

RECORD OF PROCEEDINGS

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

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

Attendance

In attendance were Directors:

Norman A. Sheldon
Mike Cornelsen
Bill Lamberton
Clint Waldron
Cal Lennon

Also in attendance were:

Bob Blodgett and Kevin Collins; CliftonLarsonAllen LLP
Larry Berkowitz; Grimshaw and Harring
Dan Sheldon; United Development Companies, LLC
Gene Commander; Polsinelli Shughart, P.C. (via telephone)
Susan Brown; Valerian LLC
Don Leyn; 16498 E. Phillips
Deb Keammerer; The Restoration Group
Jen Holliman; Webb PR
Josh Duncan; J3 Engineering
Kevin Pettway; 16253 E. Otero Avenue
Laura Hoepfner; City of Centennial

Call to Order

Director Sheldon called the meeting to order at 5:05 p.m.

Pledge of
Allegiance

Mr. Berkowitz led the Board and audience in the pledge of allegiance.

Declaration of
Quorum/Director
Qualifications
Disclosure Matters

The Board was advised 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

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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.

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 presented information on his disclosure as an owner of a home in the Southcreek Subdivision. He stated his home backs up to the 27-Acre Open Space. His address is 16161 E. Otero Avenue.

Consideration
of Agenda

The Board approved the Agenda as submitted.

Public
Comment

There were no public comments.

Discussion and
Possible Action
Concerning
Board Vacancy

Mr. Blodgett reported that Director Sheldon has recommended a proposed process that he had reviewed and Mr. Kron and Mr. Berkowitz had approved.

The Board will vote by secret ballot up to three times. If a tie remains after the third vote, the Board will hold a special meeting to discuss the tie vote and ways to move forward with filling the vacancy.

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Vote number one resulted in two (2) votes for Mr. Lennon and two (2) votes for Mr. Leyn. Vote number two resulted in two (2) votes for Mr. Lennon and two (2) votes for Mr. Leyn. Vote number three resulted in two (2) votes for Mr. Lennon and two (2) votes for Mr. Leyn.

At this point, Mr. Leyn offered to withdraw his candidacy. He reported he had served the District in the past on the Board and would like to serve on the Board again in the future; however, in order that the Board can move ahead and conduct business, he would yield to Mr. Lennon and look for opportunities to serve the District in other ways.

Director Sheldon thanked Mr. Leyn for his gesture. Director Lamberton expressed concerns about Mr. Leyn's withdrawal as he is an extremely qualified candidate.

The Board once again voted by secret ballot and the result was three (3) votes for Mr. Lennon and one (1) vote for Mr. Leyn. Mr. Lennon is appointed to the Board vacancy.

Director Sheldon administered the Oath of Office to Mr. Lennon and he took his seat on the Board of Directors as Assistant Secretary/Treasurer.

The Board again thanked Mr. Leyn for his admirable gesture in withdrawing as a candidate. The Board asked that he stay involved with other committees and work efforts of the District such as the 27 Acre Open Space Planning Project.

CONSENT AGENDA

Directors Sheldon, Waldron and Cornelsen asked questions regarding Change Order No. 3. Mr. Sheldon responded.

Mr. Blodgett reported the June 2012 claims on the Consent Agenda total \$283,520.24. Director's fees total \$377.40. Mr. Lennon will be paid his Director's fee for this meeting at the August Board meeting.

After additional discussion, the Board approved the consent agenda as submitted.

- a. Approve Minutes of the June 18, 2012 Special Board Meeting
- b. Approve June 30, 2012 Financial Statements and Accept Cash Position Report
- c. Approve June 2012 Claims Totaling \$283,520.24 and Directors' Fees Totaling \$377.40
- d. Approve Change Order No. 3 with Fiore & Sons, Inc. - \$183,036.16
- e. Information Items

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DISCUSSION AGENDA

PJCOS Stream
Restoration and
Open Space
Reclamation
Amenity Work

a. Power Point Update – Dan Sheldon

Mr. Sheldon presented his power point status report to the Board summarizing the results of the project to date. He reported the final acceptance date is still planned for July 30th. He reported no additional NOI or Change Order requests beyond No. 9 NOI on the Agenda.

The Board thanked Mr. Sheldon for his report.

