

RECORD OF PROCEEDINGS

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**MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS  
OF THE  
ASPEN PARK METROPOLITAN DISTRICT  
HELD  
AUGUST 18, 2009**

A regular meeting of the Board of Directors of the Aspen Park Metropolitan District was held on Tuesday, August 18, 2009 at 12:00 p.m. noon at R.S. Wells LLC, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO.

Attendance: In attendance were Directors:

William R. Frogge  
Bill Wilson  
Bill Bates  
Dennis Shirilla  
William Mark

Also in attendance were:

Bob Blodgett; R.S. Wells, LLC  
Clint Waldron; White, Bear & Ankele Professional Corporation  
Bill Goetz; TST Infrastructure  
Gigi Pangindian; Clifton Gunderson LLP  
Adam Tschida, Kleinfelder  
Al Allred; Aspen Park Investors  
Christie Montague; Dunton Commercial Real Estate  
Sam Sours; Farnsworth Group  
Rick Fendel; Petrock & Fendel, PC

Call to Order Director Frogge called the meeting to order at 12:10 p.m.

Potential Conflicts  
Of Interest

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest of the Board of Directors to the Secretary of State. Mr. Waldron noted that forms disclosing potential conflicts of interest had been filed in accordance with law. The Board Members were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, whereupon disclosure of any such matters was made. The Board noted, for the record, that these disclosures are restated at this time with the intent of fully complying with laws pertaining to potential conflicts.

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Review/Approve  
Minutes

Upon a motion duly made and seconded, the Board approved the July 17, 2009 regular Board meeting minutes as amended.

API Updates

**DISCUSSION:**

A. Exfiltration Gallery No. 2

Mr. Tschida reported that the storm drainage underground technical experts in the Kleinfelder firm are reviewing all of the data on Exfiltration Gallery #2 to determine the next steps of action. Mr. Allred confirmed API has asked that Kleinfelder do so before providing recommendations to the District. Director Mark asked that API begin to immediately construct another test well between the gallery and the wastewater plant. Mr. Tschida reported that he should have the data from the Kleinfelder experts within the next week and then will provide a recommendation to the District.

Mr. Goetz reported the area within the wastewater facility has dried out and the hill is just about dry. It has been difficult to determine the source of water on the hill though with all of the rain in recent weeks.

B. As-Built/Underdrain Acceptance

Mr. Sours reported that API has been meeting with Jefferson County regarding the requirement to video all of the underdrains. Jefferson County has accepted their request to remove the requirement that the underdrains be videoed. API is requesting to the County that the requirement be amended to provide for annual jetting and flushing instead.

Mr. Goetz reported approximately 20% of the lines remain unjetted. However, Mr. Tschida reported that it may be possible to reduce this number from 20% to 3% or 4%.

Mr. Waldron reported that the first step is for API to amend the requirement with Jefferson County, then API will ask the District to accept the lines with the amended requirement. The Board asked that API do everything possible to eliminate the number of lines in areas that cannot be jetted and flushed within the District.

Upon a motion duly made and seconded, the Board authorized President Frogge or Mr. Blodgett to sign a letter along with API to Jefferson County requesting that the video requirement be amended to jetting and flushing of the lines instead.

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C. Leasing Status

Mr. Allred reported there are some leads regarding futures leases; however, at this point, no additional leases have been executed.

**ACTION:**

None.

Engineering /  
Construction Items

**DISCUSSION:**

A. Exfiltration Gallery No. 2 – Testing and Acceptance Status

Previously discussed.

B. Underdrain Cleaning/Videoing/Acceptance - Status

Previously discussed.

C. Easements for Well Site Access from Jefferson County

No report.

D. Water Usage Tracking Reports

No report.

E. July 2009 Exfiltration Gallery Monitoring Report

No report.

F. BCWA Meeting Items

No report.

G. Bank of the West Sanitary Sewer Connection

Mr. Goetz reported Bank of the West is still pursuing the sanitary sewer line connection. They have not yet returned to the District with a request to construct the line. Mr. Goetz noted the line is approximately 20' deep and that the depth may pose an issue to the bank.

