

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
PARKER JORDAN METROPOLITAN DISTRICT
HELD
JULY 16, 2013**

A regular meeting of the Board of Directors (the "Board") of the Parker Jordan Metropolitan District (the "District") was held on July 16, 2013 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
Bill Lamberton
Clint Waldron
Don Leyn
Kevin Pettway

Also in attendance were:

Bob Blodgett and Kevin Collins; CliftonLarsonAllen LLP
Rick Kron; Spencer Fane & Grimshaw LLP
Ron Lambert; Mulhern MRE
Dan Sheldon; United Development Company
Kevin Crehan; Solara Designs
Mike Wurdeman; Red Hawk Ridge Elementary School Principal
Allen Thurman; Dove Valley Metropolitan District
Brent Kaslon; Valerian LLC
Randy Hawbaker; Cherry Creek School District
David Goldberg; South Creek Investors
Rachelle Meyer & Sandy Brandenburger; CliftonLarsonAllen LLP
Craig Karn; Consilium Design

Call to Order

Director Sheldon called the meeting to order at 5:00 p.m.

Pledge of
Allegiance

Ms. Meyer 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

RECORD OF PROCEEDINGS

written disclosure previously made of record, 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.

Director Sheldon reported that he had disclosed his interest as an owner of property located in the District. His son, Dan Sheldon, owns a minority interest in South Creek Investors, LLC and Director Sheldon has no financial interest therein. Director Sheldon is adding his wife as an owner of property 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. He is a director and owns a minority interest in Emerald Isle Landscaping, LLC, and family members have additional interests therein. Director Lamberton reported he is a co-signer on an equipment loan for Emerald Isle Landscaping, LLC. 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 Leyn reported that he owns a 50% interest in Universal Lighting Systems, LLC and owns a residence in the District. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Director Pettway reported that he is a homeowner in the Southcreek Subdivision within the District and is a member of the Board of the Southcreek Master HOA. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Consideration of Agenda

Mr. Blodgett recommended that the South Creek Investors reimbursement agreement be moved to earlier in the agenda. The Board concurred. Upon a motion duly made, seconded, and by a unanimous vote, the Board approved the agenda as modified.

RECORD OF PROCEEDINGS

Public
Comment

There were no comments.

CONSENT AGENDA

- a. Review and Approve Minutes of the June 18, 2013 Regular Meeting
- b. Review and Accept June 30, 2013 Financial Statements
- c. Review and Accept July 16, 2013 Cash Position Report
- d. Review and Approve June 2013 Claims Totaling \$195,477.43 Represented by Check Numbers 1716 Through 1739 and Director's Fees Totaling \$646.45

Upon a motion duly made, seconded, and by unanimous vote, the Board approved the Consent Agenda as submitted.

DISCUSSION AGENDA

Legal 8(b)

- b. Review and Approve Public Improvements Reimbursement Agreement with South Creek Investors LLC - \$163,064.15 (Eligible)

Mr. Goldberg reported this will enable the 5 acre parcel to be developed for retail uses. The project is currently listed for sale. Mr. Kron reported the District will have to consent to assigning the reimbursement agreement to the new owner. Mr. Blodgett reported the reimbursement agreement is consistent with past District policy. The District engineer has reviewed and reported the improvements are eligible for reimbursement.

Upon a motion duly made, seconded, and a unanimous vote, the Board approved the agreement in the amount of \$163,064.15. Due to potential conflicts of interest, Directors Sheldon and Waldron did not participate in the discussion and abstained.

Capital Projects

- a. Discuss PJCOS Warranty Completion Status – August 4, 2013, Dan Sheldon

Mr. Sheldon distributed copies of a status report dated July 16, 2013. He reviewed the report with the Board. He reported the final walkthrough is to be on Tuesday, July 30th at 8:00 a.m. Director Sheldon indicated he can attend the walkthrough. Mr. Blodgett recommended that Mr. Lambert and Mr. Mendisco and/or himself also attend on behalf of the District. Mr. Sheldon reported that generally the re-vegetation has performed very well during the past year. The elimination of the weeds has also been very successful.

He reported there are some dead trees that will be replaced under warranty. The contractor has agreed to extend the warranty for one more year from the date of replacement of the dead materials.

RECORD OF PROCEEDINGS

The Board thanked Mr. Sheldon for his efforts as construction manager.

The Board inquired about the bollards at Nichols Street at the dead end into the 27 Acre Open Space. Mr. Sheldon reported the keys to the bollards have been provided to the fire department, the police department and CliftonLarsonAllen. The Board asked that Mr. Blodgett provide keys to Emerald Isle Landscaping.

Mr. Sheldon reported two trees in the south MPIC easement have been removed. They were dead. Mr. Sheldon will determine if a credit can be provided for these two trees elsewhere in the District.

Mr. Sheldon recommended that the District coordinate with Ms. Powell regarding the removal of the trees that were recently taken down in the Open Space and piled along the trails. The Board asked Mr. Blodgett to do so.

