

# RECORD OF PROCEEDINGS

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## MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CONCORD METROPOLITAN DISTRICT HELD NOVEMBER 5, 2013

A regular meeting of the Board of Directors of the Concord Metropolitan District was held on November 5, 2013, at 12:00 p.m. at the offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 500, Greenwood Village, CO 80111. The meeting was open to the public.

Attendance                    In attendance were Directors:

Dan Bess; Chairman and President  
Hank Vanderryst; Assistant Secretary  
Jeff Dean; Assistant Secretary  
Brian Mott; Secretary/Treasurer

Also in attendance were:

Bob Blodgett & Jason Carroll; CliftonLarsonAllen LLP  
Russ Dykstra; Spencer Fane & Grimshaw

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

Disclosure of  
Potential Conflicts  
Of Interest

Written conflict of interest disclosure statements were filed with the Secretary of State on behalf of the District 72 hours prior to this meeting.

Minutes

A.     Review and Approve Minutes of the September 9, 2013 Continued Special Board Meeting and August 22, 2013 Special Meeting

Upon a motion duly made by Director Bess, seconded by Director Vanderryst, and upon vote, unanimously carried, the Board approved the September 9, 2013 Continued Special Board meeting minutes and the August 22, 2013 Special Board meeting minutes as submitted.

Discuss  
Board  
Vacancy

Director Bess reported he had sent information regarding the vacancy to Mr. Mike Evans, Playtime CEO. No response has yet been received. Mr. Dykstra reported he has also sent information to Mr. Joe Guerriero with Via West, Inc . He has also not yet received a response. The Board tabled action on the Board vacancy to the February 2014 meeting.

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### Financial Items

- A. Review and Approve September 30, 2013 Financial Statements and October 31, 2013 Cash Position – Jason Carroll

Mr. Carroll noted the September 30<sup>th</sup> information will be reviewed with the 2014 draft budget. The Board concurred.

- B. Review and Consider Approval of Current Claims Totaling \$13,075.94 and Director's Fees Totaling \$369.40

Upon a motion duly made by Director Mott, seconded by Director Bess, and upon vote, unanimously carried, the Board approved the current claims totaling \$13,075.94 and Director's fees totaling \$369.40 as submitted.

- C. Review and Ratify September Claims Represented by Check Numbers 1639 Through 1644 Totaling \$12,707.44 and Director's Fees Represented by Check Numbers 1635 Through 1638

Upon a motion duly made by Director Bess, seconded by Director Mott, and upon vote, unanimously carried, the Board ratified September claims represented by check numbers 1639 through 1644 totaling \$12,707.44 and Director's fees represented by check numbers 1635 through 1638.

- D. Review and Consider Approval of Engagement Letter with CliftonLarsonAllen LLP for 2014 Accounting Services

Upon a motion duly made by Director Mott, seconded by Director Dean, and upon vote, unanimously carried, the Board approved the engagement letter with CliftonLarsonAllen LLP for 2014 accounting services.

- E. Review and Consider Approval of Engagement Letter with Simmons & Wheeler for 2013 Audit Services - \$4,000

Upon a motion duly made by Director Mott, seconded by Director Bess, and upon vote, unanimously carried, the Board approved the engagement letter with Simmons & Wheeler for 2013 audit services in the amount of \$4,000.

### Manager Items

- A. Conduct Public Hearing to Consider Adoption of 2014 Budget, Appropriate Expenditures and Set Mill Levy; Consider Adoption of Resolution No. 2013-11-01 to Adopt 2014 Budget, Appropriate Expenditures and Set Mill Levy

Director Bess opened the public hearing at 12:30 p.m.

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There were no public comments.

Director Bess closed the public hearing at 12:31 p.m.

Mr. Carroll reviewed the 2014 Budget with the Board. The Board noted that the District is currently collecting a surplus in the Debt Service Fund in excess of the required annual debt service payments. Mr. Carroll reviewed options to reduce the mill levy by 4, 6 and 10 mills.

The Board noted that with the Via West pending reimbursement, the District's Capital Project Funds will be exhausted. The District does have some capability to transfer funds from the General Fund in the future for additional capital needs.

