was for the sole benefit of the CAB.

**Martin/Martin, Inc.** Civil engineer who provided planning, design, and construction services for the Development. Costs were considered fully eligible for District financing.

**McGeady Becher, P.C.** Legal firm who provided District counseling services for the Development. Eligibility was determined by the specific scope of work provided.

**MCI metro Access Transmission Services, LLC** Relocated existing data lines to facilitate the construction of public infrastructure. The costs associated with the required relocation were considered eligible for public financing.

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# Attachment B

## Expenditure Data

Attachment B

Jones Community Authority Board

Engineer's Summary for Cost Certification Report #20

Invoice #	Invoice Date	Invoice Provided	Check #	Check Date	Description	Invoiced Amount	Verified Costs	Non- Eligible Expenses	Notes
<b>Invoices Paid by the Developer</b>									
No Developer paid invoices reviewed in this report									
<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>CliftonLarsonAllen, LLP</b>									
3310978	6/7/22	Yes	CAB	CAB	Accounting Services	\$5,835.38	\$3,861.00	\$1,974.38	Non-capital matters not eligible
<b>Subtotal CliftonLarsonAllen, LLP</b>						<b>\$5,835.38</b>	<b>\$3,861.00</b>	<b>\$1,974.38</b>	
<b>Design Workshop, Inc</b>									
71143	6/9/22	Yes	CAB	CAB	Landscape Architecture	\$520.00	\$520.00	\$0.00	
<b>Subtotal Design Workshop, Inc</b>						<b>\$520.00</b>	<b>\$520.00</b>	<b>\$0.00</b>	
<b>Independent District Engineering Services, LLC</b>									
29223	5/31/22	Yes	CAB	CAB	District Engineering Services	\$2,712.64	\$2,712.64	\$0.00	Certified Expenditures for "Street" and "Parks & Rec" categories on CC19
<b>Subtotal Independent District Engineering Services, LLC</b>						<b>\$2,712.64</b>	<b>\$2,712.64</b>	<b>\$0.00</b>	
<b>Martin/Martin</b>									
21.0442-00033	5/12/22	Yes	CAB	CAB	Construction/ Design Services	\$6,800.00	\$6,800.00	\$0.00	
21.0422-00034	5/12/22	Yes	CAB	CAB	Construction/ Design Services	\$7,475.00	\$7,475.00	\$0.00	
<b>Subtotal Martin/Martin</b>						<b>\$14,275.00</b>	<b>\$14,275.00</b>	<b>\$0.00</b>	
<b>McGeady Becher P.C.</b>									
Account: 1428M	4/30/22	Yes	CAB	CAB	District Legal Services	\$2,408.77	\$600.00	\$1,808.77	Invoiced amount shown does not include previous balances
Account: 1428M	5/31/22	Yes	CAB	CAB	District Legal Services	\$6,898.29	\$3,550.50	\$3,347.79	Invoiced amount shown does not include previous balances
<b>Subtotal McGeady Becher P.C.</b>						<b>\$9,307.06</b>	<b>\$4,150.50</b>	<b>\$5,156.56</b>	
<b>MCImetro Access Transmission Services, LLC</b>									
R40116.01-024	8/18/21	Yes	CAB	CAB	Relocate transmission laterals	\$48,188.18	\$48,188.18	\$0.00	
<b>Subtotal MCImetro Access Transmission Services, LLC</b>						<b>\$48,188.18</b>	<b>\$48,188.18</b>	<b>\$0.00</b>	
<b>Subtotal Invoices to be Paid by the CAB</b>						<b>\$80,838.26</b>	<b>\$73,707.32</b>	<b>\$7,130.94</b>	
<b>Total</b>						<b>\$80,838.26</b>	<b>\$73,707.32</b>	<b>\$7,130.94</b>	

"Verified Costs" is the amount being recommended as eligible District expenditures  
 "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

# Attachment C: Cost Certification Report #20 Jones District Site Photos



E Jones Ave. (View: North-West)



Intersection of  
E Mineral Ave. & E. Panorama Cir.  
(View: North)



Parcel 6 and 7 (View: South-East)



Parcel 8 and 9 (View: West)



Parcel 11 (View: East)



Parcels 4 and 5 (View: North-East)



E. Panorama Cir. (View: North)



E. Jones Ave. (View: East)