Mr. Sheldon reported that two stones were cracked at the kiosk. It appears that children were standing on the stones trying to look at the kiosk touch screen. The Board asked if a step stool on a chain was a possible option to prevent this. Mr. Sheldon said this has been previously explored and it was determined it may not help solve the problem. Action was tabled at this time.

b. Red Hawk Ridge Elementary School Playground Improvement Project

Mr. Wurdeman and Mr. Hawbaker thanked the Board for their consideration in paying for the construction for this project. Director Sheldon asked if the District could pay the Cherry Creek School District to construct the project. Mr. Hawbaker indicated this may be the best solution, in that the school district does not allow other contractors to come onto their property to build projects. He will give it some additional thought prior to the August meeting. Mr. Hawbaker reported the District will assume maintenance of any improvements that the District pays to construct on the playground.

Mr. Lambert reported he will coordinate with SEMSWA regarding the riprap and drainage area just south of the playground. Mr. Hawbaker reported the school district has some issues with SEMSWA since the school district is also an MS-4 agency. He will be discussing the project with SEMSWA also.

1. Consider Approval of Agreement with Consilium Design for Playground Design - \$15,500

Mr. Karn described what is included in the initial concept planning effort within the agreement.

RECORD OF PROCEEDINGS

After discussion, upon a motion duly made, seconded, and by unanimous vote, the Board approved the agreement with Consilium Design for the playground design subject to legal review by Mr. Kron.

2. Schedule

Mr. Karn will have a concept plan for the Board's August meeting

c. 27 Open Space Planning Grant

The Board asked Mr. Karn for a "preliminary sketch plan" prior to executing the full agreement. The Board also noted that the work should entail only approximately 1-2 acres within the entire 27 acres of Open Space. The planned improvements would be adjacent to the grove of trees in the southeast part of the Open Space tract. Director Sheldon noted that Mayor Noon and the City of Centennial (COC) have to approve any project improvements the City provides in the Open Space since they are a joint owner. The Board asked that a sketch plan be first prepared for review by the City before any further work is done. Mr. Karn estimated this could be done for \$2,000.

1. Consider Agreement with Consilium Design for Design - \$15,000

Upon a motion duly made, seconded, and by a unanimous vote, the Board approved an agreement with Consilium Design for a sketch plan of the 27 acre Open Space in a not to exceed amount of \$2,000, subject to final legal review of the contract language.

2. Schedule

Mr. Karn will provide a preliminary sketch plan prior to the August 20th Board meeting.

d. Dove Valley Metropolitan District Trail Projects Update – Kevin Crehan

Mr. Crehan and Mr. Thurman updated the Board on the Dove Valley Trails initiative. They indicated their current priority is completing a sidewalk/trail on Broncos Parkway from the Dove Valley Regional Park to Cherry Creek on the south side. This trail will be 3,770 feet long and 8 feet wide concrete. The estimated cost is \$200,000 - \$250,000. The Board indicated they approve the concept, but are not ready to commit any financial participation at this time. Director Leyn asked if property owners who have not yet developed would be asked to reimburse Dove Valley for the cost of the sidewalk on their property. Mr. Thurman indicated the Board is still discussing this concept. The initial thought has

RECORD OF PROCEEDINGS

been that these missing links are important for connectivity, and would be provided with no future reimbursement by the property owners. However, a final decision has not been reached yet.

Mr. Crehan thanked the Board for their willingness to provide \$15,000 towards the Happy Canyon Trail and bridge link which will complete the Happy Canyon Trail from E-470 to Cherry Creek. Dove Valley recently received a \$240,000 grant from Arapahoe County Open Space for this project. The project will be completed by summer of 2014.

The Board thanked Mr. Thurman and Mr. Crehan for their presentation. They expressed appreciation for the past partnership efforts that PJMD and DVMD have had on projects such as the Broncos Parkway bridge construction and Jordan Road widening.

e. Ladera Connection Update

Mr. Blodgett reported his fee reduction letter sent to the Board of County Commissioners has been referred to the Planning Department by Mr. Carter. The Planning Department will submit it to the Board of County Commissioners. The Board authorized Mr. Duncan to submit the plans and proceed with plan and permit review subject to the final fee amount being determined by the Commissioners in the near future.

f. PJCOS Irrigation Line Within ACWWA Easement - Status

Mr. Lambert presented the two required forms by MPIC to the Board for review and approval. One contemplates work in the north easement, the other in the south easement for irrigation lines. Mr. Fetters indicated the work for a future sleeve in the north easement would be submitted by MPIC at a future date.

After discussion, upon a motion duly made, seconded, and by a unanimous vote, the Board approved the forms and authorized Director Sheldon to sign them on behalf of the District. Mr. Blodgett will submit them to Mr. Fetters tomorrow along with the required exhibits. Mr. Lambert reported a business license from Emerald Isle Landscaping is required also, and this will be included.

