

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
PARKER JORDAN METROPOLITAN DISTRICT
HELD
DECEMBER 2, 2013**

A special meeting of the Board of Directors (the "Board") of the Parker Jordan Metropolitan District (the "District") was held on December 2, 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 (via telephone)

Also in attendance were:

Bob Blodgett and Kevin Collins; CliftonLarsonAllen LLP
Rick Kron; Spencer Fane & Grimshaw LLP
Ron Lambert; Mulhern MRE
Mike Wurdeman; Red Hawk Ridge Elementary School
Jeff Wohlfarth; Consilium Design (via telephone)
Susan Brown; Valerian LLC

Call to Order

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

Pledge of
Allegiance

Director Leyn 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 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

RECORD OF PROCEEDINGS

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

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

Public
Comment

None.

CONSENT AGENDA

Mr. Collins noted the CliftonLarsonAllen LLP engagement letter includes an approximate 3% rate increase.

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

RECORD OF PROCEEDINGS

- a. Review and Approve Minutes of the November 15, 2013 Budget Workshop Meeting and October 15, 2013 Regular Board Meeting
- b. Review and Approve October 31, 2013 Financial Statements
- c. Review and Accept December 2, 2013 Cash Position Report
- d. Review and Approve October 2013 Claims Totaling \$25,609.60 and Directors' Fees Totaling \$461.75
- e. Approve 2014 Annual Administrative Matters Resolution
- f. Approve CliftonLarsonAllen LLP Engagement Letter for 2014 Accounting Services
- g. Approve Resolution Calling a Regular Election for Directors on May 6, 2014 and Appointing DEO

DISCUSSION AGENDA

Capital Projects

- a. Red Hawk Ridge Elementary School Playground Improvement Project

1. Status of Design

Mr. Wohlfarth updated the Board on the status of the design. Consilium is soliciting proposals from engineers for structural, civil and storm drainage work at the playground. J3, Jansen Strawn, Mulhern MRE, and Vision Land will receive the request for proposals. He hopes to receive the proposals back from engineers for approval within two weeks.

2. Status of IGA with Cherry Creek School District for Playground Construction Funding by PJMD

Mr. Kron reported that the Cherry Creek School District's attorney has approved the IGA form. Upon a motion duly made by Director Waldron, seconded by Director Lamberton, and upon vote, unanimously carried, the Board approved the final form of the IGA. Mr. Kron reported it will be on the Cherry Creek School District's Board of Trustees' December 9th meeting consent agenda at 7:00 p.m. Directors Sheldon and Waldron may attend the Cherry Creek School District Board meeting.

Mr. Blodgett reported he spoke with Ms. Tustin Amole, Director of Communications for CCSD. She recommended that a joint news release be prepared when the bid is awarded for the playground rather than at approval of the IGA. She is aware that the District will provide information on its website regarding the project prior to the bid award.

3. Schedule

The plan remains that the project will be bid in the spring with construction planned for summer 2014.

- b. 27 Acre Open Space Planning Grant

RECORD OF PROCEEDINGS

1. Status of Review by Western States Reclamation

Director Lamberton reported he recently spoke with Mr. Chenoweth, President of Western States Reclamation regarding their proposal to restore the haul road for \$14,864. After discussion, upon a motion duly made by Director Lamberton, seconded by Director Waldron, and upon vote, unanimously carried, the Board approved the agreement with Western States Reclamation for restoration of the haul road and other intermittent seeding in the amount of \$14,864.

2. Next Steps

The Board decided to accomplish this work and then review the “grand plan” for the 27-acres before deciding what to do with the Planning Grant which expires in June 2014. The Board asked that Ms. Keammerer and Mr. Chenoweth both be invited to attend the January Board meeting to discuss the future of the 27-acre open space restoration efforts.

c. Ladera Connection Status

Mr. Kron reviewed the proposed easement agreement with the Board. Director Waldron expressed concern regarding Section 7, insurance requirements. After discussion, the Board decided to leave Section 7 as is. Arapahoe County Commissioners have already approved and executed the agreement. The Board is awaiting the signature from the Ladera HOA President.

