

RECORD OF PROCEEDINGS

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**MINUTES OF A SPECIAL MEETING  
OF THE BOARD OF DIRECTORS  
OF THE  
ASPEN PARK METROPOLITAN DISTRICT  
HELD  
NOVEMBER 19, 2013**

A special meeting of the Board of Directors of the Aspen Park Metropolitan District was held on Tuesday, November 19, 2013 at 12:00 p.m. noon at the offices of White Bear & Ankele, PC, 2154 East Commons Avenue, Ste. 2000, Centennial, CO.

Attendance: In attendance were Directors:

Dennis Shirilla  
Bill Bates  
Christie Montague  
Eli Martinez

Also in attendance were:

Bob Blodgett, Matt Urkoski and Gigi Pangindian;  
CliftonLarsonAllen LLP  
Clint Waldron; White, Bear & Ankele P. C.  
Mark Cleaveland and Bob Clodfelter; Treatment Technology  
Will Raatz; JVA, Inc.  
Jason Maddox; NewQuest Epic Investments  
Phillippe Martin; Martin and Wood (via telephone)  
Nancy Craig; API/Hunt Properties (via telephone)  
Martha Phillips Whitmore; Martha Phillips Whitmore, LLP  
(via telephone)

Call to Order Director Shirilla called the meeting to order at 12:10 p.m. The Board appointed Director Shirilla to act as President in the absence of Director Sours. The Board excused the absence of Director Sours.

Director  
Qualifications/  
Disclosure Matters

The Board discussed the requirements of Colorado law for Board members to disclose any potential conflicts of interest to the Board of Directors and to the Secretary of State. The Board reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting. Mr. Waldron noted that forms disclosing potential conflicts of interest had been filed in accordance with law.

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## CONSENT AGENDA

Mr. Blodgett and Mr. Waldron reviewed the Consent Agenda with the Board. After discussion, upon a motion duly made by Director Bates, seconded by Director Martinez, and upon vote unanimously carried, the Board approved the Consent Agenda as submitted. Mr. Blodgett and Mr. Waldron noted that the Transparency Notice and Public Disclosure requirements pursuant to statute would be completed by the attorney within the deadlines required.

Mr. Waldron also reported the landscape maintenance contract has expired and will be awarded in the near future.

- III. Review/Approve Minutes of the September 17, 2013 Special Meeting
- IV. Engineering/Construction Items
  - A. Approve Work Order No. 1 for Meyers Pond Storage Analysis - \$4,000
  - B. Approve Work Order No. 2 for District Boundary and Easement Mapping. - \$2,650
  - C. Accept Martin and Wood October 7, 2013 Letter Regarding Water Accounting Reports
  - D. Accept BCWA Information
- V. Operations/Maintenance Items
  - A. Accept October and September Water Usage Tracking Reports
  - B. Accept October 2013 Exfiltration Gallery Monitoring Report
  - C. Other
- VI. Financial Items
  - A. Accept September 30, 2013 Financial Statements and November 14, 2013 Cash Position Report
  - B. Ratify Approval of August and September Claims Totaling \$133,037.64
  - C. Approve October Claims \$25,928.94 and Director Fees \$461.75
  - D. Approve 2013 Audit Agreement with Haynie and Co. - \$4,100
  - E. Approve Agreement with CliftonLarsonAllen LLP for 2014 Accounting Services
  - F. Ratify Resolution Approving a Sales Tax Rate Increase from .25% to .50% Effective January 1, 2014
- VII. Manager's Items
  - A. Accept Referrals
  - B. Approve Resolution Calling May 6, 2014 Director's Election
  - C. Approve Transparency Notice Pursuant to § 32-1-809, C.R.S.
  - D. Approve District Public Disclosure Pursuant to § 32-1-104.8, C.R.S.
- VIII. Attorney's Items
  - A. Approve Renewal of Service Contracts
  - B. Ratify 2014 Agreement with Snow Pros, Inc. for Landscape/Snow Removal
  - C. Approve Updated Public Records Policy
  - D. Approve Updated White, Bear & Ankele PC Engagement Letter
  - E. Other

