

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS
OF THE
ASPEN PARK METROPOLITAN DISTRICT
HELD
MAY 30, 2014**

A special meeting of the Board of Directors of the Aspen Park Metropolitan District was held on Friday, May 30, 2014 at 12:00 p.m. noon at the offices of White Bear Ankele Tanaka & Waldron, PC, 2154 East Commons Avenue, Ste. 2000, Centennial, CO.

Attendance: In attendance were Directors:

Sam Sours
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, Tanaka & Waldron, P. C.
Bob Clodfelter; Treatment Technology
Simon Farrell and Michael Katalinich; JVA, Inc.
Jason Maddox; NewQuest Epic (via telephone)
Nancy Craig; API/Hunt Properties (via telephone)

Call to Order Director Sours called the meeting to order at 12:00 p.m.

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.

RECORD OF PROCEEDINGS

Results of
May 6, 2014

Directors Election A. Administer Oaths of Office

The Board elected Director Shirilla as the acting President. Director Shirilla administered the Oaths to Director Sours, Director Martinez and Director Bates for their new terms.

B. Election of Officers

Upon a motion duly made by Director Shirilla, seconded by Director Martinez, and upon vote unanimously carried, the Board voted to retain the current slate of officers.

CONSENT AGENDA

Upon a motion duly made by Director Shirilla, seconded by Director Bates, and upon vote unanimously carried, the Board approved the Consent Agenda as submitted.

IV. Review/Approve Minutes of the February 18, 2014 Regular Meeting

V. Engineering/Construction Items

A. Accept BCWA Information

VI. Operations/Maintenance Items

A. Accept April 2014 Water Usage Tracking Reports

B. Other

VII. Financial Items

A. Ratify Approval of February and March Claims Totaling \$67,168.90

B. Approve April Claims Totaling \$30,146.82 and Directors' Fees Totaling \$461.75

C. Other

VIII. Manager's Items

A. Accept Referrals

B. Other

RECORD OF PROCEEDINGS

IX. Attorney's Items

- A. Ratify Agreement with Treatment Technology for Operations and Maintenance Services

DISCUSSION AGENDA (Section X -XVIII)

X. NewQuest Epic Updates – Jason Maddox

- A. Leasing Status

Mr. Maddox reported that a dance company will be located on the top floor of Building 5. Golden Stix restaurant is expanding their space by 600 square feet.

Director Montague reported that Jefferson County will be doing an administrative review on the plaza redesign and reconstruction adjacent to Building 5. This involves only property owned by NewQuest and not the District.

- B. Other Items

None.

XI. Engineering Items

- A. Status of Review of Meyers Pond Augmentation Plan Issues

Director Sours reported on the meeting with the Water Commissioner during the past month. He indicated it went very well. He reported the Commissioner would like to solidify the operating procedures for the pond. Ms. Whitmore is writing a letter to the Water Commissioner documenting the results of the on-site meeting. The Commissioner stated the District did not have to build a pipe from the augmentation pond to South Turkey Creek.

Mr. Clodfelter reported that a V-notch gauge does need to be added adjacent to the pond to document releases. This should only be a few hundred dollars. The Board authorized him to proceed with the gauge immediately.

- B. Status of Water Rights Documentation– Marti Whitmore

Ms. Whitmore provided a status report in the packet. She indicated this work should be complete by the end of June.

- C. Discuss Easements for Meyers Water Usage in District

Director Sours reported Mr. Martin is confirming that the existing District easements can be utilized for the new Meyers water. Mr. Martin has confirmed that the existing wells are satisfactory to bring in the new Meyers water.

RECORD OF PROCEEDINGS

D. Status of First Bank Request for Fiber Pathway

Director Montague reported they have not recently heard from First Bank. It is not certain the project will continue. If so, the District's utilities will not be disturbed by the project.

E. Discuss 2014 Capital Budget Priorities

Mr. Farrell reviewed his report with the Board regarding three potential priority projects for this year or future years. An odor control project is recommended in the future to improve the control of odors at the Wastewater Treatment Plant in the amount of \$50,000 to \$100,000. Automated controls for the exfiltration gallery are recommended in the approximate amount of \$45,000 to improve the efficiency of measuring the levels of discharged reclaimed water in the exfiltration gallery. Finally, repair of the automated controls for the District's three wells are recommended for two of the wells in the amount of \$8,100. Director Sours recommended only automated well repairs be approved at this time due to budget constraints. The remainder of the projects can be reviewed with the 2015 budget in August. After discussion, upon a motion duly made by Director Shirilla, seconded by Director Bates, and upon vote unanimously carried, the Board approved the repair of the automated controls in two wells in the amount of \$8,100 and authorized JVA to proceed.