After discussion, upon a motion duly made by Director Leyn, seconded by Director Lamberton, and upon vote, unanimously carried, the Board approved the easement agreement between the District, Arapahoe County and the Ladera HOA, and authorized Director Sheldon to sign on behalf of the District. The agreement provides that the District will fund construction of the 10-foot concrete trail and Arapahoe County will accept responsibility for maintenance after its completion.

Legal

a. *Executive Session (if necessary)

Not necessary.

Financial

a. Review and Consider Approval of Emerald Isle Landscaping, Inc. October Invoice - \$2,478

Upon a motion duly made by Director Waldron, seconded by Director Lamberton, and upon vote, unanimously carried, the Board approved the October invoices submitted by Emerald Isle Landscaping in the amount of \$2,478. Director Lamberton did not participate and abstained.

b. Review and Consider Approval of Reimbursement to Director Sheldon - \$21.48

RECORD OF PROCEEDINGS

Upon a motion duly made by Director Waldron, seconded by Director Leyn, and upon vote, unanimously carried, the Board approved the October invoices submitted by Director Sheldon for reimbursement in the amount of \$21.48. Director Sheldon did not participate and abstained.

- c. Consider Approval of Agreement with Emerald Isle for Kiosk Erosion Control and Landscaping - \$5,554

Upon a motion duly made by Director Waldron, seconded by Director Leyn, and upon vote, unanimously carried, the Board approved the agreement with Emerald Isle for kiosk erosion control and landscaping - \$5,554. Director Lamberton did not participate and abstained.

- d. Consider Approving 2014 Landscaping Services Agreement with Emerald Isle Landscaping
 - Weed Control - \$25,424
 - Open Space - \$16,069
 - Medians - \$18,471
 - TOTAL \$59,964

Mr. Blodgett reviewed Mr. Cyboron's transmittal email letter with the proposal. There is a slight increase from the 2013 rates. Mr. Blodgett noted the District's Conflict of Interest Policy states that the landscape maintenance services agreement should be sent out for proposals in 2014.

After further discussion, upon a motion duly made by Director Leyn, seconded by Director Waldron, and upon vote, unanimously carried, the Board approved the 2014 landscaping maintenance services agreement with Emerald Isle Landscaping in the amount of \$59,964.

Director's
Items

- a. Discuss Conflict of Interest Policy

After discussion, the Board decided to leave the policy in place for at least one year, and further discuss it in the summer of 2014.

- b. Confirm Quorum for Next Meeting – December 17, 2013 at 5:00 p.m.

After discussion, the Board decided to cancel the December 17th regular Meeting. The next meeting will be Tuesday, January 21, 2014 at 5:00 p.m. at CliftonLarsonAllen LLP, 8390 E. Crescent Pkwy., Ste. 500, Greenwood Village, Colorado 80111. Director Lamberton indicated he is unavailable to attend in person; however, he can call in to the meeting.

Manager's
Items

- a. Conduct Public Hearing to Consider Amending the 2013 Budget; Consider Adoption of Resolution to Amend 2013 Budget

RECORD OF PROCEEDINGS

Director Sheldon opened the public hearing at 7:27 p.m.

There were no public comments.

Director Sheldon closed the public hearing at 7:28 p.m.

Mr. Collins reviewed the necessary amendments to the Debt Service Fund and the PJCOS Maintenance Fund with the Board. After discussion, upon a motion duly made by Director Leyn, seconded by Director Lamberton, and upon vote, unanimously carried, the Board approved the amendments to the 2013 Debt Service Fund and PJCOS Maintenance Fund.

- b. Conduct Public Hearing to Consider Adoption of 2014 Budget, Appropriate Expenditures and Certify Mill Levies; Consider Adoption of Resolution to Approve 2014 Budget, Appropriate Expenditures and Certify Mill Levies

Director Sheldon opened the public hearing at 7:30 p.m.

