

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
COMPARK BUSINESS CAMPUS METROPOLITAN DISTRICT
HELD
November 22, 2016**

A regular meeting of the Board of Directors of the Compark Business Campus Metropolitan District was held on Tuesday, November 22, 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

Also in attendance were:

Bob Blodgett, Stephanie Net and Janece Soendker; CliftonLarsonAllen
LLP
Ron Fano; Spencer Fane LLP
David Strauss; Strauss Building Services
Russ Burrows; Calibre Engineering (via phone)

Call to Order

President Vickers called the meeting to order at 12:35 p.m. The Board excused the absence of Director Michalek.

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 August 23, 2016 Regular Meeting
- V. Financial Items
 - A. Approve October Claims \$52,264.62
 - B. Ratify August and September Claims Totaling \$103,808.79

RECORD OF PROCEEDINGS

- C. Ratify September 30, 2016 Continuing Disclosure Statement
- D. Approve Agreement with L. Paul Goedecke, P.C. for 2016 Audit Services (not yet available)
- VI. Engineering and Maintenance Items
 - A. Accept Chambers Road Bridge Repainting Plan – 2017 (enclosed)
- VII. Attorney Items
 - A. Ratify Approval of Amended and Restated Regional Water and Wastewater Service Agreement with SVMD (enclosed)
 - B. Ratify Tap Purchase Agreement with Nick’s Investments LLC
 - C. Ratify Approval of September 25, 2016 Letter of Intent for Purchase and Sale of Water Rights with CSG Holding LLC
 - D. Ratify Approval of October 18, 2016 Purchase and Sale Agreement for Water Right and Water Service Credits with CSG Holding LLC
- 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. Approve 2017 Annual Administrative Resolution
 - E. Ratify October 14, 2016 Letter of Authorization for Compark Village Filing7, Amendment 2
 - F. Accept Canyon Creek HOA Landscape Maintenance Agreement Payment
 - G. Information Items and Referrals
 - 1. Chambers Road Median Site Distance Issue

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.

RECORD OF PROCEEDINGS

DISCUSSION AGENDA

IX. SVMD Updates

A. Other

Mr. Blodgett reported that Mr. Chambers was invited to attend today's Board meeting however was not available.

X. Engineering/Construction Items – Russ Burrows

A. Filing 7 Detention Pond Update (Mainstreet Project)

Mr. Burrows reported that he is working with the Town of Parker and that construction should start soon.

1. Update on AUI Contract
2. Update on Revised Design Plan by Manhard
3. Update on Sanitary Sewer Construction
4. Schedule

Mr. Burrows reported that construction should commence by January, 2017.

B. IREA Detention Pond Cost Sharing Agreement Update

Mr. Burrows reported that IREA will be executing the agreement by the end of year. The District will receive approximately \$160,000. Mr. Kron is finalizing the IGA with IREA's attorney.

C. Detention Pond A and B Updates

Mr. Strauss reported Detention Pond A and B will be finalized in two weeks.

D. SVMD Lift Station Meter (in CBCMD) Update

Mr. Burrows reported that he has not received any reports recently from Mr. Barnett from Mulhern MRE for SVMD. Mr. Blodgett stated that he will assist.

E. Discuss Happy Canyon Trail Erosion Under Chambers Road Bridge

1. Discuss Approval of Agreement with AUI for Sediment Removal from the Channel

Mr. Burrows reported that he is obtaining an agreement from AUI.

RECORD OF PROCEEDINGS

F. Discuss Water and Wastewater SFE Schedule Update

1. Self Storage Parcel – 1 SFE
2. Nick's Investments – 2 SFE
3. E470 Public Highway Authority – not in the District

Mr. Vickers discussed the above projects and provided updates on the SFEs. Mr. Burrows will update the SFE chart.

G. Consider Approval of Reimbursement to Lennar Homes for Tract G in the amount of \$33,692

After discussion, upon a motion duly made by Director List, seconded by Director Vickers, and upon vote, unanimously carried, the Board approved the reimbursement to Lennar Homes for Tract G in the amount of \$33,692 subject to Mr. Burrows reviewing and certifying the cost.

H. Other

None.

