

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
PARKER JORDAN METROPOLITAN DISTRICT
HELD
NOVEMBER 15, 2011**

A regular meeting of the Board of Directors (the "Board") of the Parker Jordan Metropolitan District (the "District") was held on November 15, 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 (departed at 7:40 p.m.)
Clint Waldron
Mike Cornelsen

Also in attendance were:

Bob Blodgett, Kevin Collins and Carrie Bartow; Clifton Gunderson LLP
Dianne Miller and Matt Ruhland; Miller & Associates Law Offices, LLC
Dan Sheldon; Miller Frishman Development Services, LLC
Ron Lambert; Mulhern MRE
Susan Brown; Valerian LLC
Stephen Csajaghy; Condit Csajaghy LLC
Josh Duncan; J3 Engineering

Call to Order

Director Sheldon called the meeting to order at 5:00 p.m. The Board excused the absence of Director Keesen.

Pledge of
Allegiance

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

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Director Sheldon reported that he had disclosed his interest as an owner of property located in the District. 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 Cornelsen reported that he has no conflicts to disclose. Therefore, no written disclosure of interest was filed with the Secretary of State prior to the meeting.

Consideration
of Agenda

The Board approved the Agenda as submitted.

Public
Comment

There were no public comments.

CONSENT AGENDA

Director Sheldon stated he had questions regarding Items A, F and G. Director Waldron indicated he had questions about Items E and H.

Regarding Item A, October 18, 2011 Minutes – Director Sheldon asked why Director Cornelsen’s disclosure states no conflicts as a homeowner and property owner, whereas other Board members disclosed conflicts as owners of property. Ms. Miller explained that the statutes differentiate between a homeowner who is presumed to not have a conflict because they live within the District versus a commercial property owner/developer who owns a piece of property but does not live within the District.

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Director Sheldon also noted that Director Keesen's disclosure should be added to the October 18th minutes. Mr. Sheldon recommended other minor changes to the minutes that Mr. Blodgett will make.

Regarding Item E, 2012 Annual Administrative Matters Resolution – Director Waldron asked why Miller and Associates is serving as DEO rather than Clifton Gunderson LLP. Ms. Miller explained her firm is of the opinion that since they need to issue an opinion on future bond issues, they may need to supervise and coordinate the Directors' election to ensure there are no errors in conducting the election properly.

Regarding Item F, Clifton Gunderson LLP engagement letter for 2012 – Director Sheldon asked if there are any changes to the cost or rates from 2011. Mr. Collins indicated the rates and charges are the same as 2011.

Regarding Item G, Engagement Letter with Simmons & Wheeler, PC – Director Sheldon asked if this is the same cost as 2011. Mr. Collins indicated the amount is the same price.

Regarding Item H, 2012 Director Election Resolution – Director Waldron indicated his question regarding the DEO was previously discussed.

Mr. Blodgett reported the October claims (Item D) have been revised to add the annual payment to Arapahoe County, per the IGA.

With the above comments and clarifications noted, and upon a motion duly made by Director Lamberton, seconded by Director Cornelsen, and upon a vote, unanimously carried, the Board approved the Consent Agenda as amended.

- A. Approve Minutes of the October 18, 2011 Regular Board Meeting Minutes
- B. Approve October 31, 2011 Financial Statements
- C. Accept November 15, 2011 Schedule of Cash Position
- D. Approve October 2011 Claims Represented by Check Numbers 1205 through 1222 Totaling \$478,475.63
- E. Adopt 2012 Annual Administrative Matters Resolution
- F. Approve Engagement Letter with Clifton Gunderson LLP for 2012 Accounting Services
- G. Approve Engagement Letter with Simmons & Wheeler, PC for 2011 Audit - \$3,600
- H. Approve May 2012 Director Election Resolution

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I. Information Items

DISCUSSION AGENDA

Capital
Projects

A. PJCOS Stream and Open Space Reclamation/Amenity Work

1. Power Point Update – Dan Sheldon

Mr. Sheldon presented his Power Point report to the Board indicating the progress with the Cherry Creek Stream Restoration (the “Project”). The Board thanked Mr. Sheldon for this update. Mr. Sheldon is also providing this information to Ms. Fetters per the agreement with MPIC.

2. 404 Permit and Other Compliance Matters

Mr. Sheldon reported the issue regarding the alleged violation of the permit had been clarified and rescinded by the U.S. Army Corps of Engineers.