The Board also authorized JVA to update the previous report prepared by TST which indicates the useful life and future replacement costs of all of the components of the District's infrastructure. It also recommends the amount of annual reserves to plan for the future cost of these items. Mr. Farrell indicated this should be available for the August meeting.

XII. Operations/Maintenance Update – Bob Clodfelter/Mark Cleaveland

A. Grease Trap Inspections

Mr. Clodfelter reported the grease trap inspections are proceeding adequately. There was no other report.

XIII. Financial Items

A. Public Hearing to Consider Approval of Amendment to 2013 Enterprise Fund Budget; Approval of Resolution to Amend 2013 Enterprise Fund Budget

Upon a motion duly made by Director Sours, he opened the public hearing at 12:52 p.m. There were no public comments. Director Sours closed the public hearing at 12:53 p.m.

Upon a motion duly made by Director Bates, seconded by Director Shirilla, and upon vote unanimously carried, the Board approved the Resolution Amending the 2013 Enterprise Fund Budget.

RECORD OF PROCEEDINGS

B. Review and Approve 2013 Audit

Ms. Pangindian provided highlights of the 2013 audit. After discussion, upon a motion duly made by Director Bates, seconded by Director Shirilla, and upon vote unanimously carried, the Board approved the 2013 audit and authorized Ms. Pangindian to file with the Division of Local Government.

C. Accept March 31, 2014 Financial Statements and May 2014 Cash Position Report

Ms. Pangindian reviewed with the Board. After discussion, upon a motion duly made by Director Shirilla, seconded by Director Bates, and upon vote unanimously carried, the Board accepted the March 31, 2014 Financial Statements and May 2014 Cash Position Report.

D. PIF Collection Update

Ms. Pangindian reviewed the status of PIF collections through April. Revenues are up slightly from 2013. After discussion, the Board accepted the report.

E. Sales Tax Collection Update

Ms. Pangindian distributed information on sales tax collections. She noted some vendors are not collecting the sales tax after the PIF is collected and charged. This is being addressed with those vendors. After discussion, the Board accepted the sales tax collection update report.

XIV. Attorney Items

A. Legislation Update

Mr. Waldron reviewed the recent report from White Bear Ankele Tanaka & Waldron, P.C. regarding highlights of the 2014 Legislative Session.

B. Review and Adopt Revised Public Records Request Policy

Mr. Waldron reported this legislation affecting the policy goes into effect on July 1, 2014. It provides that the first hour of research on a public records request is free and additional hours are \$30.00 per hour. He recommended the Board revise its current policy to align with this new legislation. Upon a motion duly made by Director Montague, seconded by Director Martinez, and upon motion unanimously carried, the Board approved the revised public records request policy.

RECORD OF PROCEEDINGS

C. Other

Mr. Waldron noted that the Rocky Mountain Cummins Generator Agreement provides for a 3% increase and an extension in June. Upon a motion duly made by Director Martinez, seconded by Director Montague, and upon vote unanimously carried, the Board approved the 6th Amendment to the Rocky Mountain Cummins Generator Agreement with a 3% annual increase through June 2015.

XV. Manager's Items

A. Website Update

Director Montague reported she has recently reviewed the website and it is up to date.

B. Other

None.

XVI. Director's Items

A. Discuss Landscape Conversion – Approve Architect to Prepare Plan

Director Montague reported 360 Design is prepared to assist the District. They can prepare the design in 2014 for approval by the Board and construction in 2015.

Upon a motion duly made by Director Shirilla, seconded by Director Bates, and upon vote unanimously carried, the Board approved a not to exceed amount of \$10,000 with 360 Design to prepare the design documents for conversion of the District's landscaping improvements to a xeriscape water saving design.

Directors Martinez and Montague agreed to serve on a committee on behalf of the Board with 360 Design for this work effort.

B. Confirm Quorum for August 19, 2014 Meeting

A Quorum was confirmed.

XVII. Other Business

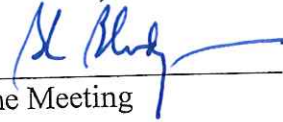
None.

RECORD OF PROCEEDINGS

XVIII. Adjournment

Upon a motion duly made by Director Sours, seconded by Director Bates, the Board adjourned the meeting at 1:30 p.m.

Respectfully submitted,



Secretary for the Meeting