There were no public comments.

Director Sheldon closed the public hearing at 7:31 p.m.

Mr. Collins reviewed the 2014 Budget with the Board. Per the direction of the Board at the November 15th Budget Workshop, the General Fund mill levy has been reduced by 2 mills, and the Debt Service Fund mill levy has been increased by .5 mill for a net reduction of 1.5 mills from 23 mills to 21.5 mills for collection in 2014. The Board concurred.

Upon a motion duly made by Director Leyn, seconded by Director Waldron, and upon vote, unanimously carried, the Board adopted the 2014 Budget Resolution, appropriated expenditures and certified the mill levy of 21.5 mills for collection in 2014.

- c. PJCOS

1. Discuss Kiosk Proposal From Valerian LLC

Ms. Brown reviewed her proposal to update pages of the three screens within the kiosk for \$20,970. She stated quarterly updates had been anticipated, however, they have not been accomplished due to time and savings of money. She recommended the updates so that potential users would return to the kiosk to review new information rather than the same information continuing on the screen.

The Board expressed concern about problems with the kiosk including failure of the security camera to work for one year and the promised log of

RECORD OF PROCEEDINGS

users not being included. Adding a system to track users of the kiosk will cost approximately \$3,800. The Board had declined to pay this approximately three months ago.

After discussion, the Board tabled indefinitely consideration of the Valerian LLC proposal. Ms. Brown recommended that the District Board meet with Four Winds Interactive to discuss directly their concerns. Directors Sheldon and Leyn will meet with Ms. Brown and Four Winds Interactive to discuss the functionality of the kiosk and future improvements.

2. Other

Ms. Brown presented an invoice from Performance Engineering in the amount of \$1,700 for structural engineering services at the kiosk when it was constructed in the summer of 2012. Performance Engineering was a subcontractor to Valerian LLC. Due to billing mistakes and timeliness, the bill was not presented to the District Board until August 2013. At that time, the Board denied payment. Ms. Brown asked the Board to reconsider their decision since the work had been accomplished satisfactorily by Performance Engineering.

The Board expressed concern about the delay of almost 18 months and improperly submitting the bill to the District. After discussion, upon a motion duly made by Director Leyn, seconded by Director Lamberton, and upon vote, unanimously carried, the Board approved paying Valerian LLC \$850 of the \$1,700 bill. They asked Valerian LLC to work with Performance Engineering regarding settlement of the other half of the bill.

d. Website Update

Director Leyn reported he has received a message that his email storage is full on the pjmd.org site. He asked Mr. Blodgett's office to discuss this with Fatcow to see if additional email storage can be added and at what cost. Mr. Blodgett will discuss with Fatcow.

The Board also discussed the Verizon bill of approximately \$184 for service to the three iPads during October. After discussion, the Board asked Mr. Blodgett to discuss with Verizon whether or not there was a more cost effective plan for the District. The current plans provide 20 kb to be shared among the three Board members. Only approximately 2 kb is being used.

e. Referrals

None.

f. Other

RECORD OF PROCEEDINGS

None.

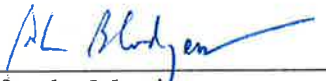
Other
Business

Upon a motion duly made by Director Lamberton, seconded by Director Leyn, and upon vote, unanimously carried, the Board continued the meeting to Thursday, December 12, 2013 at 5:30 p.m. at Ya Ya's Euro Bistro Restaurant located at 8310 E. Belleview Avenue, Greenwood Village, CO 80111.

The next regular Board meeting is Tuesday January 21, 2014 at 5:00 p.m. at CliftonLarsonAllen, LLP, 8390 East Crescent Parkway Suite 500, Greenwood Village, CO 80111.

Adjournment

Upon a motion duly made by Director Sheldon, seconded, and upon vote, unanimously carried, the Board adjourned the meeting at 7:45 p.m.


Secretary for the Meeting