

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
RAMPART RANGE METROPOLITAN DISTRICT NOS. 4, 5, 6 & 8
(THE “DISTRICTS”)
HELD
APRIL 20, 2022**

A special meeting of the Boards of Directors of the Rampart Range Metropolitan District Nos. 4, 5, 6 & 8 (referred to hereafter as the “Boards”) was convened on April 20, 2022 at 3:10 p.m. at Coventry Development Corp., 9878 Schwab Way, Suite 415, Lone Tree, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Keith Simon, President
Darryl Jones, Treasurer
Elizabeth Mathews, Secretary
Ken Linhardt, Asst. Secretary

The absence of Director Kershisnik (RRMD No. 5) was excused.

Also, In Attendance Were:

Denise Denslow, Nic Carlson and Susan Sanchez; CliftonLarsonAllen LLP
Jon Hoistad, Esq.; McGeady Becher P.C.
Dennis Bedford; BrightView Landscape Services, Inc. (“BrightView”)
John Connelly; Coventry Development Corp.
Carson Besgrove; Merrick and Company
Ernie Warzecha; Diverse Project Consultants
Jennifer Miller; Shea Homes

ADMINISTRATIVE MATTERS

Quorum/call to order/disclosures of potential conflicts of interest: Director Simon called the meeting to order and confirmed the presence of a quorum.

The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Boards’ members prior to this meeting in accordance with statute. It was noted by Attorney Hoistad that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

RECORD OF PROCEEDINGS

Agenda, location of meeting and posting of meeting notices: The Boards reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Simon, seconded by Director Matthews and, upon vote, unanimously carried, the Boards approved the Agenda, as amended to add Manager Matter V.I.B. and Legal Matter V.G.

The Boards entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Districts' Boards' meeting. Following discussion, and upon motion duly made by Director Simon, seconded by Director Matthews and, upon vote, unanimously carried, the Boards determined to conduct the meeting at the above-stated date, time and location, which is within 20 miles of the Districts. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the Districts' boundaries have been received.

Public Comment: There were no public comments.

CONSENT AGENDA

January 26, 2022 Special Meeting Minutes:

Service Agreement for Traffic Signal Design between RRMD No. 5 and Felsburg Holt & Ullevig for Four Locations Along the RidgeGate Parkway Couplet in an amount not to exceed \$44,100.00:

Service Agreement for Professional Engineering and Design Services between RRMD No. 5 and Merrick & Company (RidgeGate Parkway Couplet Development Roadway and Utility Design) in the amount of \$113,500.00:

Change Order No. 06 to Construction Agreement for Happy Canyon Creek Sewer Main Phase 2 Project between RRMD No. 5 and Brannan Construction Company for reconciling quantities of work in High Note Avenue in the deductive amount of (-\$16,153.14):

Change Order No. 07 to Construction Agreement for Happy Canyon Creek Sewer Main Phase 2 Project between RRMD No. 5 and Brannan Construction Company for reconciling project quantities in the deductive amount of (-\$30,739.19):

Change Order No. 04 to Construction Agreement for MD5-009 South Water Main Project between RRMD No. 5 and Iron Woman Construction and Environmental Services LLC for reconciliation to the contract quantities and time in the deductive amount of (-\$7,187.86):

Change Order No. 02 to Service Agreement for Streetscape Lighting Guidelines Consulting between RRMD No. 5 and Clanton & Associates,

RECORD OF PROCEEDINGS

Inc. in the amount of \$6,495.00:

Service Agreement for On-Call Services between RRMD No. 5 and Felsburg Holt & Ullevig, Inc. in an amount not to exceed \$5,000:

Amendment to Agreement Regarding Final Design and Permitting of Fee-In-Lieu Drainage and Flood Control Improvements for Happy Canyon Creek Upstream of Ridgeway Parkway by and between RRMD No. 5 and Urban Drainage and Flood Control District d/b/a Mile High Flood District:

Second Amendment to Agreement Regarding Final Design and Permitting of Fee-In-Lieu Drainage and Flood Control Improvements for Happy Canyon Creek Upstream of Ridgeway Parkway by and between RRMD No. 5 and Urban Drainage and Flood Control District d/b/a Mile High Flood District:

