

RECORD OF PROCEEDINGS

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**MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS OF THE  
COMPARK BUSINESS CAMPUS METROPOLITAN DISTRICT  
HELD  
November 26, 2013**

A regular meeting of the Board of Directors of the Compark Business Campus Metropolitan District was held on Tuesday, November 26, 2013 at 12:15 p.m. at 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO 80111.

Attendance

In attendance were Directors:

Michael P. Vickers, President  
Tom List, Secretary/Treasurer  
Kevin Michalek, Assistant Secretary/Treasurer

Also in attendance were:

Bob Blodgett, Mat Mendisco and Janece Soendker;  
CliftonLarsonAllen LLP  
Rick Kron; Spencer Fane & Grimshaw, LLP  
Rick Moore; Carroll & Lange-Manhard

Call to Order

President Vickers called the meeting to order at 12:30 p.m.

Disclosures of  
Potential Conflicts  
Of Interest

The Board disclosed possible conflicts of interest. No additions were reported.

Discuss Board  
Vacancies

No report.

CONSENT  
AGENDA

Mr. Blodgett and Mr. Kron reviewed the Consent Agenda with the Board. Mr. Blodgett noted Item 5C – the audit agreement has not yet been received from L. Paul Goedecke. The Board decided to approve a not to exceed amount equal to the 2013 fee. Mr. Blodgett noted Item 6C, SEMSWA Meeting Information is not included in the packet.

The Board noted that Premier is doing approximately \$60,000 of work in Filing 4B-1B as approved by the District Engineer and Construction Manager. The Board added this to the Consent Agenda to ratify that action as Item R under Engineering.

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After further discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon vote unanimously carried, the Board approved the Consent Agenda as amended above.

IV. Review and Approve Minutes of the August 27, 2013 Regular Meeting

V. Financial Items

- A. Approve October 2013 Claims Totaling \$163,607.05
- B. Ratify August and September 2013 Claims Totaling \$54,344.15
- C. Consider Approval of 2013 Audit Agreement with L. Paul Goedecke - \$TBD
- D. Review and Consider Approval of Engagement Letter with CliftonLarsonAllen LLP for 2014 Accounting Services
- E. Ratify Tap Fee Payment Agreement with Provident Construction @ 13796 Compark Blvd. - \$106,782.61
- F. Accept September 30, 2013 Continuing Disclosure Statement

VI. Manager's Items

- A. Review and Consider Adoption of 2014 Annual Administrative Matters Resolution
- B. Accept SVMD Meeting Information and 2014 Draft SVMD Budget
- C. Accept SMWSA Meeting Information
- D. Information Items and Referrals
- E. Other

VII. Attorney's Items

- A. Review and Consider Approval of Resolution Calling a Regular Election for Directors on May 6, 2014 and Appointing DEO

VIII. Engineer's Items

- A. Ratify Agreement Between GM Consulting LLC and Compark Business Campus Metropolitan District to Oversee Drainage Improvements at Compark Village Filing No. 5, Town of Parker, CO - \$3,000

