

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 of the Jones District Community Authority Board (the “CAB”) was held on November 24, 2020 at 5:00 p.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of COVID-19 by limiting in-person contact, this CAB Board meeting was held via Microsoft Teams videoconference and teleconference. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

Dan Metzger (Representative for Jones Metropolitan District Nos. 1-5)
Garrett Honeyman (Representative for Jones Metropolitan District No. 1)
Jason Mitchell (Representative for Jones Metropolitan District No. 1)
James Priestley (Representative for Jones Metropolitan District No. 1)
Andrea Ferber (Representative for Jones Metropolitan District No. 1)

Also in attendance were:

MaryAnn McGeady, Esq. and Suzanne Meintzer, Esq.; McGeady Becher P.C.
Jason Carroll, Denise Denslow, Zachary 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 5:35 p.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 entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the CAB’s Board meetings. The Board determined that due to concerns regarding the spread of COVID-19 and the benefit to the control of the spread of COVID-19 by limiting in-person contact, this CAB Board meeting was held 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. Due to COVID-19, meetings will be held via videoconference and teleconference until determined otherwise.

Following discussion, upon motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board approved the Agenda, as amended.

Resolution No. 2020-11-04 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-04.

2021 Insurance Renewal: Ms. Denslow discussed the 2021 insurance renewals and membership in the Special District Association with the Board. Following discussion, the Board acknowledged the renewals and authorized CLA to perform actions necessary to effectuate the renewals.

FINANCIAL MATTERS

Financial Statements as of September 30, 2020: Mr. Leavitt reviewed the financial statements as of September 30, 2020 with the Board. He reported that a developer advance is needed to pay the current bills via Bill.com. Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board accepted the financial statements as presented.

2021 Budget: Following discussion, upon a motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board ratified the appointment of CLA to prepare the 2021 Budget.

Public Hearing on Amendment to 2020 Budget: The public hearing to consider an amendment to the 2020 Budget was opened.

It was noted that publication of Notice stating that the Board would consider amendment of the 2020 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

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

Following discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-05 to Amend the 2020 Budget.

Public Hearing on 2021 Budget: Director Metzger opened the public hearing to consider the proposed 2021 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2021 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.

The Board reviewed the estimated 2020 expenditures and the proposed 2021 expenditures.

Following review and discussion, upon motion duly made by Director Metzger, seconded by Director Mitchell, and upon vote unanimously carried, the Board approved the 2021 Budget, as discussed. The Board also considered adoption of Resolution No. 2020-11-06 to Adopt the 2021 Budget and Appropriate Sums of Money. Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Mitchell and upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-06 and authorized the CAB Accountant to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2021.

2020 Audit: Mr. Carroll reported that he is in the process of obtaining bids to perform the 2020 Audit. Following discussion, upon a motion duly made by Director Metzger, seconded by Director Mitchell and, upon vote, unanimously carried, the Board authorized Director Mitchell to work with Mr. Carroll in obtaining bids and to make a selection for 2020 Audit Services, with the approval to be ratified at the next meeting.

2022 Budget: Following discussion, upon a motion duly made by Director Mitchell, seconded by Director Metzger and, upon vote, unanimously carried, the Board appointed the CAB's Accountant to prepare the 2022 Budget.

LEGAL MATTERS

MS4 Security Agreement with Southeast Metro Stormwater Authority ("SEMSWA"), Relative to the Southeast Metro Stormwater Authority Addendum to City of Centennial, Colorado Public Improvement Agreement for Jones District Case No. Site- CDOC-20-0005 (the "SEMSWA PIA"): Attorney Meintzer discussed the MS4 Security Agreement with the Board, explaining that, after the last Board meeting, SEMSWA advised that it would accept 10% collateral instead of 100%, and that the MS4 Security Agreement documented the 10% collateral requirement under the SEMSWA PIA. Following discussion, upon a motion duly made by Director Metzger, seconded by Director Honeyman and, upon vote, unanimously carried, the Board ratified approval of the MS4 Security Agreement with SEMSWA.

Cost Certification Report No. 2, Amendment No. 1, by Independent District Engineering Services, LLC ("IDES"): Mr. Collins presented to the Board Amendment No. 1 to Cost Certification Report No. 2, authored by IDES. Mr. Collins explained that because SEMSWA accepted 10% collateral instead of the 100% collateral previously approved by the CAB Board, IDES prepared Amendment No. 1 to Cost Certification Report No. 2 to reflect the reduction in SEMSWA collateral, and to provide flexibility in using the funds remaining from the SEMSWA collateral reduction for public improvements in categories other than those as certified in Cost Certification Report No. 2 prior to its amendment by Amendment No. 1, subject to future cost certification. Following discussion, upon a motion duly made by Director Metzger, seconded by Director Honeyman and, upon vote, unanimously carried, the Board approved Amendment No. 1 to Cost Certification Report No. 2 authored by IDES, as presented.

Cost Certification Report No. 3 by IDES: Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Honeyman and, upon vote, unanimously carried, the Board approved Cost Certification Report No. 3, in the amount of \$30,868.62, authored by IDES.

Requisition from the Project Fund for Payment of Certified Costs: Following discussion, upon a motion duly made by Metzger, seconded by Director Honeyman and, upon vote, unanimously carried, the Board approved a requisition from the Project Fund for payment of costs as certified in Cost Certification Report No. 3.

Construction Contract between the CAB and JHL Enterprises, Inc. d/b/a JHL Constructors, Inc. ("JHL") for Phase I Construction Work ("JHL Construction Contract"): Mr. Collins reported that JHL has executed the JHL Construction Contract and noted that a Notice of Award was not necessary. Following discussion, upon a motion duly made by Director Honeyman, seconded by Director Ferber and, upon vote, unanimously carried, the Board ratified approval of the JHL Construction Contract and the issuance of the Notice to Proceed, with a start date of November 9, 2020. The Board deferred action on Change Order No. 1 under the JHL Construction Contract.

Master Service Agreement ("MSA") with Design Workshop, Inc. ("Design Workshop") for Landscape Architectural and Urban Design Services: Attorney Meintzer reviewed the MSA with Design Workshop with the Board. Following review and discussion, upon a motion duly made by Director Metzger, seconded by Director Ferber and, upon vote, unanimously carried, the Board approved the MSA with Design Workshop, and approved Task Order No. 1, in the amount of \$50,000.00.

Section 32-1-809, C.R.S. Requirements (Transparency Notice): Ms. Denslow reported on the requirements with the Board. The Board acknowledged and directed CLA to post the special district transparency notice on the Special District Association website and the CAB's website.

OTHER BUSINESS

Mr. Collins shared a photo of the project with the Board. Director Honeyman reported that certain expenses will be necessary for relocation of certain dry utilities to accommodate construction of Public Improvements. He is awaiting additional proposals for a final cost estimate. Following discussion, upon a motion duly made by Director Honeyman, seconded by Director Metzger and, upon vote, unanimously carried, the Board authorized the expenditure of costs related to the relocation of dry utilities, in an amount not to exceed the sum of the Construction Reserve Fund (in the amount of \$250,000) plus the funds remaining from the SEMSWA collateral reduction. The Board requested that the cost estimates be submitted when proposals come in and for IDES to cost certify these costs.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 6:14 p.m.

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

Respectfully submitted,

Alexis Anslow

Secretary for the Meeting