

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
PARK MEADOWS METROPOLITAN DISTRICT
OCTOBER 27, 2014

A regular meeting of the Board of Directors of the Park Meadows Metropolitan District was held on Monday, October 27, 2014 at 5:00 p.m., at the Lone Tree Civic Center, 8527 Lone Tree Parkway, Lone Tree, Colorado 80124.

Attendance: In attendance were Directors:

John Herbolich
Roger Pearson
Greg Kelly
Tom Haning
Sharon Van Ramshorst

Also in attendance were:

Bob Blodgett, Stephany Juneau and Christine Harwell; CliftonLarsonAllen LLP
Tamara Seaver; Icenogle Seaver Pogue, P.C.
Shamus Pahl, Devin Listerman and Scott Stoddard; The Brickman Group
Taylor Goertz and John Cotten; TST, Inc., of Denver
Kim Monson; Lone Tree City Council
Fred Hammer; 9684 Brook Hill Court
Steve Parry; Enclave HOA

Call to Order Director Herbolich called the meeting to order at 5:00 p.m.

Declaration of Quorum/Director Qualifications/
Disclosure Matters A quorum was declared present, all Directors are qualified, and there are no disclosure matters.

Approval of Agenda Upon a motion duly made by Director Pearson, seconded by Director Van Ramshorst, and upon vote unanimously carried, the Board approved the agenda as submitted.

Public Comments A resident noted from the September 22, 2014 board meeting minutes that the Board decided to use its website as the primary vehicle of communication with residents and property owners. He recommended the Board publish an article in the Timberlines to inform residents and property owners about the activities in the District. The Board noted that the City of Lone Tree previously informed

the District that the Timberlines publication is sent to the entire City and there are so many districts within the City limits, it is not possible to allow each district to provide separate information in each publication. He noted the Douglas County Library District and South Suburban Park and Recreation District had separate pages in the most recent edition. Ms. Seaver responded that the South Suburban Park and Recreation District is conducting a November property tax increase election and the Douglas County Library District is constructing a new library in the Lone Tree area. These projects may have contributed to this information being included in the most recent Timberlines.

Director Pearson stated he was interested in the District occasionally publishing small articles in the Timberlines if appropriate.

CONSENT
AGENDA

Director VanRamshorst raised with the Board of Directors her objection to approving the July 28, 2014 regular meeting minutes with the consent calendar.

Therefore, upon a motion duly made by Director Herbolich, seconded by Director Kelly, and upon vote unanimously carried, the Board approved the Consent Agenda excluding the July 28, 2014 regular Board meeting minutes.

JULY 28, 2014
MEETING
MINUTES

Director Van Ramshorst reviewed information she obtained from Mr. Griffith's office regarding the Highlands Ranch Metropolitan District's lack of participation in projects along C-470. She recommended her information be included in the meeting minutes.

Upon a motion duly made by Director Herbolich, seconded by Director Pearson, and upon vote unanimously carried, the Board approved the July 28, 2014 regular meeting minutes, subject to Director Van Ramshorst's clarification of the July 28, 2014 minutes flowing from her conversations with Mr. Griffith and his staff as follows: which was as follows:

"I was asked by the Board to follow up with Art Griffith and clarify his statement at the July 28, 2014 meeting concerning the bike path improvements along C-470 through Highlands Ranch. I finally called Shawn since I was unable to get Art to return my phone calls. Shawn confirmed my understanding that Highlands Ranch Metro District has not participated financially in any of the improvements along C-470. He reported that they (Highlands Ranch Metropolitan District) do not consider C-470 as a part of Highlands Ranch although their boundary runs to County Line Road. Art did call me back after I spoke with Shawn. He confirmed Shawn's statements, and

added that although he stated Highlands Ranch doesn't participate on anything outside their boundaries, they have, on one or two rare occasions, participated in improvements along the Highline Canal with SSPRD and possibly the City of Littleton. Many Highlands Ranch Metropolitan District residents use that particular trail so I suspect they felt it was justified."