Ms. Miller reported she has spoken to the State Engineer’s Office who has indicated that notices to other diverters only need to be provided between the Project and the Cherry Creek Dam, not further upstream. Once confirmation has been received in writing, she will provide to Mr. Sheldon and Fiore and Sons, Inc. for implementation.

3. Status of Letter to Arapahoe County OSTAB – Request for Open Space Grant Funding - \$643,000

- November 19 OSTAB Tour of PJCOS and December 5th OSTAB Meeting

Mr. Sheldon reviewed the status of the request to OSTAB. He will be leading a tour on November 19th at 1:00 p.m. from the Broncos Parkway Trailhead with the entire OSTAB Board. Director Sheldon and Director Lamberton will also attend. The next meeting of OSTAB is December 5, 2011 to vote on support for some or all of the District’s request. Director Lamberton, Mr. Sheldon and Mr. Blodgett will attend on behalf of the District. Director Sheldon asked that talking points be prepared by Mr. Sheldon for the OSTAB tour on November 19th. Ms. Brown will provide copies of the PJCOS amenities/open space reclamation map for distribution at this tour.

Mr. Blodgett reported he spoke with Mr. Carter today, and Mr. Carter indicated that the OSTAB will recommend an amount to the Board of County Commissioners who will make the final decision regarding funding for the PJCOS request. The Cherry Creek Basin Working Group

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(CCBWG) letter of support will be included with the OSTAB report to the Board of County Commissioners.

4. Status of Vacation and Designation of Two Revised Easements with MPIC

Mr. Sheldon reported he has not received any feedback from MPIC yet. Mr. Blodgett reported he has also not received any feedback from MPIC regarding the October 21st letter to Ms. Fetters regarding the designated representative, and a request to meet with the family to discuss their objectives regarding the information request on the project.

5. Status of Broncos Parkway Trailhead and Cherry Creek Regional Trail One Year Warranty Inspections

Mr. Sheldon reviewed the status of these inspections with the Board. The Board asked Mr. Lambert to expedite the as built work by Tetra Tech.

6. PJCOS Amenity and Kiosk Exhibit – Susan Brown

Ms. Brown reviewed the kiosk layout with the Board. After discussion, the Board asked that Ms. Brown meet with Director Sheldon and Director Cornelsen and a representative of Four Winds to review the design and content for the kiosk.

B. Consolidated Cherry Creek Corridor Construction Projects - Update

Mr. Sheldon reported he attended the recent SEMSWA meeting regarding coordination with CDOT for the future widening of Arapahoe Road and the construction of the trail beneath Arapahoe Road. It is anticipated this project will begin in 2012 – 2013.

C. Other Capital Projects

No report.

D. Results of November 9, 2011 Annual Cherry Creek Stewardship Partners Conference

Mr. Sheldon, Mr. Duncan, Mr. Cecil and Mr. Blodgett attended on behalf of the District. At the conference, the annual run for the watershed race was announced for September 22, 2012. It will include a final kayak leg in Cherry Creek Reservoir for the first time.

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Legal

A. Status of Open Records Requests from MPIC and the Fetters Family

Upon a motion duly made by Director Cornelsen, seconded by Director Waldron, and upon a vote, unanimously carried, the Board voted to go into Executive Session at 7:15 p.m., pursuant to C.R.S. 24-6-402(4)(b) to receive legal advise related to the open records requests from MPIC and the Fetters family (the "Request").

Upon a motion duly made by Director Waldron, seconded by Director Cornelsen, and upon a vote unanimously carried, the Board adjourned from Executive Session at 8:50 p.m.

Upon a motion duly made by Director Waldron, seconded by Director Cornelsen, and upon a vote, unanimously carried, the Board voted to require a deposit of \$2,500 by MPIC and a payment of \$25 per hour for the time necessary for a paralegal to research, review and make available emails related to the stream work per the Request. The Board authorized Ms. Miller to hire a paralegal to be the point of contact for all of the emails from the District's consultants for this task. Ms. Miller noted that the District has 8-10 consultants and there may be 10,000 or more email messages to review prior to determining which are related to the Project and are available public information under the Request.

B. Executive Session – Legal Advice (If Necessary)

Previously addressed.

