

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
COMPARK BUSINESS CAMPUS METROPOLITAN DISTRICT
HELD
May 29, 2013**

A special meeting of the Board of Directors of the Compark Business Campus Metropolitan District was held on Wednesday, May 29, 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, Mathew Mendisco and Janece Soendker;
CliftonLarsonAllen LLP
Rick Kron; Spencer Fane & Grimshaw, LLP

Call to Order

President Vickers called the meeting to order at 12:15 p.m.

Disclosures of
Potential Conflicts
Of Interest

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

Discuss Board
Vacancy

No Report.

CONSENT
AGENDA

Director Vickers inquired about the process for approving progress payments to ESCO Construction between Board meetings. Mr. Blodgett clarified the process. Director Vickers concurred.

Upon a motion by Director Vickers, seconded by Director List, the Board approved the Consent Agenda as listed.

IV. Review and Approve February 26, 2013 Regular Meeting Minutes

V. Financial Items

A. Approve April Claims Totaling \$61,086.47

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B. Ratify February and March Claims Totaling \$72,183.18

C. Ratify March 31, 2013 Continuing Disclosure Report

VI. Manager's Items

A. Accept SVMD Board Meeting Information

B. Ratify Revised 2013 Tap Fee Schedule Effective March 20, 2013

C. Information Items and Referrals

VII. Attorney's Items

None.

DISCUSSION AGENDA

VIII. Construction Items

A. Status of District Work Related to Opus Project

Director Vickers reported Mr. Burrows is out of town and could not attend. He indicated he recently reviewed the site and the work with Opus and the District. The work is proceeding on schedule. The infrastructure work should be completed by the end of June.

B. Ratify Change Order No. 2 to the Contract with ESCO Construction Co. for Redesign of CIP MH Bases – \$4,800

Mr. Blodgett reported there are actually 11 change orders recommended for approval by Mr. Burrows and Mr. Michalek, totaling \$18,475.37.

Upon a motion by Director Vickers, seconded by Director List, the Board ratified approval of Change Orders 2 through 11 to the contract with ESCO Construction for the District infrastructure work.

C. Schedule

Director Vickers reported the project should be completed by the end of June.

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Director Vickers will speak with Atira to determine if they have the ability to maintain the 2 new detention ponds the District will be responsible for.

Mr. Blodgett will contact Mr. Chambers at Stonegate Village Metropolitan District and ask if the private fire hydrants adjacent to the Opus site can be maintained by Stonegate with the District reimbursing Stonegate Village for the cost.

IX. Financial Matters

A. Discussion and Possible Action on 2012 Audit

Ms. Soendker reviewed the audit with the Board.

After discussion, upon a motion by Director Vickers, seconded by Director List, the Board approved the 2012 Audit and authorized Ms. Soendker to file with the Division of Local Government.

B. Review and Approve March 31, 2013 Financial Statements and May 29, 2013 Cash Position

Ms. Soendker reviewed with the Board.

After discussion, upon a motion by Director Vickers, seconded by Director List, the Board approved the March 31, 2013 Financial Statements and May 29, 2013 Cash Position.

X. Landscape Maintenance/Construction Report

A. Status of E-470/Chambers Interchange Landscaping/Signage Design

Director Vickers reported this information will be provided at the August meeting. No action was taken.

B. Landscape Maintenance Update

Director Vickers reported he has reviewed these work orders.

1. Strauss Building Services Work Orders

a. Weed Control - \$14,940.00

Director Vickers has authorized the weed control to proceed. The District will be billed for those tracts which are District owned tracts.

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- b. Instillation of River Rock and Weed Mitigation - \$33,800.00
- c. Replacement of 70 feet of Sidewalk Along Compark Blvd - \$2,800.00
- d. Re-Bark Around all Trees - \$3,500.00

Director Vickers reported these projects are all probably important for the District to complete to improve the appearance of its public improvements, safety and reduce long term maintenance. He will meet with Mr. Mendisco in the field and review these. He recommended the Board approve the amounts as not to exceed subject to review by himself and Mr. Mendisco and Atira and ratify at the August meeting. The Board concurred.

After discussion, upon a motion by Director Vickers, seconded by Director List, the Board approved the preceding motion.

C. Happy Canyon Creek Trail Realignment Request

No action.

E. Agreement with Canyon Creek HOA/DR Horton

The Board reviewed the 2004 agreement. No action was taken.

