

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
PARKER JORDAN METROPOLITAN DISTRICT
HELD
JANUARY 28, 2011**

A special meeting of the Board of Directors of the Parker Jordan Metropolitan District was held on January 28, 2011 at 9:00 a.m. at the offices of R.S. Wells LLC, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO 80111.

Attendance

In attendance were Directors:

Norman A. Sheldon
Bill Lambertson (by telephone until 10:40 a.m.)
Don Leyn
Clint Waldron

Also in attendance were:

Bob Blodgett; R.S. Wells LLC
Dianne Miller and Matt Ruhland; Miller & Associates Law Offices, LLC
Jason Carroll, Clifton Gunderson, LLP
Dan Sheldon; Grant Street Ventures, LLC
Susan Brown; Valerian LLC
Deb Keammerer, The Restoration Group

Call to Order

Director Sheldon called the meeting to order at 9:00 a.m.

The Board excused the absence of Director Keesen.

Pledge of
Allegiance

Mr. Carroll led the Board and audience in the Pledge of Allegiance.

Declaration of
Quorum/Director
Qualifications
Disclosure Matters

Ms. Miller advised the Board that pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board then reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosure previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Additionally, the Board determined that

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the participation of members present was necessary to obtain a quorum or otherwise enable the Board to act.

Director Sheldon reported that he had disclosed his interest as an owner of property located in the District. Director Sheldon is also a shareholder in Colorado Capital Bank, an entity with whom the District has done business. These disclosures are in association with the consideration and/or approval of agenda items which may affect his interests. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Director Lamberton reported that he had disclosed his interest as an owner of property located in the District. The disclosure is in association with the consideration and/or approval of agenda items which may affect his interests. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Director Leyn reported that he had disclosed his interest as an owner of property located within the District. Director Leyn is also a director, president, general manager, or similar executive officer, or owns or controls directly or indirectly a complete interest in IRRICO Sales, Inc., is a 50% Partner in Universal Lighting Systems, Inc. a Colorado "S" Corporation, and is the 100% owner and manager of Colorado Riders Club, a Colorado non-profit limited liability company. These disclosures are in association with the consideration and/or approval of agenda items which may affect his interests. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Director Waldron reported that he had disclosed his interest as an owner of property located in the District. Director Waldron is also an associate attorney with White, Bear & Ankele, which serves as general counsel to Cornerstar Metropolitan District. The disclosure is in association with the consideration and/or approval of agenda items which may affect his interests. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Consideration of Agenda

Director Sheldon recommended an executive session to discuss contract negotiations. Upon a motion made by Director Leyn, seconded by Director Waldron, and upon vote unanimously carried, the Board adjourned into executive session at 9:05 a.m. to discuss contract negotiations pursuant to C.R.S. 24-6-402-4(e).

Upon a motion made by Director Waldron, seconded by Director Leyn, and upon vote unanimously carried, the Board adjourned out of executive session at 9:10 a.m. No decisions were made.

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There are no changes to the agenda.

CONSENT AGENDA

Upon a motion by Director Waldron, seconded by Director Leyn, the Board approved the following items from consent agenda:

- (a) Approval of Minutes of the December 16, 2010 Regular Board Meeting;
- (b) Approval of the December 31, 2010 Financial Statement and Schedule of Cash Position;
- (c) December Claims referenced by check number 1001 through 1018 in the amount of \$69,585.95;
- (d) Accept Final 2011 Budget;
- (e) Approve 2010 Audit Services Agreement with Simmons & Wheeler, P.C. for \$3,600;
- (f) Information Items;

Capital Projects

A. PJCOS Phase II – Stream Restoration and Amenities

Mr. Sheldon reported that SEMSWA has indicated only four of the ten amenities can be constructed because the others affect the flood plain work to be done in the fall of 2011 and spring of 2012. The other six amenities cause very minor fluctuations in the flood plain. The four amenities can be constructed to include the secondary and tertiary trails.

Director Sheldon recommended that Mr. Sheldon meet with Mr. McCarty, SEMSWA's Executive Director, to discuss the flood plain issues and see if a variance or waiver can be provided so that all amenities can proceed this summer. He will report back to the Board.

