

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
PARKER JORDAN METROPOLITAN DISTRICT
HELD
MAY 19, 2011**

A regular meeting of the Board of Directors (the "Board") of the Parker Jordan Metropolitan District (the "District") was held on May 19, 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 Lamberton
Clint Waldron
Allen Keesen
Mike Cornelsen

Also in attendance were:

Bob Blodgett; R.S. Wells LLC
Dianne Miller and Matt Ruhland; Miller & Associates Law Offices, LLC
Sarah Hunsche; Clifton Gunderson; LLP
Dan Sheldon & Chris Harff; Miller Frishman Development Services, LLC
Commissioner Nancy Sharpe; Arapahoe County District 2
Susan Brown; Valerian LLC
Josh Duncan; J3 Engineering Consultants
Ron Lambert; Mulhern MRE

Call to Order

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

Pledge of
Allegiance

Mr. Blodgett 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 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.

Director Keesen reported that he is 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.

Consideration
of Agenda

There were no changes to the Agenda.

Public
Comment

There were no public comments.

Discuss
Board Vacancy

A. Appoint Michael Cornelsen

Upon a motion duly made by Director Waldron, seconded by Director Keesen, and upon a vote unanimously carried, the Board appointed Michael Cornelsen to the Board vacancy.

B. Oath of Office

Director Sheldon administered the Oath of Office to Mr. Cornelsen. He took his seat on the Board.

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CONSENT AGENDA

Director Waldron asked that the April 14, 2011 meeting minutes be removed from the Consent Agenda.

Upon a motion duly made by Director Waldron, seconded by Director Lamberton, and upon a vote unanimously carried, the Board approved the Consent Agenda represented by items:

- A. Accept May 18, 2011 Schedule of Cash Position;
- B. Accept April 30, 2011 Financial Statements;
- C. Approval of April claims Represented by Checks Number 1073 through 1092 Totaling \$97,844.14;
- D. Ratify Approval of Mitigation Plan Preparation by ERO - \$4,500

Director Waldron recommended revisions to the Minutes regarding the Boyd Sign Systems contract and the request for shortfall funding of the Low Water Crossing Project to the CCBWG. The Board concurred.

Upon a motion duly made by Director Waldron, seconded by Director Keesen, and upon a vote unanimously carried, the Board approved the April 14, 2011 Special Board meeting minutes as amended.

DISCUSSION AGENDA

Director's
Items

- A. Discuss Board Policy Regarding Reimbursement of Expenses For Out of State Travel For Board Members to Attend Regular Board Meetings

After discussion, and upon a motion duly made by Director Cornelsen, seconded by Director Waldron, the Board voted 4-1 (Director Keesen "no") to provide for \$1,000 annually for reimbursement to a Director for expenses to attend a Board meeting from out of State. If the expenses exceed this amount, the issue will be scheduled on a Board meeting agenda for discussion.

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Legal Items

A. Status of IGA With SEMSWA Regarding PJCOS Phase II Work on 17- Mile House Property

Ms. Miller reported the District has executed this agreement. It is pending approval by SEMSWA at their June 1st meeting.

B. Status of IGA "Participation Agreement" with CCBWQA Regarding \$586,871 Contribution for PJCOS Phase II Stream Improvements

Ms. Miller reported that CCBWQA desires to limit their participation to this amount or 16.7% of the total water quality benefits, whichever is less. Mr. Sheldon reported it is likely the water quality benefits will not provide for this level of reimbursement. He estimated approximately \$500,000 for this reimbursement amount.

A further update will be provided at the June 2011 meeting.

C. Status of Requested Access Easement, Temporary Construction Easement and License Agreement from Arapahoe County

Mr. Ruhland reported the Temporary Construction Easement for the Happy Canyon Trail access is ready for Board approval.

Upon a motion duly made by Director Waldron, seconded by Director Keesen, and upon a vote unanimously carried, the Board approved the Temporary Construction Easement for the Happy Canyon Trail Connection.

Mr. Ruhland reported a temporary construction easement is required from Arapahoe County for access across their property at the south end of the Open Space to construct stream improvements. This easement is pending and will be presented at a future meeting.

Mr. Ruhland reported a license agreement with the County is pending that allows the District to construct a trail across County right of way at Nichols Street to provide access from the west to the PJCOS.

Mr. Ruhland reported a permit with the County is being processed by J3 as part of the construction plan approval process to provide a construction access point across County right of way at Nichols Street into the Open Space.

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Mr. Ruhland further reported SEMSWA is requesting a drainage easement from the District adjacent to Cherry Creek in case access by SEMSWA is needed to review issues associated with construction and maintenance in the future. This would be a perpetual easement.

Director Sheldon asked that a copy of the easement language be distributed to the Board for review. This item will be returned at the June 2011 Board meeting.