V. Review and Approve Minutes of the September 22, 2014 and July 28, 2014 Regular Meetings

VI. Information Items

A. Ratify Work Order with Brickman for Removal of Two Dead Trees - \$1,590

B. Ratify Work Order with Brickman for Turf Removal and Creation of Cobble Beds in Lincoln Corridor - \$7,592

C. Accept October 10th Plant Sizing and Pricing Information from Brickman

The Board approved the consent agenda as submitted.

DISCUSSION
AGENDA

VII. Denver Water Usage Report:

No discussion.

VIII. Landscape Maintenance/Construction Items:

A. Accept October Landscape Maintenance Report

Mr. Pahl reviewed the October landscape maintenance report with the Board. After discussion, the Board accepted the report.

B. Work Orders:

1. Removal of Dead Trees in Medians - \$2,040

Upon a motion duly made by Director Kelly, seconded by Director Haning, and upon vote unanimously carried, the Board approved the work order for removal of dead trees in the medians in the amount of \$2,040.

2. Replace Spruce with Scotch Pines - \$5,190

Mr. Listerman reported Brickman was providing this information so the Board would know the cost of replacing the six dead trees in 2015 that are being removed in Item 1 above. The Board thanked Brickman for this information. They deferred action on the work order until spring of 2015.

3. Review List of Denied/Tabled Work Orders for 2015 Budget Discussion

Mr. Listerman reviewed with the Board. After discussion, the Board accepted the list.

4. Review Updated Valerian Work Order – Schematic Design, Construction Documents and Construction Administration Services for the County Line Road Medians from I-25 to Quebec

Mr. Blodgett reported Valerian has provided a contract to update the plans prepared in 2008 by Frank Miltenberger for design and construction of landscape medians in County Line Road from I-25 to Quebec.

Director Pearson encouraged the Board to consider the ramifications of continuing to construct landscaped medians due to the future maintenance costs related to added landscaped medians. He expressed concern that higher maintenance costs would, in the future, have the potential to preclude District participation in capital projects.

Director Kelly recommended that future landscape maintenance construction projects approved by the Board include an annual cost estimate for the future maintenance. The Board concurred.

After further discussion, the Board asked Mr. Blodgett and Ms. Harwell to prepare a report on the future landscape maintenance construction projects, the estimated annual maintenance costs and the impacts on the District's future budgets. Ms. Harwell agreed to complete this report in January 2015 after the final 2015 budget is approved and the final 2014 assessed valuation is received from Douglas County. She indicated she can update the previous financial forecasts prepared for the District.

The Board asked Mr. Blodgett to send them the 2008 report prepared by Mr. Miltenberger.

After further discussion, upon a motion duly made by Director Kelly, seconded by Director Van Ramshorst, and upon vote unanimously carried, the Board approved the Valerian contract for schematic design only in the amount of \$6,780. The construction documents and construction administration services were deferred. Mr. Blodgett noted the County Line Road medians are currently in the 5 year Capital Improvement Plan in years 2017-2018. Directors Kelly and Herbolich noted the County Line Road study must be completed prior to pursuing any work on the medians in County Line Road.

Ms. Harwell agreed to include any additional assessed value and other revenue that the District might realize in future years in her updated forecast.

C. Other

Director Herbolich noted there is damage to the first median in Fairview north of Lincoln. He asked Brickman to provide a work order for repairing this median. Brickman agreed to provide the requested work order.

IX. Construction Project Items

A. Lone Tree/PMMD Joint Cooperative Projects – John Cotten

1. Under Construction

a. C470/Yosemite Interchange (North Side)
Landscaping – October Acceptance

Mr. Goertz reported that final acceptance was anticipated to be granted in October. Brickman reported they have already performed one maintenance job on the work. The Board asked Mr. Goertz to review the seeding that has been done at the site to ensure this is done well. Has all of the hydro mulching been completed? Director Kelly asked again that the dead tree be replaced prior to the one year warranty period beginning. Mr. Goertz will discuss with Ms. Stickler. There will be a final walk through with Technology Associates, Ms. Stickler and Brickman in the near future.