Amendments (Nos. 20-05.10B and 20-05.10C) to Agreement Regarding Engineering Services for Final Design of Fee-In-Lieu Drainage and Flood Control Improvements for Happy Canyon Creek Upstream of Ridgeway Parkway by and between Urban Drainage and Flood Control District d/b/a Mile High Flood District and Merrick & Company, Inc.:

Director Simon reviewed the Consent Agenda with the Boards. Following discussion, upon a motion duly made by Director Jones, seconded by Director Linhardt and, upon vote, unanimously carried, the Boards approved and/or ratified, as appropriate, the consent agenda.

ENGINEER/ CONSTRUCTION MATTERS

Engineer/Design Report: Mr. Besgrove reviewed the below items with the Boards:

Filing 1 Street & Utility Project: Mr. Besgrove reported Merrick is working on the following Work Change Directives:

- Additional fill placed within the limits of the construction by Regency's contractor, removal of Regency sidewalk over-excavation and Larry Levine Park overlot grading.
- Irrigation and street light sleeving that can be installed with the roadway by open trench.
- Koelbel drive entrance.
- Nexcore service connections.

Ridgeway Parkway – Lyric Street Traffic Signal Project (MD5-018): Mr. Besgrove reported the Invitation to Bid will be published on April 28th, and anticipates awarding the project at the May Board meeting. He noted he has started preparing the bid package. Mr. Besgrove reported ongoing coordination with Clanton to include the Phase 1A streetlights with the signal bid.

RECORD OF PROCEEDINGS

Ridgegate Parkway Couplet: Mr. Besgrove noted the ongoing coordination with the City of Lone Tree to finalize the roadway typical sections. He reported they are starting to prepare the roadway/detention pond construction documents. Mr. Besgrove noted the ongoing coordination with Xcel related to the sanitary sewer/high pressure gas main crossing.

City Center: Mr. Besgrove reported on the ongoing coordination with Project Gravity and Xcel regarding the gas and electric relocations. He noted Merrick is progressing the RTD at-grade intersection layout for coordination with PCL and FHU.

Miscellaneous Items: Mr. Besgrove reported the Ridgegate Parkway drainage easements are with the City for review. The Ridgegate Parkway drainage easement vacation certificate was submitted to the City on March 23rd for execution.

Mr. Besgrove reported the PWSD Lift Station Access Easement has been signed by RRMD No. 5 and sent to PWSD for execution.

Mr. Besgrove reported the Larry L. Levin Park is out for referral with comments due May 9th.

Mr. Besgrove noted the Happy Canyon Creek Stream Improvement Plans have a 90% submittal in June.

Mr. Besgrove reported Merrick is preparing a proposal for the Ridgegate Parkway – Lyric Street Traffic Signal Project for bid and construction support services.

Construction Report: Mr. Warzecha reported the initial acceptance for the water (MD5-009) and sanitary projects (MD5-006) will be received by PWSD by next week. The TOD project is underway with coordination between RTD and Shea. Balfour Beatty International is continuing to finalize the punchlist on the Sky Ridge bridge.

FINANCIAL MATTERS

Review and ratify approval of prior claims: Ms. Sanchez reviewed the prior claims with the RRMD No. 5 Board. Upon a motion duly made by Director Simon, seconded by Director Jones and, upon vote, unanimously carried, the RRMD No. 5 Board approved and/or ratified approval of prior claims totaling \$3,813,098.69 represented by Check Nos. 1494 – 1548, including eight ACH payments and one wire transfer, as well as approving current claims totaling \$649,811.94 represented by Check Nos. 1549 – 1566, including one ACH payment.

RECORD OF PROCEEDINGS

Cash Position Report: Ms. Sanchez reviewed the Cash Position Report, noting that this is informational only.

LEGAL MATTERS

Status of inclusions under the Inclusion Agreement: Attorney Hoistad reviewed the inclusion process and timing with the Boards. The Boards discussed potential property to be included into District Nos. 6 and/or 8.