D. Discuss \$250,000 IGA With Arapahoe County For LWC Bridge and Eastern Trail Extension Grant

Mr. Blodgett reported that Mr. Carter has requested the District not accept this grant, and instead, return it to the County. He has committed that Arapahoe County will replace this \$250,000 in funds from another County Open Space funding source in addition to providing \$166,000 for the Eastern Trail Extension which the District needs to complete the project. Mr. Carter is currently reviewing this with the Commissioners. This agreement will be returned at the June 2011 meeting for discussion. Mr. Carter intends to discuss this arrangement with the CCBWG at their May 20th meeting.

E. Discuss Agreement With Four Winds Interactive Software For Kiosk Software - \$10,240.68

Mr. Sheldon reported that he contacted the Four Winds staff and stated that they agreed to waive the first year \$630 software license cost and future year's funding amounts if any, will be determined through later discussions between the District and Four Winds. Mr. Ruhland will contact Four Winds to confirm this arrangement and revise the agreement for the June Board meeting.

F. Consider Approval of First Amendment to Open Space Grant Funding Participation Agreement with The City of Centennial- Additional \$300,000 Grant to PJMD

Ms. Miller recommended this be deferred to the June Board meeting. The Board concurred.

G. Status of Exclusion of 27 Acre Open Space From the VCMD

Ms. Miller reported that Centennial and the District have formally requested the VCMD to exclude the 27 acres of Open Space. She recommended that a court reporter and herself be present at the VCMD Board meeting when this issue is reviewed. The Board concurred.

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H. Executive Session - Legal Advice (If Necessary)

Not necessary.

I. Other Legal

None.

Financial

A. Review and Approve 2010 Audit

Ms. Hunsche reviewed the 2010 Audit with the Board. The Board asked that Director Cornelsen have an opportunity to review it along with Director Waldron and legal counsel. This will be returned to the June Board meeting for approval.

B. Preliminary 2011 Assessed Value For Collection in 2012

Ms. Hunsche reviewed the Preliminary 2011 Assessed Value (AV) with the Board. The AV declined approximately \$2,000,000. The excluded area increased approximately \$3,700,000. The overall increase is approximately 2.3% based on the May 1st values. It is likely this value will decline with appeals through August. On August 25th the District will receive the official preliminary assessed value for collection in 2012.

C. Other Financial Matters

None.

Manager's Items

A. Discuss Consolidated Projects – Bob Blodgett/Dan Sheldon

Mr. Blodgett and Mr. Sheldon reviewed this proposal to Arapahoe County. Mr. Sheldon distributed copies of the letter to Mr. Carter detailing the four components of these projects and the preliminary cost estimates. Mr. Carter will discuss this issue with the CCBWG at its May 20th meeting. A further update will be provided at the June Board meeting.

Commissioner Sharpe indicated Arapahoe County is committed to moving forward with these projects and working with the Districts and other partners to determine the best way to fund all of them.

She also noted that the County Open Space sales tax reauthorization likely will not be placed on the ballot until November of 2012.

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B. PJCOS Weed Control Update

Mr. Blodgett reported Ms. Keammerer is satisfied with Emerald Isle's efforts to date in this regard.

C. May 20, 2011 CCBWG Meeting

Director Sheldon, Mr. Blodgett and Mr. Duncan will be attending on behalf of the District.

D. Website Update

Director Waldron discussed his request for a "secure site" which would contain District IGA's and other consulting agreements for access by the Board and consultants. Should the public request one of these documents, that request would be routed through the manager and/or attorney.

Mr. Nearing indicated he could program the secure site in approximately one hour. The District would be responsible for putting the documents on the site.

Mr. Harff noted that there is another site called "Ignite" which is also a secure site for documents.

Mr. Blodgett will discuss with Mr. Nearing and Mr. Harff the secure site options. The Board concurred in a password protected secure site on the District's website.

E. 27 Acre Open Space Amenities

Mr. Blodgett reviewed Mr. Reid's email letter regarding the City of Centennial's position on these amenities. The City's current priorities are the Civic Center Park, the Parker Jordan Centennial Open Space, and the new Postal Service 43 Acre Open Space site recently purchased near Potomac and Broncos Parkway. The 27 Acre Open Space amenities project is not presently a priority of the City.

Director Sheldon reported that the District can proceed independent of the City on any projects with amenities if the District pays for their construction and maintenance.

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F. June 3, 2011 SDA Workshop

Director Waldron said he may attend the morning workshop session. He will let Mr. Blodgett know. Director Sheldon will attend the workshop session and golf tournament.

G. Other

Director Waldon reported he has spoken with the Townhome HOA representative regarding removal of the barb wire. They are going to discuss this at a future meeting. They appear to be in favor of this removal.

Director Waldron has spoken with Jason Wimberly with the Paired Homes HOA. He is not certain whether Mr. Wimberly will support this request or not. A further update will be provided at the June Board meeting.

Capital
Projects

A. PJCOS Phase II – Stream Restoration and Amenities – Bid
Schedule – Dan Sheldon

Mr. Sheldon reported he hopes to begin the bid process in the next month and start construction approximately July 25th of the “early amenities”. This would include signage and trails. These amenities can be complete by the Fall. The remaining amenities and stream work will be completed by Summer of 2012.

B. Revised Amenity Exhibit – Susan Brown

Ms. Brown reviewed the Amenity Exhibit with the Board. The Board concurred with the present exhibit.

C. Approve PJCOS Amenities Sign Agreements and Authorize
Deposits

1. Fossil - \$6,614
2. Boyd - \$65,840

Mr. Sheldon will include the installation of the signs within the general contract instead of within the Boyd Agreement. This makes the revised Boyd Agreement \$49,500.

Upon a motion duly made by Director Lamberton, seconded by Director Keesen, and upon a vote unanimously carried, the Board approved the sign agreements subject to review by legal counsel in the amount of \$6,614 for Fossil and \$49,500 for Boyd.

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Ms. Brown demonstrated QR codes at the bottom of the District signs which can be activated with a Smart Phone and linked to another website. The Board concurred. These QR codes will be linked to the Open Space section of the District's website. Ms. Brown will coordinate with Mr. Nearing, the District's website consultant, to make this happen.

Ms. Brown also displayed the primary, secondary and destination signs. Director Waldron asked that a message be added to the sign regarding a text message for a 24 hour response in addition to the R.S. Wells phone number on the sign. Ms. Brown will review with Mr. Nearing.

D. Discuss J3 Request For Amended Budget For Unanticipated Costs by IRIS - \$3,438

After discussion, it was determined that the unanticipated costs were clearly out of scope work required to successfully obtain the permit.

Upon a motion duly made by Director Keesen, seconded by Director Lamberton, and upon a vote unanimously carried, the Board approved the 53 amended budget requests in the amount of \$3,438.

E. Status of LWC Bridge and Eastern Trail Extension Project

Mr. Sheldon recommended this proceed as Phase I of the consolidated projects, once funding is obtained from Arapahoe County. Commissioner Sharpe concurred, so long as the Eastern Trail is constructed with the bridge and the bridge connected to the Trailhead to Arapahoe Road. She did not want this to be a "bridge to nowhere" if the County funds it for construction in the near future.

F. Ratify Grant Application by City of Centennial For Youth Corps Assistance With PJCOS Required Tree Removal - \$46,180

Ms. Brown reported this saves approximately \$10,000 of funds in the District's budget for the Phase II amenities.

Ms. Miller reported that as a part of the IGA with the City of Centennial, the City cannot unilaterally apply for a grant in the Open Space. She recommended that Director Sheldon send a letter to the City clarifying this issue. The Board concurred.

G. Discuss Options For Pond Within CCVEP

Mr. Lambert reported that at a recent meeting with SEMSWA staff, that SEMSWA and their consultants have determined to leave the pond as is.

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They are hopeful that the installation of additional ripple structures will increase the level of water over time. They have determined that trying to obtain water rights to supplement the ground water in the pond would be too difficult, time consuming and expensive because of depletion issues.

H. Ladera Trail Connection

Director Waldron reported that completing this connection with the Phase II Amenities Project should be most cost effective. Mr. Sheldon reported the cost estimate is \$25,000-\$30,000. Mr. Duncan reported that J3 needs time to prepare the detail design plans and obtain the necessary easements from Arapahoe County.

After discussion, the Board tabled action on the Ladera Trail Connection until the bids are obtained and a determination is made as to whether there are available funds to complete this trail within the amenity projects budget.

I. Other Capital Projects

Mr. Sheldon recommended that the cultural/architectural dig be separately bid by the District rather than through the general contractor.

After discussion, the Board concurred, subject to Ms. Miller's review and revisions to the language for this work. The cultural/archeological dig work will be completed separately from the Phase II project; however, the general contractor on the Phase II project will be required to coordinate with the selected cultural/archeological dig contractor.

Business

A. Regular Meeting Change

After discussion, and upon a motion duly made by Director Waldron, seconded by Director Lamberton, and upon a vote unanimously carried, the Board changed the regular meeting date to the third Tuesday of each month at 5:00 p.m. at Clifton Gunderson, LLP, located at 8390 E. Crescent Parkway, Suite 500, Greenwood Village, 80111.

Ms. Miller reported that the June 21st meeting will be a Special Board meeting. On this Agenda will be the approval of the formal change in the regular meeting date and time for the remainder of 2011.

B. Confirm Quorum for the June 16, 2011 Board Meeting

This meeting is cancelled. The next meeting will be a Special Board meeting on Tuesday, June 21, 2011 at 5:00 p.m. at Clifton Gunderson,

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LLP, located at 8390 E. Crescent Parkway, Suite 500, Greenwood Village, 80111.

C. Other Business

None.

Adjournment

Upon a motion duly made by Director Keesen, seconded by Director Sheldon, and upon a vote unanimously carried, the Board adjourned the meeting at 12:50 p.m.



Secretary for the Meeting