1. Discuss Restoration Ecology Request for Additional Compensation due to Project Delays - \$22,500

Ms. Keammerer reviewed her request for an additional \$22,500 in compensation due to the June 6th -7th flood and additional work caused by delays in the Fiore & Sons contract.

After discussion, the Board approved payment of the \$22,500 for Restoration Ecology work through the warranty period of approximately August 1, 2013.

b. Fiore NOI/Change Order Issues

1. Review NOI No. 9 Regarding Colored Concrete Slabs Replacement - \$7,574.25

Not discussed.

c. Discuss Maintenance Contracts Following Estimated July 30 Final Acceptance

1. Snow Removal, Trash, General Maintenance – Emerald Isle

Mr. Blodgett reported Emerald Isle is submitting a proposal for general maintenance of the PJCOS amenities from July 30 – December 31, 2012. Mr. Blodgett will forward this information to the Board as soon as it is received. The Board authorized Emerald Isle to proceed prior to the August Board meeting.

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2. Kiosk

Mr. Blodgett reported the kiosk is under a three year maintenance warranty. Mr. Nearing will provide updates to the content of the kiosk in the future on behalf of the District.

3. Channel

Mr. Sheldon reported he, Mr. Mendisco and the insurance agent reviewed the channel improvements last week. T. Charles Wilson is attempting to find some type of flood insurance for the channel improvements. No quote has yet been obtained.

Mr. Blodgett reported T. Charles Wilson estimated an approximate \$3,000 for insurance for the amenities once they are accepted by the District on July 30th.

After discussion, the Board approved not to exceed \$5,000 for property insurance for the amenities subject to review of the policy by Mr. Kron.

Mr. Sheldon reported that Fiore & Sons did not obtain the required builders risk insurance policy on the project. The Board directed Mr. Kron to request that Fiore & Sons obtain this immediately. The Board also asked whether there was a one year warranty bond on the project after the final acceptance. Mr. Sheldon will review with Mr. Kron.

d. 27 Acre Open Space Planning Grant

1. July 11th Public Meeting Results

Ms. Brown reviewed the results of the July 11th public meeting with the Board. She distributed information that was passed out at the meeting as well as minutes from the meeting. She reported many of the attendees desired to see the property remain as passive open space.

The Board asked that she place the email survey on the District's website and the kiosk. Ms. Brown reported the next public meeting is August 1st.

2. Discuss Consultant Selection for Future Work

Director Cornelsen expressed concern that the grant application committed the District to using J3 Engineering and Valerian LLC without an opportunity for the Board first to discuss the consultants and determine if there was a request for proposals for the selection to be conducted.

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Ms. Brown offered to withdraw as design consultant. She noted the budget is \$15,400 for Valerian/landscape design work in the planning grant. J3 Engineering has the bulk of the budget at \$28,000 for engineering work and CD's.

After discussion, the Board authorized Ms. Brown to continue work on the project and conduct the August 1st meeting. They asked that she prepare a contract between Valerian LLC and the District for approval at the August Board meeting regarding the 27 Acre Open Space work.

Other Capital
Projects

None

Legal

a. Executive Session – Legal Advice (If Necessary)

Upon a motion duly made by Director Lamberton, seconded by Director Waldron, and upon a vote, unanimously carried, the Board voted to go into Executive Session at 6:50 p.m. pursuant to C.R.S. 24-402-(4)(d) for attorney/client privileged advice on specific legal questions.

Mr. Berkowitz stated this Executive Session does not need to be recorded. Mr. Gene Commander joined the Board by telephone for the Executive Session. Mr. Sheldon attended the Executive Session until 7:05 p.m. and then left the session.

Upon a motion duly made by Director Cornelsen, seconded by Director Waldron, the Board adjourned out of Executive Session at 7:15 p.m.

After discussion, the Board authorized Mr. Commander to prepare a letter for Director Sheldon's signature to Fiore & Sons regarding their prior NOI request to the District.

b. CORA Update

No report.

c. Approve Rules and Regulations for PJCOS

Mr. Blodgett reported the City had asked that this be tabled until additional discussion can be held between the City's attorney and the District's attorney as well as the City's Community Development Department and the District's consultants regarding establishment of rules and regulations and their administration. This will be returned to the August Board meeting for approval.