Director Sheldon asked about the status of the fence repair. Mr. Blodgett indicated that Mr. Fetters reported he spent approximately 3 hours of his time coordinating the work and about one half hour doing the work. He requested reimbursement at \$25 an hour. After discussion, and upon a motion duly made, seconded, and by a unanimous vote, the Board approved the easement request with the proper exhibits attached and authorized Director Sheldon to execute the same on behalf of the District and the Board approved payment to MPIC for the fence work in the amount of \$100. Mr. Collins presented the check for execution.

RECORD OF PROCEEDINGS

g. PJCOS Tree Removal/Replacement

Emerald Isle Landscaping is providing a quote for removing the recently downed trees from the Open Space. The Board authorized Mr. Blodgett to get this quote and move forward immediately to chip and mulch the trees on site or elsewhere. Mr. Blodgett will contact Ms. Powell at ERO and Mr. Cyboron to coordinate.

h. CCVEP Items

1. Crusher Fine Trail Adjacent to Concrete Trail

Mr. Blodgett reported this estimate is approximately \$90,000 to provide a crusher fine trail adjacent to the concrete trail in Cherry Creek Valley Ecological Park. Mr. Carter at Arapahoe County indicated he is willing to discuss this project once the final accounting is done on the \$5,000,000 CCVEP storm drainage project. Further discussion was tabled.

2. Creekside Quest Project Funding

Mr. Kaslon reviewed this request with the Board. He reported that the Creekside Quest Project is approximately \$112,000, and \$70,000 is available in funds within the current CCVEP storm drainage project. The additional landscaping and other work above ground is approximately \$42,000. This is not funded. Valerian is requesting \$21,000 from PJMD and \$21,000 from the City of Centennial Open Space Advisory Board to complete the project. The park is located within the City of Centennial.

After discussion, and upon a motion duly made, seconded, and a unanimous vote, the Board agreed to provide \$21,000 toward completion of the Creekside Quest Project contingent on the City of Centennial providing \$21,000 and recognition of the District on the plaque or monumentation for the Project.

Director Lamberton noted this project has been anticipated since the park originally opened. It was not able to be funded in the past.

Legal

a. CORA Lawsuit Update

Mr. Kron reported the District is waiting for the Court of Appeals decision.

b. Previously discussed.

c. Review and Approve IGA with Cherry Creek School District

RECORD OF PROCEEDINGS

Regarding Construction and Maintenance of Red Hawk Ridge Elementary School Playground Improvements

Based on the previous discussion, this item was tabled.

- d. Consider Approval of Easement Deed with Ladera HOA and Arapahoe County

Following discussion, upon a motion duly made, seconded, and by a unanimous vote, the Board approved the Easement Deed subject to attaching the description for the temporary construction easement, if needed.

- e. Kiosk Update

Mr. Kron reported he has not yet received a response from Boyd regarding the District's request for reimbursement of one half of the recent Valerian bill for time spent trying to make the kiosk operable.

- f. *Executive Session (if necessary)

None needed.

Financial

- a. Review and Consider Approval of Emerald Isle Landscaping, Inc. June Invoice - \$5,923.42

Upon a motion duly made, seconded, and by a unanimous vote, the Board approved the Emerald Isle June invoice. Director Lamberton did not participate and abstained.

- b. Review and Consider Approval of United Development Company June Invoice - \$163.25

Upon a motion duly made, seconded, and unanimously carried, the Board approved the payment of the United Development Company invoice in the amount of \$163.25. Director Sheldon did not participate and abstained.

- c. 2014 Budget Goal Setting

The Board discussed the history of the mill levy of the District.

After discussion, the Board decided to hold a continued meeting on Monday, August 19th at 11:00 a.m. at CliftonLarsonAllen.

Upon a motion duly made, seconded, and by a unanimous vote, the Board continued today's meeting to Monday, August 19th from 11:00 a.m. – 1:00 p.m. at CliftonLarsonAllen for the 2014 budget goal setting session.

RECORD OF PROCEEDINGS

Director's
Items

- a. Discuss Reimbursement Policy for Laptop Purchase – Director Pettway

Director Pettway thanked the Board for their consideration. At this time he will continue to use his existing laptop and iPad. He appreciates the offer and the policy. The Board will consider this matter for further discussion at the August 20th regular Board meeting.

- b. SDA Conference – September 18-20, Keystone

The Board indicated they were coordinating with Ms. Brandenburger regarding their registration and reservations.

- c. Confirm Quorum for Next Meeting – August 20, 2013 at 5:00 p.m.

A quorum was confirmed for the next Regular meeting.

Manager's
Items

- a. Website Update

Mr. Blodgett reported he has not recently reviewed the website and he will do so. He will also address technology issues arising from tonight's meeting.

- b. Other

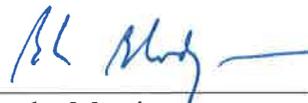
None.

Other Business

None.

Adjournment

In accordance with the prior approved motion, the Board continued the meeting at 8:50 p.m. to Monday August 19 at 11:00 a.m. at CliftonLarsonAllen's offices for the purpose of the 2014 budget goal setting session.



Secretary for the Meeting