

RECORD OF PROCEEDINGS

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

A regular meeting of the Board of Directors (the "Board") of the Parker Jordan Metropolitan District (the "District") was held on April 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
Cal Lennon
Mike Cornelsen (left at 7:15 p.m.) rejoined via phone at 8:00 p.m.

Also in attendance were:

Bob Blodgett, Mat Mendisco, and Kevin Collins; CliftonLarsonAllen LLP
Rick Kron; Spencer Fane & Grimshaw LLP
Ron Lambert; Mulhern MRE
Cynthia Kiyotake; Arapahoe Library District
Eric Weaver; Robertson & Marchetti
John R. Fetters III; Resident, MPIC
Kevin Pettway; 16253 E. Otero Avenue
Laura Hoepfner; City of Centennial
Debbie McCoy; SDMS

Call to Order

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

Pledge of
Allegiance

Mr. Collins 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 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

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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. 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 Cornelsen presented information on his disclosure as an owner of a home in the Southcreek Subdivision. His home backs up to the 27-Acre Open Space. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Director Lennon reported that he had disclosed his interest as the owner of a home on E. Phillips Drive within the District. A written disclosure of his interests was filed with the Secretary of State prior to the meeting.

Consideration of Agenda

Director Waldron asked that the 27 Acre PJCOS Grant Status be added to the agenda. The Board concurred.

Upon a motion duly made, seconded, and unanimously approved, the Board amended the agenda.

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Comment

Mr. Pettway thanked the Board for allowing he and his friend to attend the Centennial State of our City luncheon as guests of the Board.

Ms. Kiyotake reported the first quarter attendance of the bookmobile at the Broncos Parkway Trailhead was 17 patrons. They are committed to continue the bookmobile through 2013. They are planning events with Tagawa Gardens in June to hopefully increase the participation at the bookmobile.

After discussion, the Board decided to include the Arapahoe Library District bookmarks which indicate the 2013 bookmobile schedule in the next ACWWA billing notice. Mr. Blodgett's office will coordinate with ACWWA and let Ms. Kiyotake know how many bookmarks are needed.

CONSENT AGENDA

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

- a. Review and Approve Minutes of the March 19, 2013 Regular Meeting
- b. Review and Accept February 28, 2013 Financial Statements
- c. Review and Accept April 16, 2013 Cash Position Report
- d. Review and Approve February and March 2013 Claims Totaling \$74,580.11 and Director's Fees Totaling \$461.75

The Board discussed the claim submitted by Mr. Pete Webb regarding additional media assistance during March in the amount of \$271.00. After discussion, the Board unanimously decided to pay the bill. The Board asked Mr. Blodgett's office to notify Mr. Webb that no additional services are required unless first approved by the Board.

DISCUSSION ITEMS

Responses To RFQ's for Management and Accounting Services

Director Waldron reported that RFQ's were submitted to four (4) firms:

- 1) SDMS; 2) Pinnacle; 3) Robertson & Marchetti; and
- 4) CliftonLarsonAllen LLP

All have responded. Director Waldron expects some or all of these firms to attend tonight's meeting.

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Director Lamberton asked that the Board discuss the process for reviewing management and accounting services in Executive Session prior to the interviews with the firms.

Upon a motion duly made, seconded, and unanimously approved, the Board went into Executive Session at 5:30 p.m. per Section 24-6-402(4) (e) to develop a negotiating strategy and instruct negotiators.

Upon a motion duly made, seconded, and unanimously approved, the Board adjourned out of Executive Session at 6:00 p.m.

Mr. Blodgett and Mr. Collins presented the qualifications and rates of CliftonLarsonAllen. Ms. McCoy presented the qualifications and rates of SDMS. Mr. Weaver presented the qualifications and rates of Robertson & Marchetti. The Board thanked each firm for their interest in serving the District.

Capital Projects

a. Ladera Connection

Mr. Lambert noted there is a lot invested in the trail, especially by J3 Engineering. He stated that Mr. Poole wants his risk management people to be happy with the relationship between Ladera HOA and the County including indemnification by the HOA and payment of fees to the County and others.

Director Waldron asked why would the HOA do that. He asked why should all these fees be charged, and said we need the County to meet us half way. Directors Sheldon and Waldron will meet with Shannon Carter and possibly Mr. Poole. Meanwhile, Mr. Lambert will stand by. He thinks the fees can be less. No action was taken.

b. CCVEP – Creek Quest Project Funding

The Board decided to ask Ms. Brown for additional information on the estimated \$30,000 needed to complete the project. They asked that the precise amount be provided once the contract is completed.

