

## RECORD OF PROCEEDINGS

---

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

A special meeting of the Board of Directors (the “**Board**”) of the Jones District Community Authority Board (the “**CAB**”) was held on November 9, 2023, at 11:30 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)

Director Jason Mitchell (Representative for Jones Metropolitan District No. 1), was absent and excused.

##### Also in attendance were:

Suzanne Meintzer, Esq.; McGeady Becher P.C.  
Denise Denslow, Ashley Heidt and Nichole Kirkpatrick; CliftonLarsonAllen LLP (“**CLA**”)  
Brandon Collins; Independent District Engineering Services, LLC (“**IDES**”)

#### 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 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

## RECORD OF PROCEEDINGS

---

Agenda, as presented, and excused the absence of Director Mitchell.

**September 28, 2023 Regular Meeting Minutes and September 28, 2023 Annual Meeting Minutes:** Following review and discussion, upon a motion duly made by Director Ferber, seconded by Director Wicker and, upon vote, unanimously carried, the Board approved the Minutes of the September 28, 2023 regular meeting and the Minutes of the September 28, 2023 annual meeting, as presented.

**Resolution No. 2023-11-01 Establishing Regular Meeting Dates, Time, and Location, and Designating Location for Posting of 24-Hour Notices:** The Board discussed the business to be conducted in 2024. Following discussion, upon a motion duly made by Director Wicker, seconded by Director Ferber and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-11-01 Establishing Regular Meeting Dates, Time, and Location, and Designating Location for Posting of 24-Hour Notices and determined to hold 2024 meetings on the fourth Thursday of each month at 11:00 a.m. via videoconference and teleconference.

**CAB Transparency Notice:** Following discussion, the Board directed CAB Management to post the special district transparency notice on the Special District Association website and on the CAB website.

**Master Services Agreement (“MSA”) with CLA and Statements of Work (“SOWs”) for 2024:** Ms. Denslow reviewed the MSA with CLA and the SOWs for 2024 with the Board. Attorney Meintzer noted that her office is in the process of reviewing the MSA and SOWs. Following discussion, upon a motion duly made by Director Wicker, seconded by Director Skylar and, upon vote, unanimously carried, the Board approved the MSA with CLA and related SOWs for 2024, subject to final legal review.

**2024 Insurance Renewal:** Ms. Denslow reviewed 2024 insurance renewals with the Board.

**Cyber Security and Increased Crime Coverage:** Attorney Meintzer reviewed cyber security and increased crime coverage with the Board. Director Ferber asked what coverage the CAB currently has and what exactly is covered. Discussion followed.

**Insurance Committee to Make Final Determinations Regarding Insurance, if necessary:** No committee appointment was necessary.

**Renewal of District’s Insurance and Special District Association Membership for 2024:**

## RECORD OF PROCEEDINGS

---

Following discussion, upon a motion duly made by Director Wicker, seconded by Director Ferber and, upon vote, unanimously carried, the Board approved 2024 insurance renewals and increased the CAB's crime coverage to \$250,000.

### FINANCIAL MATTERS

**Payment of Claims and Developer Advance from The Jones District, L.L.C.:** Ms. Kirkpatrick reviewed the claims in the amount of \$21,416.72.

Following review, upon a motion duly made by Director Ferber, seconded by Director Skylar 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 \$21,416.72.

**Schedule of Cash Position as of June 30, 2023, updated as of November 2, 2023:** 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 Skylar and, upon vote, unanimously carried, the Board accepted the Schedule of Cash Position as of June 30, 2023, updated as of November 2, 2023.

**Public Hearing to Consider Amendment of 2023 Budget:** Director Wicker opened the public hearing to consider an amendment to the 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the boundaries of the CAB. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

It was noted that no amendment to the 2023 Budget was required.

**Public Hearing on 2024 Budget:** Director Wicker opened the public hearing to consider the proposed 2024 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2024 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Kirkpatrick reviewed the proposed 2024 Budget with the Board. Following review, upon motion duly made by Director Wicker, seconded by Director Ferber

## RECORD OF PROCEEDINGS

---

and, upon vote, unanimously carried, the Board approved the 2024 Budget and adopted Resolution No. 2023-11-02 to Adopt the 2024 Budget and Appropriate Sums of Money and authorized the CAB accountant to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2024.