Financial

A. Conduct Public Hearing to Consider Amending 2011 Budget; Consider Adoption of Resolution to Amend 2011 Budget

Upon a motion duly made by Director Waldron, seconded by Director Cornelsen, and upon a vote, unanimously carried, the Board opened the public hearing at 7:05 p.m. There was no public comment. The public hearing was closed at 7:06 p.m. Mr. Collins recommended amendments to the 2011 budget to create the separate stream, open space and low water crossing funds for the District.

Upon a motion duly made by Director Waldron, seconded by Director Cornelsen, and upon a vote, unanimously carried, the Board approved the budget amendments to the 2011 budget.

B. Other Financial Items

None.

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Director's Items None.

Manager's Items A. Conduct Public Hearing to Consider Adoption of 2012 Budget, Appropriate Expenditures and Set Mill Levy; Consider Adoption of Resolution to Adopt 2012 Budget, Appropriate Expenditures and Set Mill Levy

Director Sheldon opened the public hearing at 6:45 p.m. There were no public comments. Director Sheldon closed the public hearing at 6:46 p.m.

Mr. Collins reported the budget contains a 1 mill reduction in the debt service mill levy as directed at the October Board meeting. The total mill levy for the District in 2012 will be 23 mills.

Upon a motion duly made by Director Cornelsen, seconded by Director Waldron, and upon a vote unanimously carried, the Board approved the 2012 budget, appropriated expenditures and established a mill levy of 23 mills.

Mr. Collins will provide the budget resolutions with final numbers to Director Cornelsen for signature at the December 13th meeting after the final District 2011 assessed valuation is received.

B. November 18th CCBWG Meeting

This meeting is cancelled.

C. Status of Advertising For PJCOS Pet Waste Stations

Director Sheldon asked that the Board review a sample of the sign and approve it before they are installed. He asked that Mr. Mendisco meet he and Mr. Sheldon on site to coordinate the installation of the Centennial Bank signs.

D. Status of 2011 Newsletter

Mr. Blodgett distributed copies of a draft letter and newsletter. Mr. Mendisco is coordinating with Director Waldron and Director Cornelsen. Director Waldron noted the information on the present open stream reclamation needs to be provided in the newsletter. Other projects need to be further explained so residents will understand what they are.

Mr. Blodgett reported the ACWWA mailing will include approximately 550 additional households that are not within the District. He indicated the District has another option of a company that will print and mail the

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newsletter. The Board asked that a quote from this other company be obtained.

Director Cornelsen asked that Mr. Mendisco call him to discuss the letter and information, and a map with a legend for the projects. The objective will be to have all this information on the front and back of an 8 ½ by 11 sheet.

E. Discuss 2012 Landscape of Medians, PJCOS and Cherry Creek Regional Trail Maintenance Agreement

The Board agreed to request a proposal from Emerald Isle Landscaping to renew this agreement for 2012. Mr. Blodgett will contact Emerald Isle Landscaping, and request this for the December 13th meeting for review and approval.

F. Other

Ms. Bartow distributed copies of a summary report indicating that approximately \$31,000,000 of public improvements were certified and approved at Cornerstar Metropolitan District approximately three years ago. Mr. Blodgett reported that Alberta has requested that this list of improvements suffice for a certification of cost in excess of the amount of system development fees that have been paid to the District and are owed to Alberta. Mr. Blodgett distributed a spreadsheet indicating the District presently owes Alberta approximately \$5,000 (pending additional public improvement certifications) and approximately \$41,000 in the future when additional construction occurs.

Director Sheldon asked what will happen if Alberta sells the property or otherwise leaves the project. Mr. Ruhland will review the existing reimbursement agreement between the District and Alberta.

After discussion, the Board tabled action until the December 13th Board meeting.

Other Business

A. Confirm Quorum for December 20, 2011 Board Meeting

The Board decided to cancel the December 20th meeting, and instead, hold a special meeting on December 13, 2011.

Upon a motion duly made by Director Cornelsen, seconded by Director Lamberton, and upon a vote, unanimously carried, the Board called a special meeting for December 13, 2011 at 4:15 p.m. at Clifton Gunderson LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, Colorado 80111 in advance of the Board's holiday dinner meeting at 5:30 p.m.

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B. Other Business

None.

Adjournment

Upon a motion duly made by Director Cornelsen, seconded by Director Waldron, and upon a vote, unanimously carried, the Board adjourned the meeting at 9:15 p.m.



Secretary for the Meeting