

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SECTION 14 METROPOLITAN DISTRICT HELD MARCH 18, 2021

A Special Meeting of the Board of Directors of the Section 14 Metropolitan District, Jefferson County and the City and County of Denver, Colorado was duly posted and held on Thursday, the 18<sup>th</sup> day of March, 2021, at 9:30 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was held by conference call. The meeting was open to the public via conference call.

#### ATTENDANCE

#### Directors In Attendance Were:

Jay Perlmutter  
Jonathan Perlmutter  
Douglas C. Ernst  
G. Darwin Toll, Jr.  
Kenya Jenkins (for a portion of the meeting)

#### Also In Attendance Were:

Ann Finn and Steve Beck (for a portion of the meeting); Special District Management Services, Inc.

MaryAnn M. McGeady, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

Julia Robinson, Esq.; Robinson Bailey PC (for a portion of the meeting)

#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosure 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. Attorney McGeady noted that a quorum was present and requested members of the Board to 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. It was noted that Directors' Disclosure Statements have been filed for all Directors.

## RECORD OF PROCEEDINGS

---

### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Meeting Location/Manner 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 District's Board meeting. It was noted that due to concerns regarding the spread of the COVID-19 and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held and properly noticed to be held via telephone conference, without any individuals (neither District representatives nor the general public) attending in person. Ms. Finn reported that notice was duly posted and that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

**Minutes:** The Board reviewed the Minutes of the January 21, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Toll, seconded by Director Ernst and, upon vote, unanimously carried, the Board approved the Minutes of the January 21, 2021 Special Meeting.

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### PUBLIC COMMENTS

There were no public comments at this time.

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### FINANCIAL MATTERS

**Claims:** The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period ending January 22, 2021	Period ending February 19, 2021
General	\$ 25,135.10	\$ 17,189.35
Debt	\$ 0	\$ 0
Capital	\$ 0	\$ 15,259.00
<b>Total</b>	<b>\$ 25,135.10</b>	<b>\$ 32,448.35</b>

## RECORD OF PROCEEDINGS

---

Following review, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims, as presented.

**Unaudited Financial Statements:** Mr. Beck reviewed with the Board the unaudited financial statements through the period ending December 31, 2020, and the schedule of cash position statement dated December 31, 2020.

Following review, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending December 31, 2020, and the schedule of cash position statement dated December 31, 2020, as presented.

### **CAPITAL IMPROVEMENTS**

**Chanson Plaza Outfall Projects:** Attorney Olson provided an overview and update to the Board regarding the Chanson Plaza Outfall Project. Director Toll reported on new information concerning Outfall No. 8 and noted the information will need to be verified.

#### **Adjacent Outfall Projects (Outfall Structure Nos. 1-5, 7, and 8):**

*Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.:*

*Task Order No. 1 (Adjacent Outfall Structure No. 1) to Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.:* The Board entered into discussion regarding Task Order No. 1 (Adjacent Outfall Structure No. 1) to Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved Task Order No. 1 (Adjacent Outfall Structure No. 1) to Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.

*Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.:* The Board entered into discussion regarding a Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.

## RECORD OF PROCEEDINGS

---

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board ratified approval of the Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.

Task Order No. 1 (Adjacent Outfall Structure No. 1) to Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants Inc.: The Board entered into discussion regarding Task Order No. 1 (Adjacent Outfall Structure No. 1) to Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants Inc.

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved Task Order No. 1 (Adjacent Outfall Structure No. 1) to Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants Inc.

Service Agreement with Schedio Group LLC for Independent District Engineering Services: The Board reviewed a Service Agreement between the District and Schedio Group LLC for Independent District Engineering Services.

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board ratified approval of the Service Agreement between the District and Schedio Group LLC for Independent District Engineering Services.

Change Order No. 1 (Adjacent Outfall Structure No. 1) to Service Agreement with Schedio Group LLC for Independent District Engineering Services: The Board entered into discussion regarding Change Order No. 1 (Adjacent Outfall Structure No. 1) to Service Agreement with Schedio Group LLC for Independent District Engineering Services.

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved Change Order No. 1 (Adjacent Outfall Structure No. 1) to Service Agreement with Schedio Group LLC for Independent District Engineering Services.

Proposal from Manhard Consulting, Ltd. for Surveying Services for Adjacent Outfall Structures: The Board reviewed a proposal from Manhard Consulting, Ltd. for surveying services for Adjacent Outfall Structures.

## RECORD OF PROCEEDINGS

---

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved the proposal from Manhard Consulting, Ltd. for surveying services for Adjacent Outfall Structures.

Project Management Agreement between the District and Jordan Perlmutter & Co. for Outfall Structures Nos. 1 and 6: The Board reviewed a Project Management Agreement between the District and Jordan Perlmutter & Co. for Outfall Structures Nos. 1 and 6.