XI. Landscape Maintenance/Construction Report

A. Maintenance Updates and Proposals

Mr. Strauss provided an update to the Board regarding landscape maintenance. The Board discussed the winter watering and tree wrapping with Mr. Strauss. After discussion, upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board approved the winter watering in the amount of \$2,500 and tree wrapping to be performed by Atira Golf Landscaping, Inc subject to Mr. Blodgett reviewing and signing proposal.

B. Tree Care

The Board decided not to use RMTC in 2017. AGL will perform the services.

C. Discuss Status of Landscape Damage Bill to ECS - \$26,048

Mr. Blodgett reported that this bill has not been paid after several follow ups. The Board asked that Mr. Kron send a demand letter to ECS for additional damages.

D. Approval of 2017 Landscape Maintenance Agreement with Atira Golf and Landscaping LLC.

After discussion, upon a motion duly made by Director Vickers, seconded

RECORD OF PROCEEDINGS

by Director List, and upon vote, unanimously carried, the Board approved the 2017 Landscape Maintenance Agreement with Atira Golf and Landscaping LLC subject to having the same terms as the 2016 Landscape Maintenance Agreement.

XII. Financial Items

- A. Review and Approve September 30, 2016 Financial Statements and Cash Position Report Updated as of October 31, 2016.

Ms. Soendker reviewed the September 30, 2016 Financial Statements with the Board. Upon a motion duly made by Director List, seconded by Director Vickers, and upon vote, unanimously carried, the Board accepted the Financial Statements and Cash Position Report.

Upon a motion duly made by Director List, seconded by Director Vickers, and upon vote, unanimously carried, the Board approved to reimburse CLC \$29,000 in 2016.

- B. Discuss Capital Project Fund Budget and Future Priorities

Director Vickers noted that the Filing 7 detention pond, sanitary sewer and the AFW detention pond are 2017 priorities.

- C. Status of Offset Agreement Between CBCMD and Compare Properties LLC

Director Vickers, Ms. Newsome and Ms. Soendker will have a conference call to resolve.

- D. Discuss Status of Bond Refinancing

Director Vickers reported that the goal is to complete in Spring/Summer of 2017.

- E. Other

None.

XIII. Manager's Items

- A. Conduct Public Hearing to Consider Amending the 2016 Budget; Consider Adoption of Resolution to Amend 2016 Budget

Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board opened the public hearing at 1:18 p.m. There were no public comments.

RECORD OF PROCEEDINGS

Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board closed the public hearing at 1:19 p.m.

Ms. Soendker reported the General Fund budget needed to be amended to accommodate expenditures. Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board approved the resolution amending the 2016 budget.

B. Conduct Public Hearing to Consider Adoption of 2017 Budget, Appropriate Expenditures and Set Mill Levy; Consider Adoption of Resolution to Adopt 2017 Budget, Appropriate Expenditures and Set Mill Levy

Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board opened the public hearing at 1:20 p.m. There was no public comments.

Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board closed the public hearing at 1:21 p.m.

Ms. Soendker reviewed the 2017 budget with the Board. After review, Upon a motion duly made by Director Vickers, seconded by Director List, and upon vote, unanimously carried, the Board approved the resolution adopting the 2017 budget, appropriate expenditures and set a mill levy of 42.201 for collection in 2017. The Board reduced the water right sales from \$287,000 to \$200,000 in 2017.

It was noted that the SVMD "true up" payment will be paid from the CPF water and sewer operating fees.

C. Website Update

Mr. Blodgett reported the website is up to date.

D. Other

None.

XIV. Attorney's Items

A. Assignment of 204 Water and Wastewater Service SFEs

Upon a motion duly made by Director List, seconded by Director Vickers, and upon vote, unanimously carried, the Board approved the Assignment of Water and Wastewater Service SFEs to the Belford South MD subject to final legal review.

RECORD OF PROCEEDINGS

XV. Director's Items

A. Discuss Status of Amendment to ACWWA Service Agreement

Deferred.

B. Development Update

1. Discuss Future Growth

Director Vickers reviewed several potential developments with the Board.

C. Confirm Quarterly Meetings: 4th Tuesday of February, May, August, and November, 2017 at 12:15pm at CliftonLarsonAllen, LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO

The Board confirmed the 2017 schedule.

XVI. Other Items

A. Confirm Quorum for February 28, 2017 Regular Meeting

A quorum was confirmed for the February 28, 2017 regular meeting at 12:15 p.m. at CLA, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO 80111.

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 2:00 p.m.

Respectfully submitted,


Secretary for the Meeting