Award of Integrated Project Delivery Contract to Brightview Landscape Development, Inc. (“Brightview”), approve, subject to final review, and Integrated Project Delivery Contract (Design-Assist, Landscape Construction, and Landscape Maintenance Services) by and between RRMD No. 5 and Brightview: Attorney Hoistad reviewed this with the RRMD No. 5 Board, noting that the draft agreement has not yet been reviewed and vetted by Diverse Project Consultants or BrightView.

Second Amendment to Infrastructure Agreement among RRMD No. 5, Ridgeway Investments, Inc., and Daro Ventures V LLC: Attorney Hoistad reviewed the Second Amendment with the RRMD No. 5 Board. Following discussion, upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board approved the Second Amendment to Infrastructure Agreement among RRMD No. 5, Ridgeway Investments, Inc., and Daro Ventures V LLC.

Third Amendment to Southwest Village Infrastructure Funding and Completion Agreement among RRMD No. 5, Ridgeway Investments, Inc., and SH Lyric, LLC: Attorney Hoistad reviewed the Third Amendment with the RRMD No. 5 Board. Following discussion, upon a motion duly made by Director Simon, seconded by Director Matthews and, upon vote, unanimously carried, the RRMD No. 5 Board approved the Third Amendment to Southwest Village Infrastructure Funding and Completion Agreement among RRMD No. 5, Ridgeway Investments, Inc., and SH Lyric, LLC.

Park Maintenance Agreement (Larry Levin Park) between RRMD No. 5 and the City of Lone Tree: Attorney Hoistad reviewed the Agreement with the Board. The RRMD No. 5 Board deferred action to a future meeting.

Sidewalk, Driveway, and Public Access Easement Agreement by and between Parker Water and Sanitation District (as Grantor) and RRMD No. 5 (as Grantee): Attorney Hoistad reviewed the Agreement with the RRMD No. 5 Board. Following discussion, upon a motion duly made by Director Linhardt, seconded by Director Simon and, upon vote, unanimously carried, the RRMD No. 5 Board approved the Sidewalk, Driveway, and Public Access Easement Agreement by and between Parker Water and Sanitation District (as Grantor) and RRMD No. 5 (as Grantee).

RECORD OF PROCEEDINGS

Ridgegate East – Filing No. 1, Phase 2 (MD5-014B) Water and Sewer Improvement Agreement and the Fee-In-Lieu of Letter of Credit Agreement by and between Parker Water and Sanitation District and RRMD No. 5: Attorney Hoistad reviewed the Agreement with the RRMD No. 5 Board. Following discussion, upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board ratified approval of the Ridgegate East – Filing No. 1, Phase 2 (MD5-014B) Water and Sewer Improvement Agreement and the Fee-In-Lieu of Letter of Credit Agreement by and between Parker Water and Sanitation District and RRMD No. 5.

MANAGER MATTERS

Service Agreement for Materials Testing and Special Inspection Services (Ridgegate East – Filing No. 1) between RRMD No. 5 and Ground Engineering Consultants, Inc.: Ms. Denslow reviewed the Agreement with the RRMD No. 5 Board. Following discussion, upon a motion duly made by Director Jones, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board approved the Service Agreement for Materials Testing and Special Inspection Services (Ridgegate East – Filing No. 1) between RRMD No. 5 and Ground Engineering Consultants, Inc.

Engagement of ThereSquared LLC for Art Design Services: Director Simon reviewed the engagement with the RRMD No. 5 Board. Following discussion, upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board approved the engagement of ThereSquared LLC for Art Design Services for mural work in the planned Larry Levin Park.

Other: None.

BOARD MEMBER ITEMS

Other: None.

OTHER BUSINESS

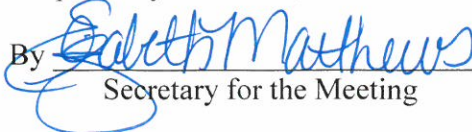
Quorum for May 25, 2022 Regular Meeting: A quorum was confirmed.

Other: None.

ADJOURNMENT

There being no further business to come before the Boards at this time, the meeting was adjourned by Director Simon at 4:04 pm.

Respectfully submitted,

By 
Secretary for the Meeting