H. Website Update

Mr. Goetz reported the draft website has been posted. Mr. Blodgett reported he has not yet had a chance to review it. Deferred to the September Board meeting.

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**ACTION:**

- I. Approve Work Orders/Projects

None.

Financial Items

**DISCUSSION:**

- A. Review July 31, 2009 Cash Position

Ms. Pangindian reviewed the July 31, 2009 cash position with the Board.

- B. Review July 31, 2009 PIF YTD Collection Report

Ms. Pangindian reviewed the PIF YTD collection report with the Board. Overall collections are up approximately 6% from July 2008 to July 2009.

- C. King Soopers PIF Audit

Mr. Waldron reviewed a memorandum from White, Bear & Ankele in 2006 regarding King Soopers PIF collections on pharmacy sales. King Soopers has chosen not to charge its customers a PIF on pharmacy prescriptions; however, King Soopers is paying the District the PIF rate on these prescription sales.

- D. Arbitrage Rebate Calculations

Ms. Pangindian reported that the District currently does not have an arbitrage issue since it is earning a significantly lower interest rate than the interest rate it is paying on its bonds.

**ACTION:**

- E. Accept Financial Reports

Upon a motion duly made and seconded, the Board accepted the cash position report.

- F. Consider Approval of July Claims

Upon a motion duly made and seconded, the Board approved the July claims dated August 18, 2009 represented by checks 1974 through 1992 totaling \$31,965.86.

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Manager's  
Items

**DISCUSSION:**

A. 2010 Budget Process

Mr. Blodgett reported the January 1, 2009 preliminary assessed value for collection in 2009 will be received by the District on August 25, 2009. He will provide this to the Board when received. He will endeavor to prepare a draft budget for review at the September 15, 2009 Board meeting. The Board will discuss the draft budget in September and October and hold a public hearing to adopt the budget at the November Board meeting.

B. Required District Annual Disclosure Information

Mr. Waldron will prepare a list of current eligible electors within the District. The Board authorized Mr. Blodgett to draft a letter with the required statutory information to be sent to the eligible electors. This will be reviewed at the next Board meeting.

**ACTION:**

None.

Attorney's Items

**DISCUSSION:**

A. 2009 – 10 Snowplowing and Landscape Maintenance Agreement(s)

Ms. Montague reported that Dunton is recommending the retention of Weston Landscape & Design for landscaping and maintenance of snow plowing for the 2009 – 10 winter and 2010 landscape season. Mr. Waldron reported the current agreement expires December 31, 2009 but is continued into 2010 unless terminated by either party. The Board concurred in continuing the agreement with Weston Landscape & Design.

B. Amendment 54 Update

Mr. Waldron reported the District Court enjoined implementation of Amendment 54 except for Section 16.

C. District Water Court Information

Mr. Fendel reviewed the recent notice from the District Court regarding a portion of the District's water rights. There is a required 6-year review on the District's conditional water rights to determine if they can be made absolute. The review determines to what extent the District has utilized the water rights over the past six (6) years. If they have been fully

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utilized in accordance with their decree they can be declared "absolute" (which means they are permanent) by the Court. If not, they continue to be conditional.

The Hutchison Decree covers the west half of the District. Mr. Fendel anticipates a similar request from the District Court for the Meyer Decree on the east half of the District within the next few months.

Mr. Fendel reported he must file the information by October. It is possible there could be objections to the District continuing to use the water right. If so, the issue could go to trial. However, Mr. Fendel does not expect this to happen. If the case does not go to trial and there is no public hearing required, legal expenditures could be less than \$5,000. If there is a trial and additional work required, expenditures could range up to \$20,000 – 30,000.

Mr. Fendel will keep the Board updated.

Upon a motion duly made and seconded, the Board authorized Mr. Fendel to file the necessary information with the District Water Court to maintain the use of the District's water rights for the western and eastern decrees.

**ACTION:**

None.

Director's Items

None.

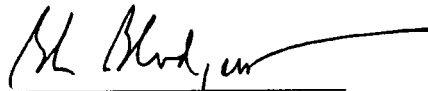
Other Business

None.

Adjournment

Upon a motion duly made and seconded, the meeting adjourned at 2:05 p.m.

Respectfully submitted,

  
Secretary for the Meeting