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- B. Ratify Agreement Between GM Consulting LLC and Compark Business Campus Metropolitan District to Oversee Hauling and Placement of Approximately 1500 Cubic Yards of Dirt to Filing 5 Detention Pond, Town of Parker, CO - \$1,000
- C. Ratify First Amendment to Public Improvement Financing Agreement with The Opus Group, LLC - \$12,167.50 (revenue to the District)
- D. Ratify Proposal for Construction Staking and Surveying Services, Compark Lot 4B-1B with Manhard Consulting – \$1,350
- E. Ratify Contract with Premier Earthworks Infrastructure for Compark Filing 2, 6<sup>th</sup> Amendment, Lot 4B-1B Drainage Improvements - \$127,554.54
- F. Ratify Agreement with DTEC for Trail and Drainage Improvements - \$12,762.50
- G. Ratify Approval of Change Order No. 1 with Premier for Detention Pond Work - \$19,335
- H. Ratify Agreement with Manhard Consulting for Staking and Surveying Services – Compark Village Filing No. 5, Detention Pond Improvements - \$7,900
- I. Ratify Agreement with GM Consulting for CM for Overseeing Drainage and Landscaping Work for Filing 5 - \$12,500
- J. Ratify Agreement with Manhard Consulting for Engineering Design Services, Compark Filing 2, Lot 4B-1B Drainage Improvements - \$6,500
- K. Ratify Easement Deed Between Compark Properties and CBCMD for Fire Line Loop, Compark Filing 2, Lot 4B-1A
- L. Ratify Easement Deed Between Compark Land Company and CBCMD for Fire Line Loop on Filing 2, Lot 4B-1B
- M. Ratify Agreement with Manhard Consulting for Engineering and Survey Services for Detention Pond Upgrade for Filing 5 - \$8,950
- N. Ratify Drainage Easement Agreement, Filing 2, 6<sup>th</sup> Amendment Lot 4B-1B
- O. Ratify Conveyance of Sanitary Service Easement From CBCMD to SVMMD for Tract C, Compark Filing No. 4
- P. Ratify Conveyance of Water Easement From CBCMD to SVMMD for Tract C, Compark Filing No. 4
- Q. Accept October 11, 2013 Town of Parker Floodplain Development Permit (East of Chambers Road and East End of Canyon Rim)
- R. Ratify Premier's approximate \$60,000 of work in Filing 4B-1B as approved by the District Engineer and Construction Manager

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### DISCUSSION AGENDA

#### IX. Construction Items

##### A. Status of District Work Related to Opus Project – Russ Burrows

Mr. Moore reported work is continuing on Lot 4B-1B for the future Charter Communications Project.

##### B. Discuss District Work Regarding Lot 4B-1B – Russ Burrows

##### 1. Discuss Agreement with Premier for Storm Drainage Work – NTE \$60,000

Previously approved on Consent Agenda.

##### C. Discuss Future Landscaping Work Required on Filing 5 – Estimate \$100,000

This is for Lennar Phase I. Director Vickers noted it may not be \$100,000. He will review with Mr. Burrows. Action was deferred to the spring of 2014.

##### D. Status of E-470/Chambers Interchange Landscaping/Signage Design – David Brehm

Director Vickers reported that he met with Mr. Mulhern recently about projects at this intersection. The monument sign is presently on hold.

#### X. Financial Items

##### A. Review and Accept September 30, 2013 Financial Statements and November 26, 2013 Cash Position

Ms. Soendker reviewed the financial statements with the Board. After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board accepted the September 30, 2013 Financial Statements and November 26, 2013 Cash Position.

##### B. Status of Prior Operating Advances by Compark Properties to the District - \$353,263.08 (12/31/07 Balance)

This will be reviewed during the 2014 Budget discussion.

##### C. Review SVMD Financial Forecast (2012-47) Regarding CBCMD Future Costs

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To be reviewed during the 2014 Budget discussion.

D. Other

None.

XI. Landscape Maintenance/Construction Report

A. Landscape Maintenance Updates

No report.

B. Discuss Maintenance of Two New Detention Ponds

This item was deferred to the next meeting.

C. Discuss Maintenance of Tracts Related to Lennar Homes Project

1. Trails
2. Detention Pond

This item was deferred to the next meeting

D. Discuss Private Fire Hydrant Maintenance Agreement with SVMD

The Board asked Mr. Blodgett to finalize this agreement with Mr. Chambers, SVMD Manager.

E. Approve 2014 Landscape Maintenance Services Agreement with Atira Golf & Landscape - \$TBD

This item was tabled to the February Board meeting.

Director Vickers reported that Xcel Energy damaged much of the District's landscaping along Chambers Road. The Board asked Mr. Kron to bill Xcel for these costs. He will provide them to Mr. Kron.

XII. Manager's Items

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

Ms. Soendker reported no budget amendment is needed.

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B. Conduct Public Hearing to Consider Adoption of 2014 Budget, Appropriate Expenditures and Set Mill Levy; Consider Adoption of Resolution to Adopt 2014 Budget, Appropriate Expenditures and Set Mill Levy

1. Discuss SVMD Projected Water Fund and Sewer Fund Costs Allocated to CBCMD in 2014

Director Vickers opened the public hearing at 1:30 p.m.

There were no public comments.

Director Vickers closed the public hearing at 1:31 p.m.

