

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  
May 24, 2016**

A regular meeting of the Board of Directors of the Compark Business Campus Metropolitan District was held on Monday, May 24, 2016 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 LLP  
David Strauss; Strauss Building Services  
Russ Burrows; Calibre Engineering

Call to Order

President Vickers called the meeting to order at 12:35 p.m.

Disclosures of  
Potential Conflicts  
Of Interest

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

Directors'  
Election Results

A. Discuss Board Vacancies

Mr. Blodgett reported that there were no applicants for the two vacant positions on the Board.

CONSENT AGENDA

- IV. Review and Approve Minutes of the February 23, 2016 Regular Meeting
- V. Financial Items
  - A. Approve April Claims \$15,845.61
  - B. Ratify February and March Claims Totaling \$48,567.94

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- C. Ratify March 31, 2016 Continuing Disclosure Statement
- VI. Engineering and Maintenance Items
  - A. Ratify Approval of Agreement with Calibre Engineering for District Engineering Services
- VII. Attorney Items
  - A. Ratify Offset Agreement between CBCMD and Compark Properties LLC
  - B. Ratify Approval Regarding District Funding between the District, CLC, and Education Capital Solutions
  - C. Ratify RAC Cost Sharing Escrow Agreement between CLC, MS Parker LLC and CBCMD - \$50,100. Approve increase of \$15,544.70
  - D. Ratify Tap Purchase Agreement with ECS (HighMark School)
- 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. Information Items and Referrals
  - E. Ratify Agreement with UNCC
  - F. Ratify Agreement and Will Serve Letters with SVMD regarding Water and Sewer Service

After 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 submitted.

Director Vickers noted that the \$228,000 for the Tap Fees for the Educational Capital Solutions were due upon closing of the sale of the property. This closing happened approximately two weeks ago. He will check with the closing attorney and title company to determine the status of the payment to the District. Ms. Soendker reported it has not yet been received.

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## DISCUSSION AGENDA

### IX. SVMMD Updates

- A. Discuss Possible Action Concerning Draft Regional Facilities Agreement between Belford South MD, Chambers Highpoint MD, Stonegate Village MD, Compark Business Campus MD

Director Vickers reported that he had a two hour conference call with Bob Cole, Special Counsel for Stonegate, and Kathy Kanda, who is representing the District on this issue since Spencer Fane is conflicted. He indicated that the conversation was positive and that Mr. Cole will prepare a new draft of the RFA in the near future. It will include a requirement for two meetings per year between Compark and Stonegate to consult on future master planning for water and sewer improvements and costs. Future Will Serve letters will be prepared by Compark with copies to Stonegate for signatures on the initial preliminary commitment letter.

- B. Other  
None.

### X. Engineering/Construction Items – Russ Burrows

- A. Filing 7 Detention Pond Update

- 1. Update on AUI Contract

Mr. Burrows reported that he had spoken with AUI, the low bidder, to construct the Filing 7 Detention Pond. Due to the changes in the area related to asbestos discovery, the pond needs to be redesigned and has not yet started construction. Mr. Burrows recommended that the Board continue with AUI with a revised scope after the redesign of the Detention Pond. The Board concurred. Following the redesign Mr. Burrows will negotiate a new contract amount with AUI. The prior contract approval amount was approximately \$330,000.

- 2. Update on Revised Design Plan by Manhard

Mr. Burrows reported that the Detention Pond needs to be redesigned and relocated given the discovery of asbestos and its removal. He reported the estimated cost is not to exceed \$18,000.

After discussion, upon a motion duly made by Director Vickers, seconded by Director Michalek, and upon vote, unanimously carried, the Board authorized not to exceed \$18,000 for redesign of the Detention Pond plan by Manhard.

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### 3. Schedule

Mr. Burrows reported that the asbestos removal process will take several months. He is hopeful that the Detention pond will be redesigned and the construction can begin by year end.

#### B. IREA Detention Pond Cost Sharing Agreement Update

Mr. Burrows reported that the IREA Detention Pond will be constructed in 2017. He noted that some future required sanitary sewer pipes should be installed first, prior to the pond. This cost is estimated at approximately \$35,000. An easement agreement for Sanitary Sewer will also be needed.

Mr. Burrows also recommended that he be authorized to negotiate with AUI for construction of the necessary sanitary sewer prior to the detention pond construction. He estimated the cost to be considerably less than \$60,000.

After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board authorized Mr. Burrows to negotiate a price for the construction of the sanitary sewer line at a cost of less than \$60,000.

#### C. Detention Pond A and B Updates

##### 1. Approve Detention Pond B Trickle Channel Proposal by Strauss Building Services - \$5,893.50

Mr. Burrows recommended that Strauss Building Services provide improvements and repairs to the Pond B Trickle Channel so that it functions properly. The Board concurred.

#### D. Mainstreet Project Asbestos Investigation Update

Mr. Burrows reported that the investigation effort is complete. Invoices were paid at today's Board Meeting. The District is paying 25% of this cost, Compark Land Company 25% and Mainstreet 50%.

Director Vickers reported that the Mainstreet Project will still proceed later this year. It will be a 110 room skilled nursing facility, similar to Springstone Hospital, under construction west of American Furniture Warehouse.

