

RECORD OF PROCEEDINGS

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**MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
PARKER JORDAN METROPOLITAN DISTRICT  
HELD  
JANUARY 17, 2012**

A regular meeting of the Board of Directors (the "Board") of the Parker Jordan Metropolitan District (the "District") was held on January 17, 2012 at 5:00 p.m. at the offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO 80111.

Attendance

In attendance were Directors:

Norman A. Sheldon  
Bill Lamberton  
Allen Keesen  
Clint Waldron  
Mike Cornelsen

Also in attendance were:

Bob Blodgett, Kevin Collins; CliftonLarsonAllen LLP  
Dianne Miller and Matt Ruhland; Miller & Associates Law Offices, LLC  
Dan Sheldon; United Development Companies LLC  
Ron Lambert; Mulhern MRE  
Susan Brown; Valerian LLC  
John McCarty; SEMSWA  
Josh Duncan; J3 Engineering  
Marti Whitmore; Jackson Kelly PLLC  
Joe Bronesky; Sherman & Howard L.L.C.

Call to Order

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

Pledge of  
Allegiance

Ms. Whitmore 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

RECORD OF PROCEEDINGS

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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. 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 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.

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**

Mr. Blodgett noted that approximately \$6,000 of District management charges in December were inadvertently coded to District accounting in the back up for the claims. This has been corrected.

## RECORD OF PROCEEDINGS

---

Director Cornelsen asked Mr. Collins a question regarding the variance in the landscape maintenance costs for the Broncos Parkway medians and other items. Mr. Collins explained.

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

- A. Approve Minutes of the December 13, 2011 Special Board Meeting Minutes
- B. Approve December 31, 2011 and November 30, 2011 Financial Statements
- C. Accept January 15, 2012 Schedule of Cash Position
- D. Approve December 2011 Claims Totaling \$455,042.63
- E. Ratify Approval of Check No. 1247 to SEMSWA Totaling 2,242.50

### **DISCUSSION AGENDA**

PJCOS Stream and Open Space Reclamation/Amenity Work

- 1. Power Point Update – Dan Sheldon

Mr. Sheldon reviewed his Power Point update with the Board. The Board thanked Mr. Sheldon for his presentation.

- 2. Approve Change Order No. 1 with Fiore & Sons, Inc. for Miscellaneous Out of Scope Items - \$64,159.04

Mr. Blodgett noted the amended agenda indicates Change Order No. 1 with Fiore & Sons, Inc. is in the amount of \$64,159.04. Mr. Sheldon reviewed the Change Order items with the Board. Mr. Sheldon noted that several of the items were requirements by the Urban Drainage and Flood Control District that were not in the original scope of work. The Board noted this work would need to be done anyway if Urban Drainage had identified it prior to the RFP's being prepared. However, the Board asked Mr. Sheldon to send a letter to the Urban Drainage and Flood Control District regarding additional costs and asking them to be aware of their changes requiring additional expenditures on behalf of the District as the District's funds are limited. He will also send a copy of the letter to SEMSWA.

The Board expressed concern about Item No. 7 in the Change Order, which is additional vehicle tracking requirements for Best Management

## RECORD OF PROCEEDINGS

---

Practices (BMP's). Mr. Duncan recommended the Board not pay this item in that the contractor is responsible for BMP's on the site.

After additional discussion, and upon a motion duly made by Director Keesen, seconded by Director Waldron, and upon a vote, unanimously carried, the Board approved Change Order No. 1 to the contract with Fiore & Sons, Inc. in the amount of \$64,159.04, less Change Order No. 7 in the amount of \$876.50.

Rather than issue a new check, the Board decided that this amount would be deducted from a future Fiore & Sons, Inc. pay application. Mr. Sheldon will notify Fiore & Sons, Inc.