**2025 Budget Preparation:** Upon motion duly made by Director Wicker, seconded by Director Priestley and, upon vote, unanimously carried, the Board appointed the CAB accountant to prepare the 2025 Budget.

**2023 Audit Preparation:** Upon motion duly made by Director Wicker, seconded by Director Priestley and, upon vote, unanimously carried, the Board approved the engagement of Fiscal Focus Partners LLC to prepare the 2023 Audit.

### CAPITAL PROJECTS MATTERS

**CAB Engineer / Construction Manager Report:** Mr. Collins reviewed the report with the Board, noting that final acceptance of streets is still in progress.

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

**Cost Certification Report No. 35 by Independent District Engineering Services, LLC for Capital Expenditures:** Ms. Denslow discussed Cost Certification Report No. 35 with the Board.

Following review and discussion, upon a motion duly made by Director Wicker, seconded by Director Priestley and, upon vote, unanimously carried, the Board approved Cost Certification Report No. 35.

Cost Certification Report No. 35 is attached hereto and incorporated herein by reference.

### LEGAL MATTERS

**Requisition No. 36 from the Project Fund for Payment of Certified Costs:** Attorney Meintzer reviewed Requisition No. 36 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. 36 from the Project Fund for Payment of Certified Costs, in the amount of \$19,710.11.

**Resolution No. 2023-11-03 Amending Policy on Colorado Open Records Act Requests:** Following review, upon a motion duly made by Director Ferber, seconded by Director Priestley and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-11-03 Amending Policy on Colorado Open Records Act Requests.

### OTHER BUSINESS

**Quorum for Next Regular Meeting:** Following discussion, upon motion duly made by Director Wicker, seconded by Director Ferber and, upon vote, unanimously carried, the Board canceled the December meeting and authorized approval of interim claims in an amount not to exceed \$25,000.

## RECORD OF PROCEEDINGS

---

### 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*

---

Secretary for the Meeting

# Jones District Community Authority Board Cost Certification



**Report #35  
November 2023**



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 #35

## *Table of Contents*

### **Cost Certification Report**

Introduction .....	1
Reference Documents.....	1
Assumptions .....	1
Discussion.....	2
Summary Of Expenditures By Category .....	2
Recommendation .....	3
Attachments	
Attachment A – Vendors .....	5
Attachment B – Expenditure Data .....	7
Attachment C – Project Photos .....	9

November 9, 2023

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 #35**

### **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 **\$19,460.11**. The expenditures for construction related expenses discussed in this report that were paid for by the Developer are being certified as verified costs in the amount of **\$250.00**. The total verified costs in this report amounts to **\$19,710.11**.

The expenditures for construction related expenses reviewed in this report include district management services, landscape design, erosion control, district engineering services, and district legal 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 August of 2023 and October of 2023. 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 October of 2023. 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	\$3,837.02	19.47%
Sanitary Sewer	\$7,674.05	38.93%
Street	\$3,837.02	19.47%
Safety	\$0.00	0.00%
Parks & Rec	\$4,362.02	22.13%
Transportation	\$0.00	0.00%
TV Relay	\$0.00	0.00%
Mosquito	\$0.00	0.00%
<b>Total</b>	<b>\$19,710.11</b>	<b>100.00%</b>

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

<b>Service Plan Categories - Total to Date</b>		
<b>Improvement Type</b>	<b>Amount</b>	<b>Percent</b>
Water	\$854,442.98	13.89%
Sanitary Sewer	\$1,859,044.30	30.22%
Street	\$2,745,545.09	44.63%
Safety	\$153,683.59	2.50%
Parks & Rec	\$539,466.60	8.76%
Transportation	\$0.00	0.00%
TV Relay	\$0.00	0.00%
Mosquito	\$0.00	0.00%
<b>Total</b>	<b>\$6,152,182.56</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 **\$19,710.11**.

<b>Source of Funding</b>	<b>Amount</b>
CAB Paid	\$19,460.11
Construction Reserve Paid - Certified	\$0.00
Developer Paid - CAB to Reimburse	\$250.00
Non-Eligible - Developer to Pay	\$21,416.72
<b>Total Reviewed</b>	<b>\$41,126.83</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 with a large initial "C".

