

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
COMPARK BUSINESS CAMPUS METROPOLITAN DISTRICT
HELD
May 26, 2015**

A regular meeting of the Board of Directors of the Compark Business Campus Metropolitan District was held on Tuesday, May 26, 2015 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, Vice-President/Secretary/Treasurer
Kevin Michalek, Asst. Secretary/Treasurer

Also in attendance were:

Bob Blodgett, Mathew Mendisco and Janece Soendker;
CliftonLarsonAllen LLP
Rick Kron; Spencer Fane Britt & Browne LLP
Russ Burrows; Manhard

Call to Order

President Vickers called the meeting to order at 12:21 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

- IV. Review and approve Minutes of the February 23, 2015 Special Meeting
- V. Financial Items
 - A. Approve April Claims totaling \$21,673.31
 - B. Ratify February and March Claims Totaling \$60,713.19
 - C. Accept March 31, 2015 Continuing Disclosure Statement

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VI. Engineering Items

- A. Ratify Agreement with Manhard Consulting for Engineering Services for Change Order No. 1 for Additional Drainage Improvement Work on Filing No. 8 - \$4,500

VII. Attorney Items

Other

VIII. Manager's Items

- A. Accept SVMD Meeting Information
- B. Accept SMWSA Meeting Information
- C. Accept SFE Water Rights Tracking Schedule (SVMD, LPMD, CBC)
- D. Ratify Will Serve Letter for Springstone Hospital – 18 SFEs
- E. Information Items and Referrals

Following review, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the Consent agenda as presented.

DISCUSSION AGENDA

IX. SVMD Updates

Mr. Blodgett reported that Mr. Schlegel contacted him this morning indicating that he had a conflict and could not attend today's meeting. After discussion, the board asked Mr. Blodgett to contact Mr. Schlegel to request a work session with the Stonegate, Lincoln Park, Compark, Compark South and Compark 190 representatives to discuss the Stonegate Village master plan and system wide treatment plant capacity and water rights issues. The Board would like to have this meeting as soon as possible during the week of June 1st.

X. Engineering/Construction Items – Russ Burrows

- A. Filing 7 Main Street Detention Pond
 - 1. Approve Agreement with Manhard Consulting for Bidding,

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Construction Engineering and Surveying Services - \$15,100

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the Agreement with Manhard Consulting for Bidding, Construction Engineering and Surveying Services in the amount of \$15,100.

2. Approve Agreement with GM Consulting for Construction Management Services - \$9,000

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the Agreement with GM Consulting for Management Services in the amount of \$9,000.

Mr. Burrows reviewed the other items necessary for the Filing 7 Main Street Detention Pond. He recommended approval of the drainage easement, slope easement, grading and permanent access easement, vacating a water easement, temporary construction easement for a 30' strip for sanitary sewer and temporary construction easement for hauling dirt to/from the detention pond site to the Compark Village Filing 8 future site of the IREA detention pond.

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the above actions. Mr. Kron will work with Mr. Burrows to prepare the necessary easements.

B. Filing 8 IREA Detention Pond- Update

Mr. Burrows reported further discussion with the Town of Parker indicated the pond will not be required in conjunction with the construction of the IREA transfer station. It will be required in the future with additional construction in Compark. He reported that the future cost of the pond will be allocated 31.3% IREA and the remaining 69% to other Compark property owners. IREA's share is approximately \$162,000. He recommended to the Board a reimbursement agreement with IREA so they can pay their share at this time. They would like to take care of this obligation even though the pond will not be built until the future.

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board authorized Mr. Kron to prepare a reimbursement agreement between the

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District and IREA for payment of their share of the detention pond in the approximate amount of \$162,000. Director Vickers noted the properties that will develop in the future can assist the District in paying the District's share of approximately \$421,000.

C. Filing 3 Detention Pond Acceptance and Maintenance by CBCMD
– Update

1. Approve Work Order with Atira Golf and Landscape for Pond
Repair and Maintenance - \$3,600

Director Michalek noted the AFW maintenance staff may be able to complete this maintenance work on the pond. He will arrange a meeting with Mr. Burrows and his staff in the near future. The Board decided to approve the agreement with Atira Golf and Landscape for a not to exceed amount in case they end up doing the work or need to supplement the work of AFW staff.