### 3. Potential Future Change Orders

Mr. Sheldon reported Fiore & Sons, Inc. has expressed concern about several other alleged changes in conditions which they believe may result in future change orders regarding soil filled rip rap, the diversion ditch piping, dewatering and other items. Director Sheldon, Director Lamberton and Mr. Sheldon met with Fiore & Sons, Inc. representatives in December to discuss these future potential requests.

Mr. Duncan reported that he has reviewed this information and stated the design plans are very clear regarding how these issues were to be handled by Fiore & Sons, Inc. in the bid process. He does not support any of these alleged "changes in conditions" at this time.

Mr. Sheldon stated that the approximate total amount of alleged change orders if requested by Fiore & Sons, Inc., could be in the range of \$500,000 to \$1,000,000 or more.

The Board took no action. Mr. Sheldon anticipates Fiore & Sons, Inc. may send a letter prior to the February Board meeting. The Board will review and discuss at that time.

### 4. PJCOS Kiosk Update – Susan Brown

Ms. Brown distributed revised copies of the Parker Jordan Centennial Open Space kiosk screens for Board review. She asked that the Board provide comments during the next few weeks.

Director Sheldon asked that her committee plan for docents to assist the public in the Open Space. Ms. Brown reported this is under discussion.

### 5. Status of Arapahoe County OSTAB Funding Request - \$643,000

Mr. Sheldon reported that he, Director Sheldon and Mr. Blodgett are meeting with the BCC on January 24<sup>th</sup> at 2:00 p.m. to review this request.

RECORD OF PROCEEDINGS

---

OSTAB and the Cherry Creek Basin Working Group (CCBWG) have both unanimously recommended funding the District's request.

6. Cherry Creek LWC Annual Report

Mr. Sheldon reported he is working on this with Ms. Brown and the accounting staff.

Other  
Capital  
Projects

None.

Legal

A. Status of CORA Issues with MPIC – Joesph Bronesky; Sherman & Howard LLC, Attending

Discussed in Executive Session.

B. Status of MPIC Easements – Marti Whitmore; Jackson Kelly PLLC, Attending

Discussed in Executive Session.

C. Executive Session to Discuss CORA Lawsuit and Status of Easements for Attorney Conference and Advise on Negotiations Per C.R.S. §§24-6-402-4(b)and(e)

Upon a motion duly made by Director Keesen, seconded by Director Lamberton, and upon a vote, unanimously carried, the Board adjourned into Executive Session at 6:30 p.m. per C.R.S. §§ 24-6-402-4(b)and(e) to discuss the CORA lawsuit and status of easements for an attorney conference and advice on negotiations.

Upon a motion duly made by Director Cornelsen, seconded by Director Waldron, and upon a vote, unanimously carried, the Board adjourned out of Executive Session at 7:35 p.m.

The Board authorized Ms. Miller to send a letter to the attorney for the Fetters responding to his January 3<sup>rd</sup> letter, and requesting MPIC provide information to the District regarding the ownership and historic use of any water rights they have to which the District's easements would possibly provide access.

D. May 2012 Directors' Election Update

Ms. Miller reported that the Call for Nominations will be published in The Villager Newspaper on Thursday, February 9, 2012, and all self-

## RECORD OF PROCEEDINGS

---

nomination and acceptance forms must be filed with the designated election official no later than March 2, 2012. If on March 6, 2012, there are not more candidates than offices to be filled, the election will be cancelled. If there are more candidates than offices to be filled, the election process will proceed.

### F. Vermilion Creek Metropolitan District (VCMD) Quinquennial Diligence Report

Ms. Miller reported the City has accepted this VCMD's Quinquennial Diligence Report. The City will consider submitting a petition for exclusion to VCMD for the exclusion of the 27 acres of open space adjacent to South Creek from the VCMD since it will not be developed in the future. If VCMD refuses to exclude the property, the City may initiate other actions to cause the exclusion to occur.

## Financial

### A. Other Financial Items

None.

