

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING  
OF THE BOARD OF DIRECTORS  
OF THE  
ASPEN PARK METROPOLITAN DISTRICT  
HELD  
JUNE 15, 2010**

A regular meeting of the Board of Directors of the Aspen Park Metropolitan District was held on Tuesday, June 15, 2010 at 12:00 p.m. at R.S. Wells LLC, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO.

Attendance: In attendance were Directors:

William R. Frogge  
Bill Bates  
William Mark  
Dennis Shirilla  
Sam Sours

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  
Al Allred; API/Hunt Properties

Call to Order Director Frogge called the meeting to order at 12:00 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.

Review/Approve  
Minutes

Upon a motion duly made and seconded, the Board approved the April 20, 2010 regular Board meeting minutes as submitted with changes recommended by Mr. Waldron.

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### Discuss Board Vacancy

#### A. Consider Appointment of Sam Sours

Upon a motion duly made and seconded, the Board appointed Mr. Sours to the Board vacancy.

#### B. Oath of Office

President Frogge administered the oath of office to Mr. Sours and he took his seat.

### Election of Officers

Upon a motion duly made and seconded, the Board approved the current slate of officers with Director Sours serving as Assistant Secretary/Treasurer. Ms. Pangindian will get required information to Director Sours from the bank so he may sign checks in the future. Director Shirilla also needs this information.

### API Updates

#### **DISCUSSION:**

#### A. Drilling of Test Well

Director Sours reported the permit has been submitted to EPA. It is hoped it will be approved in the next few weeks so drilling can start by mid July.

Mr. Goetz reviewed TST's questions concern the casing of the well. TST recommends that it be deeper into the ground so as to prevent lateral flows from Exfiltration Gallery #2. TST also recommends that the duration of the testing be longer than 72 hours.

#### B. Exfiltration Gallery #2 – Kleinfelder Report Results

Results not available.

#### C. Leasing Status

Mr. Allred reported that API is still in discussion with Murdock's (Big R) regarding Retail 7A.

#### **ACTION:**

None.

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Engineering /  
Construction Items

### DISCUSSION:

#### A. Operation of Exfiltration Gallery #1 and #2 - Status

Mr. Goetz distributed information regarding operation of Exfiltration Gallery #2. It continues to cause difficulties with leaks into the water plant and out of the bank adjacent to the 285 frontage road. He reported that should Exfiltration Gallery #1 not be able to handle all of the effluent capacity, the District will be trucking effluent at approximately 6,000 gallons per truck for \$400 a haul.

Mr. Waldron reported the District's indemnification agreement with API requires API to pay for these costs if necessary. The agreement also requires the District to give API notice before this occurs. The District will provide the required notice to API.

Mr. Goetz reported the District can use the aeration basin which holds approximately 30,000 gallons for storage of excess effluent during peak periods.

After discussion, upon a motion duly made and seconded, the Board voted to stop using Exfiltration Gallery #2 immediately.

Mr. Goetz also stated that if the test well should be successful, it is possible the District's water rights decree may have to be amended. It is also not clear whether the District's Service Plan would need to be amended to provide for this effluent discharge through a test well rather than Exfiltration Gallery #1.

#### B. Water Usage Tracking Reports

No report.

#### C. May 2010 Exfiltration Gallery Monitoring Report

No discussion.

#### D. BCWA Meeting Items

No discussion.

#### E. Bank of the West Sanitary Sewer Connection

No discussion.

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F. Maintenance Issues

No discussion.

G. Update on Well and Underdrain Improvement Projects

No discussion.

H. Water and Wastewater System Recommendations

Mr. Goetz distributed recommendations (see attached) for the water and wastewater system. The Board approved the wastewater system recommendations. The Board approved the water system recommendations other than the "District Review Tenants for Will Serve."

Mr. Allred recommended that the scope of work for Treatment Technology be reviewed to ensure that they are performing their duties adequately at the plant. Mr. Goetz concurred. He will review the scope and provide recommendations.

**ACTION:**

None.

Financial Items

**DISCUSSION:**

A. Review March 31, 2010 Financial Statement

Ms. Pangindian reviewed with the Board.

B. Review June 15, 2010 Cash Position

Ms. Pangindian reviewed with the Board.

C. Review May 31, 2010 PIF YTD Collection Report

Ms. Pangindian reviewed with the Board.

**ACTION:**

D. Consider Approval of May Claims

Upon motion duly made and seconded, the Board approved the May claims dated June 15, 2010 represented by checks 2144 through 2165 totaling \$40,436.26.

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E. Approval of 2009 Audit

Upon a motion duly made and seconded, the Board approved the 2009 audit subject to Mr. Waldron's comments and the auditor's unqualified opinion.

Manager's  
Items

**DISCUSSION:**

A. Referrals

None.

**ACTION:**

None.

Attorney's Items

**DISCUSSION:**

A. Status of Recorded Well Site Access Easements from Jefferson County

Mr. Waldron reported these have been recorded.

B. Water Rights Due Diligence

No discussion.

C. Discussion of Legislative Matters – Proposition 101, Amendments 60 & 61

Mr. Waldron reviewed the impacts of Proposition 101 and Amendments 60 & 61 on the District. They are extremely negative. The Proposition and Amendments negatively impact the State, Cities, Counties and Districts at all levels.

**ACTION:**

None.

Director's Items

A. Confirm a Quorum for the July 20, 2010 Board Meeting and Consider Meeting On-Site at Aspen Park

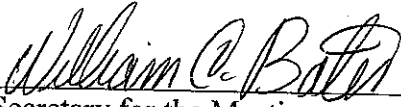
After discussion, the Board voted to call a special meeting for July 20, 2010 at 10:00 a.m. at The Villages of Aspen Park Shopping Center, 25567 Conifer Road, Conifer, Colorado, at a restaurant to be determined. Mr. Allred recommended it be at the new home cooked food restaurant, if open by then.

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Other Business      None.

Adjournment      Upon motion duly made and seconded, the Board adjourned at 2:15 p.m.

Respectfully submitted,

  
Secretary for the Meeting