XI. Manager's Items

A. Status of SVMD WWTP Work

Per the joint meeting between SVMD and the District, Compark is awaiting a proposal for revenue bonds from Stonegate. Mr. Blodgett will confirm this with Mr. Chambers.

B. Status of SVMD WISE Agreement

No report.

C. Website Update

No report.

D. Other

None.

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XIII. Attorney's Items

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

No action required.

- B. Discussion and Possible Action Concerning the Annexation and Agreements with the Town of Parker

Mr. Kron reported the annexation of the Lennar tract has been completed with the city.

The Board reviewed Exhibit J indicating the responsibilities of the Compark Metropolitan District for future public improvement maintenance.

After discussion, upon a motion by Director Vickers, seconded by Director List, the Board ratified the agreement for annexation between the property owner and the town and the public improvements to be maintained by the District, subject to verification of the accuracy of Exhibit J by Director Vickers and Mr. Kron.

- C. Consider Approval of First Amendment to IGA with Town of Parker Providing for the District to Construct Entryway Monumentation at E-470 and Chambers Road and PA-11 Detention Pond and Maintenance and Access Trails

After discussion, upon a motion by Director Vickers, seconded by Director List, the Board approved the First Amendment.

- D. Approve Tap Purchase Agreement with Lennar Homes, Subject to Closing

Mr. Kron reported this provides for selling 47 taps (from an approved amount of 85) from the District to Lennar Homes, subject to closing. Stonegate has approved an allocation of 85 taps for this project. The remaining taps will be utilized for an adjacent tract which Lennar may purchase in the future.

Director Vickers reported the closing is planned by the end of June to Lennar Homes.

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After discussion, upon a motion by Director List, seconded by Director Vickers, the Board approved the Tap Purchase Agreement with Lennar Homes subject to amending the language that provided the closing was on or before June 1, 2013.

E. Lennar Homes Potential PIA Regarding Ownership and Maintenance of Public Improvements

Mr. Kron reported the District may be taking responsibility for a detention pond and trails in conjunction with the Lennar plat approval with the Town of Parker. Mr. Kron stated he was not sure if the trails will be owned by the District or the HOA.

Director Vickers indicated he would review this agreement more closely in the next few weeks.

After discussion, upon a motion by Director Vickers, seconded by Director List, the Board authorized the District to accept ownership and maintenance of the detention pond and trails, if required as a result of Lennar's Plat Agreement with the Town of Parker. The Board will ratify the final public improvement agreement at the August meeting.

Mr. Kron reported the Public Improvement Agreement may be between Compark Land Company and the District, since Lennar does not actually own the land yet.

F. Discussion and Possible Action on PIA with Compark Land Company for Construction of Sidewalk on North Side of Canyon Rim Circle

After discussion, upon a motion by Director Vickers, seconded by Director List, the Board approved, subject to ratification at the August meeting if the terms of this PIA change.

G. Discussion and Possible Action Concerning Entry Monument Signs at E470/Chambers Road and E-470 PHA License Agreement.

Tabled to the August meeting.

H. Discussion Regarding Western Waterline License

Mr. Kron reported he has not received any additional feedback from East Cherry Creek Valley Water and Sanitation District. They had previously reported the legal descriptions do not connect at Chambers. He also noted

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that ECCV does not have a formal easement over the American Furniture Warehouse property yet. Action was tabled to the August meeting.

I. Legislative Update

Mr. Kron reported House Bill 1313 provides comprehensive changes to the election bill. Same day voter registration will be allowed in the future.

Governmental immunity limits were changed from \$150,000 per person and \$600,000 per occurrence to \$350,000 per person and \$990,000 per occurrence. The District's insurance costs are likely to increase.

The legislature approved a bill requiring water and sanitation districts to provide notice of the meetings in which these fees will be increased. This bill takes effect August 7.

Mr. Kron summarized other legislative changes as well.

J. Other

None.

IV. Director's Items

A. Development Update

Director Vickers reported there is a proposed 80,000 square foot building adjacent to the current Opus building that he is currently discussing with a possible user.

B. Other

Mr. Kron recommended that the Compark Land Company submit the petition for exclusion of the future Lennar Homes second tract of land from the District. Director Vickers will attempt to provide this petition prior to the august Board meeting.

XIV. Other Items

A. Confirm Quorum for August 27, 2013 Meeting

A quorum was confirmed for the August 27, 2013 meeting.

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XV. Adjournment

Upon a motion by Director Vickers, seconded by Director List, this meeting was adjourned at 1:40 p.m.

Respectfully submitted,



Secretary for the Meeting