The redesign of the parcel will provide an opportunity for an open space park on the west side of the Mainstreet Project, which will have beautiful views of the Front Range mountains.

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### E. SVMD Lift Station Meter (in CBCMD) Update

Mr. Burrows updated the Board. He reported valuable information is being collected regarding flows in Compark. Thus far reports indicate that our flows are considerably less than those assumptions being used by Stonegate for future capacity in the Wastewater Treatment Plant.

### F. Other

None.

## XI. Landscape Maintenance/Construction Report

### A. Maintenance Updates

#### 1. Discuss AFW Detention Pond Work Order - \$5,900

Mr. Burrows reported that a regional detention pond was not feasible. Douglas County has not required other entities to participate in the cost of this pond. It continues to be in private ownership of American Furniture Warehouse who maintains as needed.

Mr. Strauss reported the \$5,900 work order will clean up the pond and allow him to identified future permanent improvements needed so the pond functions properly. The future estimated cost could be in the range of \$30,000.

After discussion, upon a motion duly made by Director Vickers, seconded by Director Michalek, and upon vote, unanimously carried, the Board approved the \$5,900 work order to clean up the pond and identify future costs. Mr. Burrows will work with Mr. Strauss on a design for permanent improvements to the pond and will bring this to the August Board Meeting. The Board tentatively indicated that they would accept ownership of the pond also as a part of the District's detention pond system at the August meeting.

#### 2. Discuss Happy Canyon Creek Regional Trail Erosion under Chambers Bridge

Mr. Strauss and Mr. Burrows reviewed pictures of erosion underneath the Chambers Road bridge on the Happy Canyon Creek Trail. The trail is now below the level of the creek and it regularly is silted or covered with dirt. Mr. Burrows reported that he is going to speak with Urban Drainage and Flood Control District about possible funding to assist with the long term solution to this problem.

After discussion, the Board authorized Mr. Burrows to continue discussions with other entities for possible participation in funding and to provide a design for review by the Board at the August meeting.

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3. Approve Chambers Road Landscape Median Work Totaling \$11,516
  - a. Median Bed No. 1 - \$1,527.35
  - b. Median Bed No. 2 - \$2,033.70
  - c. Median Bed No. 3 - \$1,228.30
  - d. Median Bed No. 4 - \$6,726.65
  - e. Median Bed No. 5 - \$1,556.10

Mr. Strauss reported that these work orders provide plant replacements and additional mulch needed in the medians since they were constructed and improved 3 years ago.

After discussion, upon a motion duly made by Director Vickers, seconded by Director Michalek, and upon vote, unanimously carried, the Board approved the 5 median bed work orders totaling \$11,516 with Strauss Building Services.

4. Discuss Chambers Road R.O.W. Repairs and Traffic Signal Construction Repairs (Chambers Road and Compark Blvd R.O.W)

Mr. Burrows reported that he is speaking with the Town of Parker regarding responsibility of their contractor for the northwest corner of Chambers and Compark. The other two damaged areas are the responsibility of Lennar Homes. After discussion, the Board authorized Mr. Blodgett to send a letter to Lennar Homes indicating that they should make the repairs to the areas damaged by their contractors within 30 days or the District will make the repairs and send them a bill. Mr. Burrows will draft the letter.

B. Tree Care

No report.

C. Other

### XI. Financial Items

A. Review Draft 2015 Audit

Ms. Soendker reviewed the Draft 2015 Audit to the Board. After discussion, upon a motion duly made by Director Vickers, seconded by Director Michalek, and upon vote, unanimously carried, the Board approved the Audit subject to final legal review and comments by Ms. Soendker.

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B. Review and Approve March 31, 2016 Financial Statements and Cash Position Report Updated as of April 28, 2016

Ms. Soendker and Director Vickers will have a conference call with the Compark Land Company (CLC) Trust regarding the offset agreement and prior expenses by the District on Compark South to be offset by prior developer operating advances that the District owes CLC.

C. Discuss Capital Project Fund Budget and Future Priorities

Mr. Blodgett will contact Mr. Matlosz and request his presence at the August Board Meeting to discuss refinancing of the District's bonds prior to the increased payment due in 2017. He will attend the August meeting during the discussion of the Draft 2017 Budget.

D. Other

None.

XII. Manager's Items

A. Website Update

Mr. Blodgett reported that the website is up to date with pictures of the Springstone Hospital under construction.

B. UNCC Update

No report.

C. Other

None.

XIII. Attorney's Items

A. Discussion of Landmark Towers vs Marin Metropolitan District and SD 16-211

Mr. Kron summarized this decision. He reported Senate Bill 16-211 validated all prior District elections through May 3, 2016. Going forward each Director should continue to have actual deeds for taxable property within the District.

Director Vickers asked that this be looked at closely by Mr. Kron to ensure that the Directors are in compliance with the most likely future requirements for Board Members in a developer District.

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B. Other

None.

XIV. Director's Items

A. Development Update

No report.

XVI. Other Items

A. Confirm Quorum for August 23, 2016 Regular Meeting

A quorum was confirmed for the August 23, 2016 meeting.

XVII. Adjournment

Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board adjourned the meeting at 2:15 p.m.

Respectfully submitted,



Secretary for the Meeting