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**DISCUSSION AGENDA**

IX. NewQuest Epic Updates – Jason Maddox

A. Leasing Status

The Board welcomed Mr. Maddox as the representative of the new owners of the Villages at Aspen Park Shopping Center. Mr. Maddox thanked the Board for working with he and the other owners during the due diligence process. He looks forward to working with the District. He and Director Montague reported leasing activity is strong. There are several prospective tenants in the works.

B. Other Items

None.

X. Engineering Items

A. Status of Well Testing Proposal – Phil Martin

Mr. Martin reported it appears no additional wells are required for using the Meyers water rights.

B. Status of Review of Meyers Pond – Will Raatz

Mr. Raatz reported that the Meyers pond has been surveyed. It is at capacity. Ms. Whitmore reported that she, Mr. Martin and Mr. Raatz will review the Meyers pond and other facilities in the District on Friday afternoon, December 6<sup>th</sup>. They will make a determination as to whether additional easements are required to convey the Meyers water to the District for usage.

C. Review Updated Easement and Boundary Maps – Will Raatz

Mr. Raatz reviewed with the Board.

D. Water Rights Documentation– Marti Whitmore

Ms. Whitmore reviewed her outline for documenting all of the District's water rights information. She is working with Mr. Martin, Mr. Waldron, Mr. Raatz and the other District consultants to complete this document. The District will then have all of its water rights information in one place for consultants and the new owners to utilize in the future.

Ms. Whitmore and Mr. Martin reported the District actually has 13 acre feet of water between both decrees to utilize. Mr. Clodfelter had expressed concern that the District only had the four acre feet with the new surface discharge permit.

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### E. Ratify Engineer Certificate Regarding Completion of API Regional Improvements

Mr. Raatz reviewed the engineer certificate with the Board. He noted the fire bypass pump and curb stops for lots 6 and 7A have not yet been completed. He recommended other options for the fire bypass be considered. The missing curb stops can be installed later when development warrants.

After discussion, upon a motion duly made by Director Martinez, seconded by Bates, and upon vote unanimously carried, the Board voted to release API from these requirements and waive them. The District will complete them in the future when needed.

### F. Discuss Usage of Meyers Water in District System

Ms. Whitmore and Mr. Martin reported that the Meyers water will allow the Villages of Aspen Park Shopping Center to build out with an adequate supply of water. Ms. Whitmore and Mr. Martin will review and recommend the appropriate methods to convey the water into the District system. This will be further discussed at the February Board meeting.

## XI. Operations/Maintenance Update – Bob Clodfelter/Mark Cleaveland

### A. Operations Report

Mr. Clodfelter reported the system is working well. He noted that he continues to operate the exfiltration gallery at its capacity of approximately 10,000 to 12,000 gallons per day. Excess water is surface discharged.

### B. Fire Pump Repairs

Mr. Clodfelter recommended repairs to the fire pump as determined by Jansen Pump and Equipment.

Upon a motion duly made by Director Bates, seconded by Director Montague, and upon vote unanimously carried, the Board authorized a not to exceed \$2,250 for Jansen Pump and Equipment to repair the District's fire pump.

## XII. Financial Items

### A. Consider Approval of Write-off of Raven's Tavern Outstanding AR

Mr. Urkoski reported that the District has been sending letters to the prior owner attempting to collect these funds. Raven's Tavern went into bankruptcy. He reported approximately \$7,200 is still due between public improvement fees and water and sewer bills owed.

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Upon a motion duly made by Director Montague, seconded by Director Bates, and upon vote unanimously carried, the Board agreed to write off the Raven's Tavern outstanding accounts receivable as uncollectable.

### B. PIF Update

Ms. Pangindian reviewed the PIF year to date collection information with the Board. The PIF collections are trending upward in 2013 as compared to 2012.