Chase Hanusa P.E.

---

# Attachment A

## Vendors

# Attachment A

## Vendors

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

**CliftonLarsonAllen, LLP** Financial management firm who provided accounting services for the Development. Expenditures related to capital matters were considered eligible for CAB financing. Non-capital matters were not reviewed as part of this report.

**Colorado Community Media** Provided legal notice publication for the CAB. Expenditures were considered non-capital matters and not reviewed as part of this report.

**Design Workshop, Inc** Provided design services related to the project signage master plan and landscaping design. Costs were considered eligible for CAB financing.

**EMR Enterprises, LLC** Provided erosion control maintenance services for the Development. Costs were considered eligible for CAB financing.

**Fiscal Focus Partners, LLC** Provided financial services for the CAB. Costs were considered non-capital in nature and not certified as part of this report.

**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.

**McGeady Becher, PC** Legal firm who provided District counseling services for the Development. Eligibility was determined by the specific scope of work provided. Non-capital matters were not reviewed as part of this report.

**Southeast Metro Stormwater Authority** Local storm water jurisdiction that charged permitting fees related to the installation of public improvements. Costs were considered eligible for public financing.

---

# Attachment B Expenditure Data

**Attachment B**  
**Jones Community Authority Board**  
**Expenditure Data for Cost Certification Report #35**

Invoice #	Invoice Date	Invoice Provided	Check #	Check Date	Description	Invoiced Amount	Verified Costs	Non-Eligible Expenses	Notes
<b>Invoices Paid by the Developer</b>									
<b>Southeast Metro Stormwater Authority</b>									
00004914	09/20/2023	Yes	1191	10/2/2023	GESCP Renewal	\$250.00	\$250.00	\$0.00	
<b>Subtotal Southeast Metro Stormwater Authority</b>						<b>\$250.00</b>	<b>\$250.00</b>	<b>\$0.00</b>	
<b>Subtotal Invoices Paid by the Developer</b>						<b>\$250.00</b>	<b>\$250.00</b>	<b>\$0.00</b>	
<b>Invoices to be Paid by the CAB</b>									
<b>CliftonLarsonAllen, LLP</b>									
3911813	10/12/2023	Yes	CAB	CAB	Accounting Services	\$2,700.20	\$1,890.14	\$810.06	Management Services Assumed 70% Capital
3875368	09/19/2023	Yes	CAB	CAB	Accounting Services	\$6,846.01	\$1,370.50	\$5,475.51	Non-Capital Expense Not Reviewed; Review as O&M
3950496	10/31/2023	Yes	CAB	CAB	Accounting Services	\$7,518.47	\$3,981.52	\$3,536.95	Non-Capital Expense Not Reviewed; Review as O&M
<b>Subtotal CliftonLarsonAllen, LLP</b>						<b>\$17,064.68</b>	<b>\$7,242.16</b>	<b>\$9,822.52</b>	
<b>Colorado Community Media</b>									
98646	10/27/2023	Yes	CAB	CAB	Legal Notice Publications	\$55.08	\$0.00	\$55.08	Non-capital items not reviewed; Review as O&M
<b>Subtotal Colorado Community Media</b>						<b>\$55.08</b>	<b>\$0.00</b>	<b>\$55.08</b>	
<b>Design Workshop, Inc</b>									
0075719	10/05/2023	Yes	CAB	CAB	Landscape Architecture	\$525.00	\$525.00	\$0.00	
<b>Subtotal Design Workshop, Inc</b>						<b>\$525.00</b>	<b>\$525.00</b>	<b>\$0.00</b>	
<b>EMR Enterprises, LLC</b>									
032M-22-05	10/30/2023	Yes	CAB	CAB	Erosion Control Maintenance	\$6,725.00	\$6,725.00	\$0.00	Credit for Private Double Payment Not Eligible
<b>Subtotal EMR Enterprises, LLC</b>						<b>\$6,725.00</b>	<b>\$6,725.00</b>	<b>\$0.00</b>	
<b>Fiscal Focus Partners, LLC</b>									
23096	09/21/2023	Yes	CAB	CAB	Financial Services (Audit)	\$6,750.00	\$0.00	\$6,750.00	Non-capital items not reviewed; Review as O&M
<b>Subtotal Fiscal Focus Partners, LLC</b>						<b>\$6,750.00</b>	<b>\$0.00</b>	<b>\$6,750.00</b>	
<b>Independent District Engineering Services, LLC</b>									
29239	09/30/2023	Yes	CAB	CAB	District Engineering Services	\$4,117.73	\$4,117.73	\$0.00	
<b>Subtotal Independent District Engineering Services, LLC</b>						<b>\$4,117.73</b>	<b>\$4,117.73</b>	<b>\$0.00</b>	
<b>McGeedy Becher, P.C.</b>									
1428M SEP23	09/30/2023	Yes	CAB	CAB	District Legal Services	\$3,517.07	\$458.54	\$3,058.53	Non-capital items not reviewed; Review as O&M
1428M AUG23	08/31/2023	Yes	CAB	CAB	District Legal Services	\$2,122.27	\$391.68	\$1,730.59	Non-capital items not reviewed; Review as O&M
<b>Subtotal McGeedy Becher, P.C.</b>						<b>\$5,639.34</b>	<b>\$850.22</b>	<b>\$4,789.12</b>	
<b>Subtotal Invoices to be Paid by the CAB</b>						<b>\$40,876.83</b>	<b>\$19,460.11</b>	<b>\$21,416.72</b>	
<b>Total</b>						<b>\$41,126.83</b>	<b>\$19,710.11</b>	<b>\$21,416.72</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