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d. Discuss and Consider Approval of Email Retention Policy

Director Waldron recommended this be deferred to the August Board meeting. He is continuing to work on it with Mr. Kron. The Board concurred.

Financial
Items

a. Discuss Arapahoe County 2 Mill Levy IGA

Mr. Collins distributed information regarding the County's use of the District's 2 mill levy and a similar 1 mill levy paid by the Dove Valley Metropolitan District. Proceeds are sent to the Arapahoe County Recreation District for use.

Mr. Blodgett reported that Commissioner Sharpe and Mr. Carter have not yet gotten back to the District regarding their analysis of the 2 Mill Levy IGA and why the District only received \$250,000 in funds for a \$2,000,000 principal note obligation. Discussion was deferred to the August Board meeting.

Director's
Items

a. PJCOS and CCVEP Sign Panels

Mr. Sheldon reported he met on site with Mr. Poole, Arapahoe County Open Space Maintenance Supervisor, regarding amending the existing blank western panel to include information on the PJCOS, and then flip/flopping the east and west panels so that each panel points in the direction of its respective park or open space. This will hopefully be accomplished prior to the August 4th Grand Opening.

b. Discuss Security Camera Proposal for PJCOS

Director Sheldon reported he has not received a proposal from his contact. Director Waldron offered to provide information on a security camera proposal firm for review at the August meeting.

c. Discuss Potential Developer Reimbursement Policy Amendment

Mr. Blodgett and Mr. Berkowitz reviewed the proposed amendment regarding District acceptance of completed infrastructure as requested by Director Sheldon. After discussion, the Board tabled action to the August meeting when they can review the entire Development Reimbursement Policy with the proposed amendment inserted into it.

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d. Status of August 4th PJCOS Grand Opening at 10:00 a.m.

Ms. Holliman reviewed the status of the grand opening plans with the Board. She reported the planning committee is making progress and moving forward towards the August 4, 2012, 10:00 a.m. opening date.

1. Review and Discuss Videographer or Photo Option for PJCOS Grand Opening - \$800

The Board approved an agreement with Fireside to serve as videographer in the amount of \$800.

2. Review and Discuss Chair Rental Proposal from Chair Rental – \$1,924

The Board approved the agreement with Chair Rental in the amount of \$1,924 for chairs, tables, tents and other items associated with the grand opening.

e. Library Services Within PJMD

Director Sheldon reported he and Mr. Blodgett met recently with Ms. May, Executive Director and Ms. Davies, future Executive Director (after September 1st) of the Arapahoe Library District. Ms. Davies responded that the ALD is researching the possibility of locating a bookmobile at the Broncos Parkway Trailhead. Mr. Carter is reviewing this issue with the Arapahoe County Open Space staff. Ms. Davies will get back to the District within the next few weeks with their analysis of whether a book mobile can work at this location within the District. There will be no cost to the District for this bookmobile location.

Manager's Items

a. Discuss Status of Cherokee Trail Stub Extension

Director Sheldon reported the City of Centennial has asked the District to transfer its \$300,000 reserve for the Cherokee Trail Stub to the City so they may complete design and construction after obtaining the necessary right-of-way from the Fetters family. Director Sheldon reported that two conditions of this transfer would be a timeline for completing the stub and removal of the junk cars on the Fetters' property adjacent to PJCOS.

The City reported that Tagawa and the Fetters continue to meet and negotiate regarding certain property issues which may lead to the dedication of the Cherry Creek Trail Stub right-of-way in the near future. This item was tabled to a future Board meeting.

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b. CCBWG Update

Director Sheldon reported the group has obtained a \$70,000 grant for placement of mile marker signs along the Cherry Creek Trail.

The July 20th CCBWG Board meeting has been cancelled.

Other Business

a. Cancel August 21, 2012 Board Meeting and Approve Change to August 28th

The Board decided to cancel the August 21st meeting and reschedule a special meeting for Tuesday, August 28th at 5:00 p.m., held at CliftonLarsonAllen LLP located at 8390 E. Crescent Parkway, Suite 500, Greenwood Village 80111.

b. Other Business

None.

Adjournment

The Board adjourned the meeting at 9:35 p.m.



Secretary for the Meeting