Ms. Soendker reported the final assessed value received from Douglas County lowered the 2014 assessed valuation from approximately \$34,000,000 to \$32,000,000. She will adjust the budget accordingly. She reported an abatement mill levy of 1.13 mills is included to collect approximately \$40,000 that was abated after approval of the District's budget in mill levy for 2013. This will make the mill levy 43.13 mills instead of 42 mills in 2014.

Ms. Soendker will try to determine why the assessed valuation dropped \$2,000,000 between August and December.

The Board discussed prior operating advances. After discussion, the Board decided to approve a target reserve of approximately 5 months of General Fund expenditures in the amount of approximately \$100,000. The additional balance beyond this of approximately \$75,000 will be budgeted for repayment to Compark Properties LLC for prior operating advances in previous years. Director Vickers asked that Ms. Soendker document this action and provide that to him so he can communicate that to Compark Properties LLC.

The Board discussed the required contribution to Stonegate Village Metropolitan District for the water and sewer fund for the WISE Project and the Wastewater Treatment Plant Project in 2014. The Board discussed the purchase capacity of 25% by Compark in the WTP and WWTP. They noted the District is only using approximately 16% instead of 25% of total capacity. After discussion, the Board asked Mr. Kron and Mr. Blodgett to research prior documents related to the District's contributions towards construction of these two plants to determine whether the District might be entitled to a credit from Stonegate Village for capacity

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not being utilized by Compark which is being utilized by Stonegate and Lincoln Park instead.

Adjustments were also made by the Capital Projects Fund to remove the Interchange Improvement Project and provide additional funds for the other Capital Projects in 2014.

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board approved the 2014 Budget as revised, appropriated expenditures, established a mill levy of 7 mills in The General Fund, 35 mills in The Debt Service Fund and 1.123 mills in the Abatement Levy for a total of 43.123 mills in 2014.

C. Status of SVMD WWTP Work

This item was deferred.

D. Status of SVMD WISE Agreement

This item was deferred.

E. Website Update

No report.

F. Other

None.

XIII. Attorney's Items

A. Discussion and Possible Action Regarding SVMD / CBCMD IGA Issues

1. Status of September 17, 2013 Letter to Mitch Chambers Regarding WWTP and WISE Projects

Mr. Kron reported he has not yet received a response to this letter.

B. Ratify Approval of Access Easement with Canyon Creek HOA

Upon a motion duly made by Director List, seconded by Director Vickers, and upon vote, unanimously carried, the Board ratified approval of the access easement with Canyon Creek HOA.

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C. Status of Western Waterline License with ECCVWSD

No report.

D. Discuss Possible Exclusion of Second Lennar Tract

The Board confirmed that the Second Lennar Tract will not be excluded from the District. No action needed.

E. Discussion and Possible Action on Tap Purchase Agreement with Opus for Lot 4B-1B

Upon a motion duly made by Director List, seconded by Director Vickers, and upon vote, unanimously carried, the Board approved the Tap Purchase Agreement with Opus for Lot 4B-1B.

F. Approve Tap Purchase Agreement with Lennar for the Second Phase of Filing 6 for 39 Taps Plus 1-2 Irrigation Taps

Upon a motion duly made by Vickers, seconded by Director List, and upon vote, unanimously carried, the Board approved the Tap Purchase Agreement with Lennar for the Second Phase of Filing 6 for 39 taps plus 1-2 irrigation taps.

G. Other

Mr. Blodgett reported the Will Serve Letter provided by Opus for Lots 4B-1A and 4B-1B of September 2012 expired in September 2013 and needs to be renewed. Opus requested an extension of six months.

Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board authorized Mr. Blodgett to prepare an extension letter for the Will Serve for the Opus Project for one year to September 2014.

XIV. Director's Items

A. Development Update

Director Vickers reported the project for Lot 4B-1B will close by year end. Lennar also hopes to close on the Second Phase of land by year end. Additional tap fees will be placed in the 2014 Budget from these two projects.

B. Other



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None.

XV. Other Items

A. Confirm Quorum for February 25, 2014 Regular Meeting

A quorum was confirmed for the February 25<sup>th</sup> meeting.

XVI. Adjournment

Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board adjourned the meeting at 2:30 p.m.

Respectfully submitted,



Secretary for the Meeting