## XIII. Attorney Items

### A. Update on Acquisition of Water Rights

Mr. Waldron reported the District closed on the Meyers water rights acquisition in the past two weeks. He thanked Mr. Martin and Ms. Whitmore for their assistance in this transaction.

#### 1. Accept Special Warranty Deed for Water Rights

Upon a motion duly made by Director Bates, seconded by Director Martinez, and upon vote unanimously carried, the Board accepted the special warranty deed for the Meyers water rights to the District.

#### 2. Approve Agreement to Convey Easements for Water Rights

Mr. Waldron reported the Meyers have agreed to convey the necessary easements to the District once they are determined. Upon a motion duly made by Director Bates, seconded by Director Martinez, and upon vote unanimously carried, the Board approved the agreement to convey easements for water rights.

## XIV. Manager's Items

### A. Approve 2014 Annual Administrative Resolution

Mr. Blodgett reviewed with the Board. Upon a motion duly made by Director Bates, seconded by Director Martinez, and upon vote unanimously carried, the Board approved the 2014 Annual Administrative Resolution.

### B. Conduct Public Hearing to Consider Amending the 2013 Budget; Consider Adoption of Resolution to Amend 2013 Budget

Ms. Pangindian reported the General Fund and Capital Projects Fund will both need to be amended primarily due to the water rights acquisition and the due diligence activity with the change of ownership in 2013.

Director Shirilla opened the public hearing at 1:15 p.m. There were no public comments. Director Shirilla closed the public hearing at 1:16 p.m.

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Upon a motion duly made by Director Bates, seconded by Director Martinez, and upon vote unanimously carried, the Board approved the resolution amending the 2013 General Fund and Capital Projects Fund budgets.

C. Conduct Public Hearing to Consider Adoption of 2014 Budget, Appropriate Expenditures and Certify Mill Levies; Consider Adoption of Resolution to Adopt 2014 Budget, Appropriate Expenditures and Certify Mill Levies

1. Discuss Water and Sewer Rates

Director Shirilla opened the public hearing at 1:20 p.m. There was no public comment. Director Shirilla closed the public hearing at 1:21 p.m.

Ms. Pangindian and Mr. Urkoski reviewed the options related to water and sewer rates for 2014. The Board discussed a 20% increase in the draft budget, a 10% increase and a 0% increase. Mr. Waldron suggested the Board consider moderate increases annually rather than no increase for several years and then a large increase. The Board concurred.

Upon a motion duly made by Director Bates, seconded by Director Martinez, and upon vote unanimously carried, the Board approved the 2014 budget, appropriated expenditures, certified a mill levy of 5 mills in the General fund and 45 mills in the Debt Service Fund and authorized a 5% increase in the water and sewer usage charges and availability fees.

The Board asked Mr. Urkoski to place a flyer in the December or January utility bills for Aspen Park customers regarding the rate increase in 2014.

D. Discuss Landscape Conversion – Approve Architect to Prepare Plan

Mr. Waldron reported Jefferson County has agreed that the District may modify its landscaping to a xeriscape native landscape format without further County approval. Director Montague reported the shopping center and developer are working with Ms. Courtney McRichards, at 360 Design regarding a similar project. After discussion, the Board asked Director Montague to contact Ms. McRichards to obtain a proposal. Directors Martinez and Shirilla agreed to assist in this review effort. Director Montague and the committee will report back at the February meeting.

E. Website Update

Mr. Blodgett reported he had reviewed the website and provided updates to Mr. Nearing for completion.

F. Other

None.

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XV. Director's Items

A. Confirm Quorum for February 18, 2014 Meeting

The Board confirmed a quorum for the February 18, 2014 meeting.

XVI. Other Business

None.

XVII. Adjournment

Upon a motion duly made by Director Shirilla, the Board adjourned the meeting at 2:10 p.m.

Respectfully submitted,



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Secretary for the Meeting