### B. Status of City of Centennial Open Space Grant Reimbursements

Mr. Sheldon reported he is working with Mr. Wilson from the City of Centennial regarding processing the District's reimbursements for the City's grants to the District.

### C. Status of Cornerstar Facility Fee Reimbursement to Alberta Development – \$4,984.34

Mr. Blodgett reported that the District has the original 2008-09 engineering certifications by CLC provided to CliftonLarsonAllen LLP for legal review. A current certification by CLC or another engineer on behalf of Alberta Development has not been obtained. Ms. Miller reported since the District is not privy to the prior certification, a new engineering certification is needed prior to her being able to recommend that the District reimburse system development fees to Alberta Development per the 2006 agreement.

Ms. Miller will provide this language to Mr. Blodgett for use by Alberta Development in preparing the certification.

The Board tabled action on the facility fee reimbursement to a future meeting.

## RECORD OF PROCEEDINGS

---

### D. Other

Mr. Blodgett reported that the PJCOS Maintenance Agreement with the City provides that the District, as managing party, can receive a NTE 5% management fee of the annual expenditures. The management fee for 2011 has not yet been assessed. The Board authorized Mr. Collins to assess a 5% management fee on the PJCOS Maintenance Fund expenditures and transfer these monies to the General Fund.

### Director's Items

Director Sheldon recommended that the District install a flagstone monument sign recognizing the District and City's leadership in funding the stream reclamation and the open space restoration work. He recommended either one or two signs, and possibly one at each end of the PJCOS. The Board concurred. The Board authorized Mr. Sheldon to obtain cost estimates for these flagstone monument signs for review at a future meeting.

### Manager's Items

#### A. January 20<sup>th</sup> CCBWG Meeting

Mr. Blodgett reported this meeting has been cancelled.

#### B. Status of Advertising Signs for PJCOS Pet Waste Stations

Mr. Blodgett reported these have been installed.

#### C. Discuss Repair/Replacement of Cherry Creek Business Park Flagstone Monument Sign (Fremont and Jordan)

Mr. Blodgett reported Mr. Ruhland found the 2004 agreement between the District, Cherry Creek Business Center and Brickman that assigned the landscape median maintenance responsibility to the District. The agreement states that the District's maintenance responsibility excludes signs, lights and paving. Mr. Blodgett has informed Ms. Hart. Ms. Hart would still like the Board to consider replacing the sign.

After discussion, the Board decided that Cherry Creek Business Center has been in the District since inception. It existed prior to any of the residential construction or Cornerstar construction within the District. The Board decided that as a "good neighbor", they would assist the Cherry Creek Business Center with this work.

Mr. Blodgett reported he received a quote from Fast Signs in the amount of \$6,830 for replacement of the flagstone sign. A quote has also been requested from Big Horn Landscape Materials, LLC, but has not yet been received.

RECORD OF PROCEEDINGS

---

After discussion, and upon a motion duly made by Director Sheldon, seconded by Director Lamberton, and upon a vote, unanimously carried, the Board authorized a NTE \$7,000 for replacement of the broken Cherry Creek Business Center entry monument sign at Fremont and Jordan.

The Board asked Mr. Blodgett to notify Ms. Hart that the District was doing this as a good neighbor, not as an obligation under the maintenance agreement. They asked that Ms. Hart also provide this information to all the property owners within the District.

D. 2011 Weed Control Report

Mr. Blodgett reviewed Ms. Keammerer's report with the Board. Ms. Keammerer was complimentary of the work that Emerald Isle had done during 2011. After discussion, the Board decided not to retain The Restoration Group for weed control oversight in 2012 at this time.

Other Business

A. Confirm Quorum for February 21, 2012 Board Meeting


A quorum was confirmed. Director Keesen indicated he will not be able to attend this meeting.

B. Other Business

None.

Adjournment

Upon a motion duly made by Director Sheldon, seconded by Director Lamberton, and upon a vote unanimously carried, the meeting was adjourned at 9:05 p.m.

  
Secretary for the Meeting