If SEMSWA does not change their opinion regarding the flood plain impacts and the requested delay in these amenities, they can still be constructed in August once all of the approvals are obtained for the stream restoration work. The Board discussed the possibility of proceeding with the trails only if they do not impact the flood plain and SEMSWA's decision is to delay the rest of the project until August. Mr. Sheldon will discuss with Mr. McCarty and provide a recommendation and update to Mr. Blodgett and the Board.

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Ms. Brown reviewed information regarding signs for the Phase II A and Phase II B amenities. She noted the budget estimate for signs is approximately \$146,000. The bid amounts for Phase II A are \$43,776 and \$28,000 for Phase II B. A decision on Phase II A only is needed at this time.

Upon a motion made by Director Leyn, seconded by Director Waldron, the Board approved the Phase II A sign package in the amount of \$43,776 subject to SEMSWA approval and other approvals as part of the early amenities.

Director Leyn will meet with Ms. Brown following the meeting to review the content of each of the signs and provide a recommendation to the Board.

Mr. Sheldon reported he is proceeding to plan the two rail split rail fence adjacent to the trail and the Fetters' property as part of the amenity package. He is recommending a two rail 36" high fence parallel to the flood plain. Centennial has approved this. The Board discussed the materials to go in the fence – plastic, Trex or wood. Mr. Sheldon reported he does not need a decision on this fence today. He will review and report back to the Board in the future.

B. Low Water Crossing Over Cherry Creek and Eastern Trail Extension Project.

After discussion, the Board decided to delay acquisition of bids for the low water crossing bridge until more certainty is obtained regarding the requested Go Colorado Grant for the Eastern Trail Extension and the Arapahoe Road Trailhead Project to the west and north. They will be further discussed at the February board meeting.

C. Potential Arapahoe Road Trailhead Update

Director Sheldon reported he, Valerian and J3 have meet with Mr. Carter regarding this project. An additional meeting is set for February 1st. The County is considering the possibility of contracting directly with the three consultants to design the trailhead. The County may also want to contract the District to design the trailhead. Director Sheldon will report back after his February 1st meeting with Mr. Carter.

C. Other Capital Projects

None.

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Manager's Items

A. Approval of Agreement for 2011 Landscaped Medians, PJCOS and Weed Control Maintenance Work

Mr. Blodgett distributed copies of the revised proposals submitted for weed control work by Brickman and Emerald Isle. The Board noted that Emerald Isle has also chosen to send in revised pricing for the open space/trail maintenance schedule and the median maintenance schedule.

Emerald Isle's revised weed control total along with their revised open space/trail and median maintenance schedule is approximately \$43,000. This is approximately the same amount as the Brickman revised weed control submittal and original trail/open space and median maintenance schedule prices.

Ms. Keammerer reviewed her report and recommendation regarding the revised weed control RFP pricing and work. She noted that both Brickman and Emerald Isle have presented very sound proposals for the necessary work. Both will need some additional training and direction. Their proposed pricing for the weed control is approximately the same. Emerald Isle was at \$20,680 and Brickman at \$23,880.

Ms. Miller reported that the Board can consider the revised pricing estimates by Emerald Isle for the trail/open space and median maintenance schedule as well.

After discussion, and upon a motion made by Directory Leyn, seconded by Director Sheldon, the Board approved an agreement with Emerald Isle for the weed control schedule amount of \$20,600; the trail and open space in the amount of \$5,280 and the median maintenance in the amount of \$17,760 for a total of \$43,640, and authorized Ms. Miller to prepare the necessary contracts for these schedules with Emerald Isle.

Director Sheldon and Director Leyn voted yes, Director Waldron voted no.