Director Pearson recommended that tall grasses be planted on the west side of Yosemite between the westbound on ramp and C-470 to add some additional color and depth to the landscape project. Mr. Cotten recommended that this be done in the spring by the District's landscape contractor as it would be more cost effective than asking the construction contractor to re-mobilize. The Board concurred with the exception of Director Pearson who preferred that the work begin now.

Upon a motion duly made by Director Van Ramshorst, seconded by Director Haning, the Board asked that the work order from the District's landscape maintenance contractor for the additional tall grasses be presented in the spring of 2015. The motion passed 4 to 1, with Director Pearson voting against the motion.

- b. Park Meadows Drive Landscaped Median (Acres Green to Quebec) - October Acceptance

Mr. Goertz reported this project is anticipated to be finally accepted in October. Brickman has also performed one maintenance job on this median.

2. Under Design

None

- B. Status of County Line Road Report by URS (Yosemite to Inverness Drive)

Mr. Cotten indicated this study should begin soon. He will confirm with Mr. Griffith.

- C. Status of Partners Funding the Proposed Lincoln Pedestrian Bridge and Construction Star Year

Mr. Cotten reported he is speaking with the Heritage Hills Metropolitan District, South Suburban Park and Recreation District, Rampart Range Metropolitan District and Douglas County regarding participation in this project. The City has released a concept design RFP which should be back within the next month. The contract should be let in December or January.

D. Accept 2014-2018 Capital Improvement Project Plan

Mr. Blodgett reviewed the 2015 plan with the Board. He noted the variances from the City of Lone Tree's recommended work in 2015. After discussion, the Board accepted the report.

E. Other

Director Herbolich asked that the City review the future bus stop on the south side of Lincoln regarding the best location for the bus stop and a bench. Mr. Cotten indicated a bench would be added to the bus stop on the north side of Lincoln across the street.

X. Financial Items

A. Accept September 30, 2014 Financial Statements

Ms. Harwell reviewed with the Board. After discussion, upon a motion duly made by Director Kelly, seconded by Director Pearson, and upon vote unanimously carried, the Board accepted the September 30, 2014 Financial Statements.

B. Accept October 24, 2014 Cash Position Report

Ms. Harwell reviewed with the Board. After discussion, upon a motion duly made by Director Kelly, seconded by Director Pearson, and upon vote unanimously carried, the Board accepted the October 24, 2014 Cash Position Report.

C. Discuss 2015 Draft Budget

Ms. Harwell reported she met with Directors Pearson and Van Ramshorst to review the 2015 draft budget line by line. She noted the assessed value decline from 2013 and she indicated some minor changes had been made to the budget at the direction of the budget committee of Directors Pearson and Van Ramshorst.

1. Report from Budget Committee

Directors Pearson and Van Ramshorst concurred with Ms. Harwell's comments.

Director Pearson asked if additional tuck point work could be accomplished in 2015 beyond the present \$250,000 budget? Mr. Blodgett noted the other priority projects that are scheduled at the request of the City of Lone Tree in 2015. If there are savings

from some of these projects additional tuck point work could be done. The Board asked that the tuck point contract be scheduled at the January 2015 Board meeting so that work can begin early in the year on the medians.

D. Approval of September Claims Totaling \$136,276.15

Mr. Blodgett reviewed with the Board. He noted the claims total \$135,814.40 plus Director's fees of \$461.75 for total claims of \$136,276.15. Upon a motion duly made by Director Herbolich, seconded by Director Pearson, and upon vote unanimously carried, the Board approved the September claims totaling \$136,276.15.

XI. Manager's Items

A. Referrals

None.

B. Other

None.