---

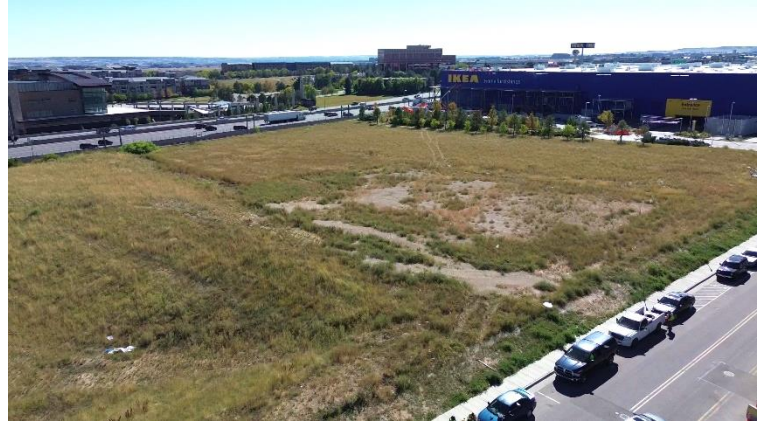
# Attachment C Project Photos



# Cost Certification Report #35 Jones CAB Project Photos



Parcel 2 (View: East)



Parcel 3 (View: Southeast)



Parcels 6 & 7 (View: Northeast)



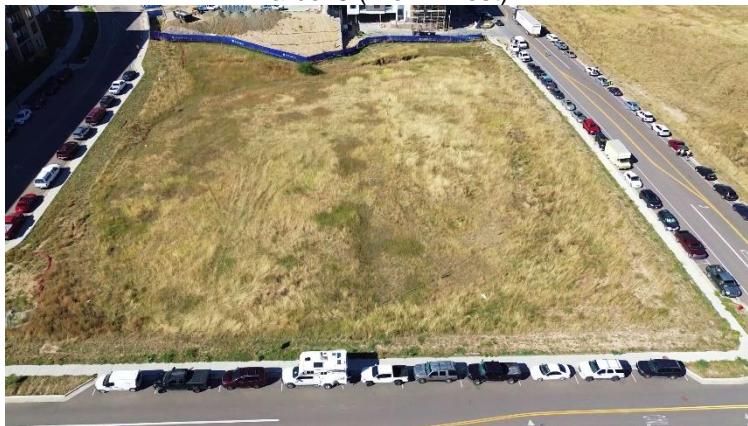
Parcels 6 & 7 (View: Southwest)



Parcel 8 (View: West)



Parcel 8 (View: Southwest)



Parcels 9 (View: West)



Parcel 11 (View: Northeast)