B. Consider Approval of Agreement with The Restoration Group, Inc. for Weed Control Oversight Services

Ms. Keammerer reviewed the qualifications of The Restoration Group and her experience with dealing with weeds in the Cherry Creek Corridor. She noted a revised proposal is \$12,875 plus expenses for oversight of the weed control contract for during 2011. After discussion, upon a motion made by Director Waldron, seconded by Director Leyn, the Board approved the agreement with The Restoration Group, Inc. in the amount of \$12,875 plus expenses. The board noted that if additional out of scope

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work is required it will be at her hourly rate of \$125.00 per hour on a time and material basis to be approved by the Board as required.

C. 2011 PJCOS Maintenance Budget

Mr. Blodgett reviewed the draft budget with the Board. He noted the City of Centennial requires the Board to approve it prior to sending the District its \$50,000 contribution for the PJCOS Maintenance Fund for 2011. Mr. Blodgett noted the cost of preparing the RFP, the actual costs of Emerald Isle, and The Restoration Group costs need to be added to the budget. He recommended that Clifton Gunderson, LLP modify the budget based on the current expenses and agreements authorized. The Board concurred. Action on the budget was deferred to the February meeting.

Director Sheldon recommended that Mile High Tree Co., Mr. Ralph Bronk, be contacted to review potentially hazardous and dead trees within the District's open space that should be removed prior to the public using the open space. Director Sheldon noted there is a 404 Permit and a survey of the trees that should be reviewed. This information will be checked by Ms. Brown. Director Sheldon will have Mr. Bronk contact Mr. Blodgett. This will be brought back at the February meeting.

D. January 21, 2011 Cherry Creek Basin Working Group Agenda

Mr. Blodgett reported this meeting was cancelled. The next meeting is Friday, February 18th. He reviewed the email from Ms. Bergman regarding the agenda for this meeting. Director Sheldon and he will attend.

Legal Items

A. Status of IGA with SEMSWA Regarding PJCOS Phase II Work

Mr. Sheldon reported SEMSWA has agreed to pay the District's request for the cost of \$236,000 for construction and design and administrative fees for the 17 Mile Property portion of the Cherry Creek Stream Restoration Project. SEMSWA intends to advance this money up front prior to award of the contract.

Mr. Ruhland reported he is working with Mr. Krisor to finalize this IGA for Board approval at the February meeting.

B. Executive Session

Previously Held.

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C. Other Legal

The Board asked Mr. Blodgett to contact Mr. Reid regarding the necessary IGA to secure the \$615,000 from the Cherry Creek Water Quality Authority which is budgeted in 2011 for the Cherry Creek Stream Restoration Project of the District.

Business

A. Confirm Quorum for the February 17, 2011 Board Meeting

Director Sheldon is out of town. He noted the District can meet without him. He will call into the meeting. Directors Waldron and Leyn can attend this meeting. Mr. Blodgett will contact Directors Lamberton and Keesen to determine if one of them can attend so there is a quorum. He will notify the Board.

B. Other Business

None.

Financial

A. Other Financial Matters

Director Sheldon noted the District has collected 99.49% of its property taxes in 2010. This is the highest rate of collection in his memory for the District's property taxes.

Mr. Sheldon asked if the District collected required property taxes on the Arapahoe Road Trail Head site the County recently purchased. Mr. Carroll will check.

Director's Items

A. Other Director Items

Director Sheldon asked that a meeting be set with the Fetters family regarding the potential dedication of the necessary right-of-way for the Cherokee Trail Stub Road in the future. The District can also discuss with the Fetters other development issues and open space issues at that time. Mr. Blodgett will arrange.

Director Sheldon also noted that some consultants are concerned that the cost of preparing Mr. Blodgett or Mr. Sheldon for a Board meeting may exceed the costs saved by their not attending the meeting.

Mr. Sheldon reported Mr. Blodgett has discussed this with the consultants and hopefully it is not a problem. If any consultant feels that they should attend the meeting to directly inform the Board on District matters, Mr. Blodgett does not object. Director Leyn noted that the intent is not to limit consultants at Board meetings, it is to save money by reducing the number

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of consultants that are at meetings during numerous presentations that may not affect them.

Public Comment None.

Adjournment Upon a motion made by Director Sheldon, seconded by Director Leyn, the Board adjourned the meeting at 12:00 p.m.



Secretary for the Meeting