The Board decided that any contribution to the Creek Quest Project should be coupled with a request that a crusher fine trail be provided adjacent to the concrete trail within the Cherry Creek Valley Ecological Park at the same time.

c. South Creek Investor's Infrastructure Reimbursement Request - \$179,000

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Mr. Lambert stated he has not had a chance to review the public improvement cost documentation that he recently received. He noted he will come back with it later.

d. PJCOS Irrigation Line Within ACWWA Easement

After discussion, the Board unanimously decided to approve a not to exceed amount of \$2,500 to the lowest competitive proposal of Emerald Isle or Pase Contracting for the work to be completed. Mr. Lambert will coordinate.

Legal

a. CORA Lawsuit Update

Mr. Kron reported the Oral Arguments were heard last week. The judges' panel may rule within three months. Director Waldron reported the arguments are available on audio. He will transmit that link to the Board for review if desired.

b. Discuss Amendment 64 Ordinance Regarding PJCOS Improvements

Mr. Kron reviewed the City of Centennial (COC) Ordinance regarding Amendment 64. The City's Ordinance prohibits the sale, use, transfer, or distribution of marijuana of any amount on City owned property, which includes PJCOS since it is jointly owned.

After discussion, the Board decided to respond with "no comment" on the City Ordinance.

Financial

a. Discuss Base Budget – Kevin Collins

Mr. Collins reviewed the options with the Board. After discussion, the Board asked that an Option 3.5 - somewhere between Option 3 and Option 4, be prepared for Board review at the May meeting. This will provide for an approximate 2-3 operating mill levy reduction in 2014 if approved.

b. Status of Engineer's Certification on Cornerstar Metropolitan District Infrastructure Improvements for Future PJMD Facility Fees Reimbursements to Alberta Partners

Mr. Lambert reviewed the Cornerstar documents from Mr. Collins.

Upon a motion duly made, seconded, and unanimously approved, the Board accepted the Cornerstar engineer's cost items with Director Waldron not participating in the discussion and abstaining from the vote.

c. PJCOS Improvements Cost Comparison From Inception – Budget vs. Actual

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Mr. Collins reviewed his report with the Board. After discussion, the Board accepted his report.

Director's Items

- a. March 4th Work Session Update and Continuation of Items 3 Through 12

This item was deferred to the May Board meeting.

- b. Meeting with Red Hawk Ridge Elementary School

Directors Waldron and Sheldon and Mr. Blodgett will attend this meeting on behalf of the District.

- c. Discuss Purchasing Policies and Procedures – Mike Cornelsen

The Board decided to place the resolution regarding conflicts of interest on the May Board meeting agenda for discussion and possible action.

- d. Discuss Potential Media Training

Director Sheldon is attending the April 17th SDA media training session. He will report back to the Board on the results.

- e. Southcreek Paired Homes Board Meeting – May 1st at 6:00 p.m. – Board Members Attending?

Directors Lennon and Cornelsen will attend on behalf of the District.

- f. Confirm Quorum for Next Meeting – May 21, 2013 at 5:00 p.m.

After discussion, due to Board member schedule conflict, the Board decided to cancel the May 21, 2013 regular meeting and schedule a continued meeting for Tuesday, May 14th at 5:00 p.m.

Upon a motion duly made, seconded, and unanimously approved, the Board approved a continued meeting for Tuesday, May 14, 2013 at 5:00 p.m. at CliftonLarsonAllen.

Manager's Items

- a. PJCOS Weed Maintenance Request by Restoration Ecology – \$3,000/Year

After discussion, the Board decided that Emerald Isle was performing the weed and open space maintenance adequately without additional oversight by Restoration Ecology. Mr. Blodgett will inform Ms. Keammerer.

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b. Replacement of Dead Trees in PJCOS

The Board discussed Ms. Keammerer's recommendations and the proposal from Emerald Isle for replacement of dead trees in the amount of \$27,000. After discussion, the Board asked Mr. Mendisco to confirm with Ms. Powell at ERO that the Board has the ability to remove and replace dead trees within PJCOS. Action was deferred to the May Board meeting.

Other Business

Director Waldron expressed an interest in moving forward with the preliminary design on the 27-Acre PJCOS Open Space project. He recommended that a design similar to Tom Sawyer's Island at Disneyland be provided. This is a natural feature which could fit very well within the open space and be unobtrusive, yet attractive for the public to utilize.

After discussion, upon a motion duly made, seconded, and unanimously approved the Board decided to move forward with design of a Tom Sawyer like playground for the 27-acre open space tract, and authorized CliftonLarsonAllen to send proposals to The Natural Playground Company, the designer of Centennial Civic Center Park, and designer of the Stapleton Park in Denver for RFQ's for consideration at the May Board meeting.

The Board also authorized Director Sheldon to send a letter to Mayor Noon at the City of Centennial asking the City to consider purchasing additional ownership interests in the PJCOS up to approximately forty five percent such that the City would own ninety five percent and the District five percent in the future.

Adjournment

Upon a motion duly made, seconded and unanimously approved, the Board adjourned the meeting at 8:20 p.m.


Secretary for the Meeting