After discussion, upon a motion duly made by Director Mott, seconded by Director Vanderryst, and upon vote, unanimously carried, the Board adopted the 2014 Budget, appropriated expenditures and established a mill levy of 5 mills in the General Fund and 18 mills in the Debt Service Fund for a total of 23 mills for collection in 2014.

B. Review and Approve 2014 Annual Administrative Matters  
Resolution No. 2013-11-02

Upon a motion duly made by Director Bess, seconded by Director Vanderryst, and upon vote, unanimously carried, the Board approved the 2014 Annual Administrative Matters Resolution No. 2013-11-02.

C. Approve Agreement with DesignScapes for 2014 Landscape  
Maintenance Services - \$1,645

Upon a motion duly made by Director Mott, seconded by Director Dean, and upon vote, unanimously carried, the Board approved the agreement with DesignScapes for 2014 landscape maintenance services in the amount of \$1,645.

Mr. Dykstra noted that the illegal aliens addendum needs to be attached to the agreement with DesignScapes. Mr. Blodgett's office will follow up.

D. Review Draft Website

Mr. Blodgett reviewed the "dummy" website prepared by Mr. Nearing with the Board. After discussion, the Board asked that any comments be provided to Mr. Blodgett within the next week before the website goes "live". Mr. Blodgett will inform Mr. Nearing.

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E. Other

None.

Attorney  
Items

A. Discuss and Approve 2014 Resolution No. 2013-11-03  
Authorizing May 6, 2014 Directors' Election and Appointing DEO

Upon a motion duly made by Director Mott, seconded by Director Dean, and upon vote, unanimously carried, the Board approved Resolution No. 2013-11-03 authorizing May 6, 2014 Directors' election and appointing DEO.

B. Status of Reimbursement Agreement with Via West, Inc. for Street and Water Line - \$295,000

Mr. Dykstra reported Mr. Mott of IBC Holdings and Mr. Guerriero of Via West have draft reimbursement agreements for review. Director Mott reported he will respond within the next week. Director Mott also reported there will now be three parties to the agreement: Via West, Inc., IBC and TTS. All of these parties are adjacent to the future street and water line to be constructed. Mr. Dykstra recommended the parties meet and determine how the reimbursement should be allocated among them. The future reimbursement agreement will now be a four party agreement between the three parties above and Concord Metropolitan District.

Director Bess noted that the street will need to be maintained by the District. Mr. Dykstra stated the District will need to retain a third party engineer to review and verify the construction costs on behalf of the District. The Board asked Mr. Blodgett's office to obtain proposals from a third party engineer and provide recommendations to the Board for this company to begin work on behalf of the District. Action can be ratified at the February 2014 Board meeting.

The Board asked Mr. Blodgett to notify Douglas County that the District's System Development Fees are due upon issuance of certificate of occupancy by Douglas County. The District would like to be notified when this occurs.

Director  
Items

A. Review and Consider Approval of Update to Concord Business Center Development Manual (adopted in 1998) – Director Bess

After discussion, the Board decided that the manual is adequate for the remaining property to be developed within the District prior to build out. No changes were made.

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- B. Confirm 2014 Regular Meeting Schedule – 1<sup>st</sup> Tuesday of February, May, August and November @ 12:00 p.m. at CliftonLarsonAllen LLP, 8390 E. Crescent Parkway., Suite 500, Greenwood Village, CO 80111

The Board confirmed the 2014 regular meeting schedule.

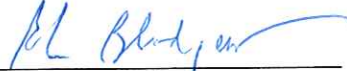
- C. Confirm Next Regular Board Meeting: Tuesday, February 4, 2014 at 12:00 p.m. at CliftonLarsonAllen LLP, 8390 E. Crescent Pkwy., Suite 500, Greenwood Village, Colorado

The Board confirmed the next meeting for Tuesday, February 4, 2014. The Board indicated they are comfortable continuing the meeting in 5C South rather than the large Board room.

### Adjournment

With there being no further business before the Board, and upon a motion duly made by Director Bess, seconded by Director Mott, and upon a vote, unanimously carried, the meeting adjourned at 1:20 p.m.

Respectfully submitted,



Secretary for the Meeting