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the work order with Atira Golf and Landscape for repair and maintenance for the filing 3 detention pond in a not to exceed amount of \$3,600.

Mr. Burrows will also verify if American Furniture Warehouse still owns the tract or Douglas County. He will discuss conveyance to the District in conjunction with the work to be done.

D. Springstone Hospital Project - Update

Mr. Blodgett reported he has spoken to Mr. Sams. Mr. Sams is prepared to close on the property and pay the District tap fees in the near future. Mr. Blodgett notified Mr. Sams that Springstone Hospital may need to contribute to some portion of the Filing 3 detention pond improvements since they are a part of the storm drainage basin.

E. Other

None.

XI. Landscape Maintenance/Construction Report

A. Discuss Maintenance Plan

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Deferred until the next meeting.

B. Review Detention Pond Work Orders

1. Drainage Channel Work (Douglas County – Filing 2 Detention Pond)- \$3,908
2. Grasslands Dr. (Douglas County – Filing 2 Detention Pond) - \$520
3. Grasslands and Prairie Trail Dr. (Douglas County – Filing 2 Detention Pond) - \$1,275

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the above work orders.

C. Discuss Western Gateway Repair and Maintenance Work

Director Vickers will review the Western Gateway in the near future with Mr. Strauss and others and provide a recommendation to whether additional repair and maintenance work needs to be done

D. Other

None.

XI. Financial Items

A. Review and Approve March 31, 2015 Financial Statements and Cash Position Report

Ms. Soendker reviewed the March 31st Financial Statements and Cash Position Report with the board. After review, upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the March 31, 2015 Financial Statements and Cash Position Report.

Mr. Vickers noted that Renaissance Water will not be purchasing the District's Intravest water. This agreement will be terminated. The District will seek other buyers for this approximate 120 acre feet of ground water for sale.

B. Review and Approve 2014 Draft Audit

Ms. Soendker reviewed the 2014 draft audit with the board. She will make adjustments regarding costs for Compark Village North and Compark South work by Mr. Kron. After review, upon a motion duly made by

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Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the 2014 draft audit subject to final legal review by Mr. Kron.

C. Capital Project Fund Budget and Future Priorities

Ms. Soendker distributed a report. Discussion was deferred.

D. Other

Ms. Soendker reported that Compark's Assessed Value increased to \$42 million on the May 1st preliminary assessed value for collection in 2016.

XII. Manager's Items

A. Website Update

No report.

XIII. Attorney's Items

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

No action.

B. Discussion and Possible Action Regarding Landowner Agreements with the District Regarding the Property South of C470

Previously discussed.

C. Discussion and Possible Action Regarding Agreement with IREA re: Construction of Regional Detention – estimated CBC \$422,732.38 – IREA \$160,319.06 – Total \$583,051.44

Previously approved.

D. Review and Consider Approval of Temporary Construction Easement Agreement with Dove Valley MD for Happy Canyon Trail and Bridge Project

Discussion ensued as to whether the District or Stonegate Village MD owns the lift station site. Mr. Burrows will check.

Upon a motion duly made by Director Vickers, seconded by Director List, and upon a vote, unanimously carried, the Board approved the Temporary

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Construction Easement Agreement with Dove Valley MD for Happy Canyon Trail and Bridge Project.

- E. Review and consider Approval of Temporary Construction Easement Agreement with Compark Land Company for Access Across Tract A for Storm Sewer and Grading Work

Previously approved.

XIV. Director's Items

- A. Development Update

None.

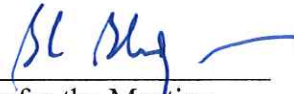
- B. Confirm Quorum for August 25, 2015 Regular Meeting

A quorum was confirmed.

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 2:10 p.m.

Respectfully submitted,



Secretary for the Meeting