XII. Attorney's Items

A. Status of HOA landscape Maintenance Services Agreements

Ms. Seaver reported that four HOAs signed easement agreements with the District (Carriage Club Homeowner's Association, Inc., Fairways at Lone Tree Homeowner's Association, Inc., Lone Tree Terrace Homeowner's Association, Inc. and Terra Ridge Homeowner's Association, Inc.) and she recommended the District sign those agreements and record them. She further reported that other HOAs appeared to misunderstand their relationship with the District and the lack of District obligations beyond the existing license agreements. Given that, and given new information related to real property ownership which was discovered by Mr. Goertz, Ms. Seaver recommended leaving all other license agreements in place and abandoning the effort to convert the licenses to easements.

Ms. Seaver also offered to write off \$5,000 of legal expenses incurred due to the unanticipated additional work related to the lack of updated property ownership information.

After discussion, the Board decided to accept Ms. Seaver's offer, noting she had done nothing wrong but appreciating her sensitivity to the issue, with the modification that she write off no more than \$2,500.

Ms. Van Ramshorst reported that at the September 25th HOA Summit the HOA/PMMD water issue was raised. Mayor Gunning spoke in detail to this issue stating that City staff would look into this issue, check to see how other municipalities handle similar situations as well as looking at the long term implications. He indicated this will take time to gather the information and alluded to the fact that those present might not receive the answer they are hoping for. He did say this is a City problem, not Park Meadows Metropolitan District's and the City will arrive at a decision as to how it will be resolved.

B. Other

None.

XIII. Director's Items

A. Discuss 2015 Landscape Maintenance Services Contract - New RFP Schedule

Ms. Seaver reviewed the new schedule for the RFP's. Questions are due to Mr. Blodgett's office by November 3rd. Responses are due November 4th. New proposals are due by Friday, November 7th at 4:00 p.m.

After discussion, the Board decided that only the landscape maintenance committee consisting of Directors Kelly and Haning will receive the proposals. Directors Kelly and Haning asked that Ms. Seaver's office and Ms. Harwell review the financial information without sending it to their committee, Ms. Harwell for detailed compliance matters and Ms. Seaver's office for RFP general compliance. Directors Kelly and Haning requested they only receive a report from legal and accounting that the financial information is either acceptable or not acceptable per the RFP. Directors Kelly and Haning agreed to review the other portions of the proposals and to provide a recommendation to the full Board prior to the November 24th Board meeting.

B. Discuss Director Fee Pay Schedule

Director Pearson recommended that the Board consider quarterly payments to reduce the cost of processing checks monthly. After

discussion, the Board decided to leave the Director's fee pay schedule on the current monthly basis at each Board meeting.

C. Discuss October 9th Park Meadows Traffic Meeting Minutes

Director Kelly reviewed the results of the recent traffic meeting with Douglas County, the City of Lone Tree, the District and the Park Meadows Mall's consultant. After discussion, the group realized that the County Line Road study will answer many of the questions and concerns of the Mall. The Mall's concerns are principally related to County Line Road access issues into the Mall and arterial circulation.

E. Other

Director Herbolich reported that he sent a letter to Mayor Gunning indicating the District decided to leave it's service plan jurisdiction with Douglas County. He has not yet received a response from Mayor Gunning.

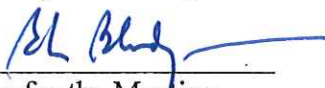
XIV. Other Items

The Board confirmed the 2015 budget public hearing for the November 24th regular meeting at 5:00 p.m. at the Lone Tree Civic Center.

XV. Adjournment

Upon a motion duly made by Director Pearson, seconded by Director Herbolich, and upon vote unanimously carried, the Board adjourned the meeting at 7:20 p.m.

Respectfully submitted,



Secretary for the Meeting

Next Scheduled Meeting: The Next Meeting is a Regular Meeting/Budget Public Hearing scheduled for November 24, 2014, at 5:00 p.m. at the Lone Tree Civic Center, 8527 Lone Tree Parkway, Lone Tree, Colorado