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved the Project Management Agreement between the District and Jordan Perlmutter & Co. for Outfall Structures Nos. 1 and 6.

Proposal from Storm Water Asset Protection LLC (“SWAP”) for Stormwater System Inspections, Contract Bidding/Oversight and Development of a Maintenance Manual for Outfall Structure Nos. 2, 3, 4, 5, 7: Ms. Finn reviewed a proposal from SWAP for Stormwater System Inspections, Contract Bidding/Oversight and Development of a Maintenance Manual for Outfall Structure Nos. 2, 3, 4, 5 and 7.

Following review and discussion, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Toll and, upon vote, unanimously carried, the Board approved the proposal from SWAP for Stormwater System Inspections, Contract Bidding/Oversight and Development of a Maintenance Manual, for the amount of \$8,000.

### **Non-Adjacent Outfall Projects (Outfall Structure No. 6):**

Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.:

Task Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.: The Board entered into discussion regarding Task Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.

Following review, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board approved Task Order No. 2 (Non-Adjacent Outfall Structure No. 6) to

## RECORD OF PROCEEDINGS

---

Master Service Agreement for Civil Engineering Services between the District and Proof Civil Co.

Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.: The Board entered into discussion regarding a Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.

Following review, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board ratified approval of the Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.

Task Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.: The Board entered into discussion regarding Task Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.

Following review, upon motion duly made by Director Jonathan Perlmutter, seconded by Director Jay Perlmutter and, upon vote, unanimously carried, the Board approved Task Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Master Service Agreement for Material Testing and Special Inspection Services between the District and Ground Engineering Consultants, Inc.

Service Agreement with Schedio Group LLC for Independent District Engineering Services:

Change Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Service Agreement with Schedio Group LLC for Independent District Engineering Services: The Board entered into discussion regarding Change Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Service Agreement with Schedio Group LLC for Independent District Engineering Services.

Following review, upon motion duly made by Director Toll, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved Change Order No. 2 (Non-Adjacent Outfall Structure No. 6) to Service Agreement with Schedio Group LLC for Independent District Engineering Services.

## RECORD OF PROCEEDINGS

---

Engineer's Report and Verification of Costs Associated with Project Management Fees dated March 12, 2021, prepared by Schedio Group LLC: The Board reviewed the Engineer's Report and Verification of Costs Associated with Project Management Fees dated March 12, 2021, prepared by Schedio Group LLC.

Following discussion, upon motion duly made by Director Jay Perlmutter, seconded by Director Jenkins and, upon vote, unanimously carried, the Board approved the Engineer's Report and Verification of Costs Associated with Project Management Fees dated March 12, 2021, prepared by Schedio Group LLC.

Proposal from Manhard Consulting, Ltd. for Surveying Services for Adjacent Outfall Structure No. 8 and Non-Adjacent Outfall Structure No. 6: The Board reviewed a proposal from Manhard Consulting, Ltd. for surveying services for Adjacent Outfall Structure No. 8 and Non-Adjacent Outfall Structure No. 6.

Following discussion, upon motion duly made by Director Jenkins, seconded by Director Jonathan Perlmutter and, upon vote, unanimously carried, the Board approved the proposal from Manhard Consulting, Ltd. for surveying services for Adjacent Outfall Structure No. 8 and Non-Adjacent Outfall Structure No. 6, subject to confirmation on which property benefits from Outfall Structure No. 8.

Project Management Agreement between the District and Jordan Perlmutter & Co. for Outfall Structure Nos. 1 and 6: The Board entered into discussion regarding a Project Management Agreement between the District and Jordan Perlmutter & Co. for Outfall Structure Nos. 1 and 6.

Following discussion, upon motion duly made by Director Ernst, seconded by Director Jonathan Perlmutter and, upon vote, unanimously carried, the Board approved the Project Management Agreement between the District and Jordan Perlmutter & Co. for Outfall Structure Nos. 1 and 6.

Term Sheet and Cost Sharing Agreement between the District, Foothills Park & Recreation District and Concordia on the Lake LLLP: Attorney Olson reviewed with the Board a Term Sheet and discussed the status of the Cost Sharing Agreement between the District, Foothills Park & Recreation District and Concordia on the Lake LLLP. She advised the Board she is working with Terry Green with Foothills Park & Recreation District and Julia Robinson with Robinson Bailey PC on the final terms of the Cost Sharing Agreement.

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## RECORD OF PROCEEDINGS

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### LEGAL MATTERS

There were no legal matters.

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### OTHER MATTERS

**Monument Sign:** Director Jonathan Perlmutter noted for the Board the developer is designing a new monument sign for the Bowles Village Shopping Center and once completed, the cost for the monument renovation will be submitted to the District for cost verification, acceptance and reimbursement.

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### ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting