

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
PARKER JORDAN METROPOLITAN DISTRICT
HELD
JUNE 21, 2011**

A special meeting of the Board of Directors (the "Board") of the Parker Jordan Metropolitan District (the "District") was held on June 21, 2011 at 5:00 p.m. at the offices of Clifton Gunderson LLP, 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 and Kevin Collins; Clifton Gunderson LLP
Dianne Miller and Matt Ruhland; Miller & Associates Law Offices, LLC
Dan Sheldon; Miller Frishman Development Services, LLC
Shannon Carter; Arapahoe County Commissioners' Office
Susan Brown; Valerian LLC
Josh Duncan; J3 Engineering Consultants
Ron Lambert; Mulhern MRE

Call to Order

Director Sheldon called the meeting to order at 5:10 p.m.

Pledge of
Allegiance

Director Keesen 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

Upon a motion duly made by Director Waldron, seconded by Director Lamberton, and upon a vote, unanimously carried, the Agenda was approved as submitted.

The Board decided that the Capital project discussions would be held immediately after the Director's Items on the Discussion Agenda.

Public Comment

There were no public comments.

CONSENT AGENDA

Mr. Collins recommended that the 2010 Audit be deferred until Director Cornelsen's arrival at the Board meeting. The Board concurred.

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Director Sheldon reported that the District would not have any financial participation in the Bike to Work Day with the City of Centennial (the "City") and Arapahoe County (the "County"). Walmart has agreed to donate the necessary food and supplies for this event.

Upon a motion duly made by Director Waldron, seconded by Director Lamberton, and upon a vote, unanimously carried, the Board approved the Consent Agenda as listed below with the exception of the 2010 Audit and the notation that the Bike to Work Day financial participation is zero.

- A. Approve Resolution Establishing New Regular Meeting Date and Time;
- B. Approve Minutes of May 19, 2011 Regular Board Meeting;
- C. Accept June 20, 2011 Schedule of Cash Position;
- D. Accept May 31, 2011 Financial Statements;
- E. Approve May 2011 Claims - \$78,818.02 Represented by Checks 1095 through 1111 and Ratify Checks 1093 through 1094 in the amount of \$115.00;
- F. Approve 2011-12 Insurance Policy - \$10,545;
- G. Informational Items

DISCUSSION AGENDA

Director's Items

- A. SDA Conference, Breckenridge – September 14-16

Directors Waldron and Lamberton expressed an interest in attending. Mr. Blodgett will forward the registration information as soon as it is received.

- B. Results of June 3rd SDA Workshop – Norm Sheldon, Clint Waldron

Directors Sheldon and Waldron attended on behalf of the District. They provided a brief report on Mr. Collins' and Mr. Webb's presentations.

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C. Discuss District Apparel – Norm Sheldon

Director Sheldon noticed South Suburban Park and Recreation District, the APEX Park and Recreation District and others at the workshop had distinctive polo shirts for Board members. He recommended the Board pursue this opportunity for the District. The Board concurred. Mr. Blodgett will obtain cost estimates and information regarding the APEX and South Suburban shirts. Mr. Waldron reported that Green Valley Ranch Metropolitan District also has similar polo shirts. Ms. Miller reported she recently obtained shirts for one of the Districts she works with at a substantially reduced cost. She will provide this information to Mr. Blodgett. This will be returned at the July Board meeting.

D. Discuss 2011 SDA Collaboration Award Nominations

After discussion, the Board decided not to submit a nomination form in 2011. They decided tentatively to submit an application form for the District in 2012.

E. June 23rd 17 Mile House Farm Park Plan Meeting

Mr. Carter reported that this open house is an opportunity to display to the public the efforts the County is making to preserve the 17 Mile House Farm Park and future plans. Director Sheldon encouraged Board members to attend if possible.

Director Sheldon also reported that Ms. Davenhill is sponsoring a Summer Solstice Walk on Saturday, June 25th at the CCVEP from 10a.m.-12p.m. He encouraged Board members and consultants to attend if possible.

F. Close Out Costs For Completed Projects – Clint Waldron

Director Waldron reported he has not had a chance to review the report for the Broncos Parkway Trailhead. Mr. Blodgett stated a similar report will be prepared for the South Creek Trail Extension and the Cherry Creek Regional Trail and other PJCOS Phase I improvements prior to the next meeting. This was deferred to the July meeting.

Capital Projects

A. Consolidated Cherry Creek Projects

Mr. Sheldon reviewed his recent letter to Mr. Carter regarding the possibility of combining the District's LWC Bridge, the Eastern Trail Extension from the bridge to the Chambers Way Trail and also a trail to

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the north to the future Arapahoe Trailhead. Mr. Sheldon reported the estimated cost in addition to the \$250,000 LWC Bridge Grant is approximately \$193,000.

Mr. Carter reported he discussed this request with Commissioner Sharpe. The County would like to seek other partners and potential financial contributions before committing some portion of the \$193,000 shortfall. Mr. Carter recommended the Board accept the \$250,000 grant and proceed on the bridge. Mr. Carter intends to contact the City of Aurora and the City regarding contributions to the \$193,000 shortfall. He will do this within the next 30 days. He also will discuss this further with the CCBWG at their July meeting.

Action on the consolidated projects was deferred to the July Board meeting.

B. PJCOS Amenity and Stream Work Bid Schedule

Mr. Sheldon distributed copies of the list of contractors appearing at the mandatory pre bid conference on June 21st. Fifteen contractors attended the meeting. Bids are due July 15th. They will be evaluated by the consultants and a recommendation made at the Board's July 19th meeting.

Mr. Sheldon also reported the archeological dig plans will be released in the near future with the intent of bidding this work out in the next few weeks so that the archeological dig bids can be scheduled July 15th also, and the award made by the Board on July 19th.

Mr. Sheldon reported the District has not yet obtained the 404 permit required in order for the stream work and amenities to proceed. ERO has assured Mr. Sheldon this will be accomplished within the next 30 days.

Mr. Duncan reported that he has worked with the SEMSWA staff and has reduced required fees and permits by approximately \$150,000. These are estimated savings on the PJCOS Phase II budget which has not yet been modified. The Board expressed their appreciation to Mr. Duncan for his efforts in this regard.

C. Status of LWC Bridge and Eastern Trail Extension Project

Previously discussed.

D. Other Capital Projects

Mr. Sheldon reported he is still working with SEMSWA and the contractor to finalize the as builts for the Broncos Parkway Trailhead and

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the Cherry Creek Regional Trail. There is an issue of approximately 1/8 inch off center on construction of the trail. He is working with L&M to resolve this prior to final payment.

He also reported he will review the South Creek Trail Connection to determine the cause of pitted concrete.

Ms. Brown distributed sample signs for the Board's review. These will be placed in the open space. The Board expressed concerns about whether they were graffiti proof or not. Ms. Brown will check with Boyd and other entities regarding the material.

The Board also decided that a text message with a mobile phone number to the District's answering service should be provided on the signs. Mr. Blodgett will coordinate with the answering service and Mr. Nearing to finalize this as soon as possible.

Ms. Brown also reviewed the information for the future kiosk. This will be finalized over the next few months. It will be installed in March of 2012 as a part of the construction contract.

Legal

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

Ms. Miller reported SEMSWA has approved and executed the IGA. The Board has previously approved the IGA, so no further action is needed.

B. Status of IGA "Participation Agreement" with CCBWQA Regarding Contribution for PJCOS Phase II Stream Improvements

Mr. Sheldon reported that the estimated participation by CCBWQA based on a 16.7% ratio water quality improvements is approximately \$500,000. The IGA contains the not to exceed number of \$589,000. It does not appear this number will be reached. Mr. Sheldon reported the percentage at the beginning of the process was 19%. The Board asked Mr. Sheldon to discuss this with Council Member Weidmann and CCBWQA staff and others to determine whether the District should still qualify for the 19% water quality benefit ratio.

Action on the Participation Agreement was deferred.

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

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Ms. Miller reported the temporary construction easements are in order. The County has made minor changes which are acceptable to the District.

Upon a motion duly made by Director Waldron, seconded by Director Keesen, and upon a vote, unanimously carried, the Board approved the temporary construction easements related to the Happy Canyon Trail Connection and Southcreek Tract DD.

Ms. Miller reported the license agreement provides for trail construction across the Nichols right-of-way into PJCOS. She recommends approval.

Upon a motion duly made by Director Waldron, seconded by Director Keesen, and upon a vote, unanimously carried, the Board approved the license agreement.

Mr. Duncan continues to work with the County on a permit to allow access into the PJCOS for construction.

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

After discussion, the Board deferred action on this IGA and acceptance of the \$250,000 grant until the bids for the LWC Bridge and Trail Extension are received on July 15th. The Board also asked that Mr. Sheldon meet with Mr. Carter at the County regarding other partners who may contribute financially to the \$193,000 shortfall needed, so that the bridge will connect to the trailhead on the north and to the Chambers Way Trail to the south and east.

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

Ms. Miller recommended approval of these software agreements.

Upon a motion duly made by Director Lamberton, seconded by Director Keesen, and upon a vote, unanimously carried, the Board approved the agreements.

- 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 approval of this amendment. The City has approved and executed the amendment.

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Upon a motion duly made by Director Keesen, seconded by Director Waldron, and upon a vote, unanimously carried, the Board approved the Participation Agreement with the City.

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

Ms. Miller reported the City has not yet sent the petition for exclusion to VCMD requesting a public hearing on the exclusion request. The City is currently working with the Fetters' family on other issues related to the Cherokee Trail access including the barb wire fence, junk vehicles and other land use issues. The City would like to delay this hearing until November and send the letter at a later date.

H. Discuss SEMSWA Request for Perpetual Drainage Easement Adjacent to Cherry Creek Youth Corps Grant Process

Ms. Miller distributed copies of the requested SEMSWA Easement. She indicated some provisions are not acceptable to the District. She has contacted the City attorney's office to review the easement as well. She recommended that a meeting be held between herself and the City attorneys to determine a position to SEMSWA on the easement request. The Board concurred.

Mr. Duncan reported that SEMSWA requires approval of this easement prior to approving the final plans for the stream and amenity work. This means approval must be obtained prior to the date the bids are awarded. The Board asked that the District and the City accelerate the discussions on this issue.

The Board appointed Director Sheldon and Director Waldron to a committee to review and approve the final easement language received from Ms. Miller prior to the July 19th Board meeting.

I. Youth Corps Grant Process

Ms. Brown reported that the City has received the \$47,000 grant. This will save approximately \$7,500 in funds in the PJCOS Phase II Project.

J. Executive Session To Determine Position Relative To Matters that May Be Subject To Negotiations and Developing Strategy For Negotiations Pursuant to C.R.S. 24-6-402(4)(e)

Upon a motion duly made by Director Sheldon, seconded by Director Waldron, at 7:36 p.m., the Board adjourned into Executive Session regarding items under negotiation pursuant to C.R.S. 24-6-402-(4)(b).

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Upon a motion duly made by Director Keesen, seconded by Director Waldron, the Board adjourned from Executive Session at 7:40 p.m. The Board took no action.

Financial Items

A. 2010 Audit

Director Cornelsen recommended approval of the 2010 Audit and the auditor's letter with the unqualified opinion.

Upon a motion duly made by Director Cornelsen, seconded by Director Waldron, and upon a vote, unanimously carried, the Board approved the 2010 Audit and authorized its filing by Clifton Gunderson LLP with the Division of Local Government.

Manager's Items

A. Discuss Consolidated Projects – Bob Blodgett/Dan Sheldon

Previously discussed.

B PJCOS Weed Control Update

Ms. Keammerer reports that Emerald Isle is making satisfactory progress with their weed control work.

C. June 17, 2011 CCBWG Meeting Results

Director Sheldon will provide an update on the meeting. There was a brief discussion about consolidated projects. This will be continued at the August Board meeting. The group is making an effort to implement mile markers where possible along the Cherry Creek Regional Trail. Each jurisdiction is deciding on which signage standards they implement.

D. Website Update

1. Approve Secure Site Protocol

The Board approved the secure site protocol. Mr. Blodgett will coordinate with Mr. Nearing.

2. Text Message Regarding PJCOS Issues

The Board asked that the text message be to a mobile phone. Mr. Blodgett recommended this be provided at the answering service

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for after hour calls for all Districts managed by Clifton Gunderson LLP. He will coordinate with the answering service and inform the Board and Ms. Brown as soon as possible of a solution. The Board decided not to use the text message to an email address at this time.

E. May 24th GOCO Arapahoe County Projects Meeting

Mr. Blodgett reviewed the agenda for the meeting. The County representatives as well as GOCO and Trust for Public Land representatives were present.

F. Removal of Barb Wire Fence in PJCOS Adjacent to South Creek

Mr. Blodgett reported the Paired Townhomes recommended the fence remain in place. The Townhome HOA recommended it be removed.

After discussion, the Board decided that due to potential liability issues, a need to maintain access to the public open space and City rules and regulations, the barb wire fence should be removed. They asked Mr. Blodgett to send a letter to the HOA's informing them of that decision. Mr. Blodgett will draft a letter.

G. Facility Fees Update

Mr. Blodgett reported the construction on the east side of Jordan Road is an eight foot masonry wall surrounding an auto storage lot. Ms. Miller reported the District could levy a fee based on the square footage of the length and width of the wall around the four sides of the lot. The Board declined to do so. No facility fee will be levied on this project.

H.. Other

Mr. Sheldon distributed copies of the floating dock with the CCVEP pond and an email from Arapahoe County Open Space Maintenance indicating the floating dock must be removed for safety reasons. In its place will be a social gathering area. The Board asked that an effort be made to salvage the dock and use it elsewhere if possible.

Business

A. Confirm Quorum for the July 19, 2011 Board Meeting

A quorum was confirmed.

B. Other Business

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The Board discussed the June 3rd SDA Workshop regarding District email policy. Ms. Miller reported the Board should not send emails to three or more Board members regarding District business. This constitutes an electronic meeting. Individual replies to Board members or Mr. Blodgett should be sent.

Director Sheldon reported Mr. Collins indicated that it is an acceptable policy for boards to have annual luncheons or dinners with spouses to celebrate accomplishments or for other reasons.

After discussion, and upon a motion duly made by Director Lamberton, seconded by Director Keesen, and upon a vote, unanimously carried, the Board approved a holiday dinner with Board members and spouses and consultants and spouses at an area restaurant with a not to exceed amount of \$100 per person plus the tip. Alcohol will not be paid for by the District.

Adjournment

Upon a motion duly made by Director Waldron, seconded by Director Keesen, and upon a vote, unanimously carried, the Board adjourned the meeting at 8:15 p.m.


Secretary for the Meeting