

RECORD OF PROCEEDINGS

**MINUTES OF A REGULAR MEETING OF
THE BOARDS OF DIRECTORS OF THE
RAMPART RANGE METROPOLITAN DISTRICT NOS. 4, 5, 6 & 8
(THE “DISTRICTS”)
HELD
JANUARY 26, 2022**

A regular 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 January 26, 2022 at 3:15 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 (via telephone)

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 Linhardt, seconded by Director Matthews and, upon vote, unanimously carried, the Boards approved the Agenda, as presented.

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 Linhardt, 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

Approve December 10, 2021 Special Meeting Minutes:

Change Order No. 01 to the Service Agreement for Technology Planning Consulting Services between RRMD No. 5 and The Broadband Group to extend the term of the Agreement through December 31, 2022:

Change Order No. 02 to Construction Contract between RRMD No. 5 and Iron Woman Construction & Environmental Services, LLC regarding MD5-009 South Water Main Project in the amount of \$7,130.93:

Public Service Company of Colorado ("PSCO") Non-Exclusive Easement from RRMD No. 5 to PSCO regarding Tract A Ridgeway East Filing No. 1, 2nd Amendment:

PSCO Non-Exclusive Easement from RRMD No. 5 to PSCO regarding Tract B Ridgeway East Filing No. 1, 2nd Amendment:

Director Simon reviewed the Consent Agenda with the Boards. Following discussion, upon a motion duly made by Director Linhardt, seconded by Director Matthews 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 received three bid proposals. JBS Pipeline was the low bidder at \$3.54M, next lowest was Brannan Construction Company at \$3.63M and American West bid was \$3.79M. The engineer estimate was \$4.13M.

RECORD OF PROCEEDINGS

Mr. Besgrove noted that the JBS bid included eight exclusions and clarifications. Merrick estimates that these exclusions and clarification would result in change orders to the contract and the total cost is unknown. Merrick does not think JBS would be the low bidder if the clarifications and exclusions were removed from the bid.

In addition, the JBS bid package was missing the preliminary construction schedule and Certification of Compliance with Section 8-17.5-102(1), C.R.S., and therefore considered non-responsive.

Mr. Besgrove reported that Merrick's contractor recommendation letter provides additional information on each of the JBS clarifications/exclusions. Due to these, Merrick recommends Brannan Construction Company.

Parker Water Sanitation District ("PWSD") has approved the cost estimate on January 26th and the plans are ready for approval.

Mr. Besgrove reported Merrick received additional comments from the City on January 21st that impact RTD. He noted Merrick is working through these final comments for plan approval.

South Water Main Project: Mr. Besgrove reported Merrick is preparing to complete the as-builts.

Happy Canyon Trunk Sanitary Sewer Phase 2 Project with Brannan: Mr. Besgrove reported that the High Note Avenue probationary acceptance request was submitted to the City on January 4th. Merrick is preparing to complete the as-builts.

Xcel Coordination: Mr. Besgrove reported the TOD gas/electric corridor easement package was provided on December 30th for District review. He reported ongoing coordination with Xcel regarding the high-pressure gas main relocation.

Miscellaneous Items: Mr. Besgrove reported the RidgeGate Parkway couplet ROW land survey plat has been recorded. The RidgeGate Parkway drainage easements/vacations have been submitted to the City and are under review.

The PWSD lift station access easement was sent to PWSD on January 21st.

Mr. Besgrove noted the Lidar deliverable package was provided to Coventry on January 24th for their records.

Mr. Besgrove reported the Larry L. Levin Park SIP was submitted to the City on January 13th.

RECORD OF PROCEEDINGS

The Happy Canyon Creek Stream Improvements Project is targeting 90% construction document submittal for the end of April.

Mr. Besgrove reported ongoing coordination with Shea regarding the Lyric/Havana connection and Havana improvements.

Mr. Besgrove reported Merrick is meeting with FHU on January 28th to start planning the traffic signal projects for 2022.

Mr. Besgrove reported the couplet improvement proposal was submitted on January 21st.

He also noted Merrick is working on the Cottonwood Creek Improvements Proposal.

Construction Report: Mr. Warzecha reported there are two weeks of water line installation remaining before testing and project close out on MD5-009. Brannan is roughly three weeks from project completion on MD5-006.

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 Jones, seconded by Director Simon and, upon vote, unanimously carried, the RRMD No. 5 Board ratified approval of prior claims totaling \$1,969,714.51 represented by Check Nos. 1449 - 1493, including two ACH payments and one wire transfer.

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 status, noting the upcoming property sale will require inclusions.

Temporary and permanent easement needed on and around the Lift Station: Attorney Hoistad reviewed the easements with the Boards, noting that they have been reviewed by legal and are under review by PWS. 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 temporary and permanent easement needed on and around the Lift Station.

Termination of Temporary Drainage Easements among RRMD No. 5, Ridgeway Investments, Inc. ("RGI") and the City of Lone Tree: Attorney Hoistad reviewed the Termination with the RRMD No. 5 Board. Following discussion, upon a motion duly made by Director Linhardt, seconded by Director Matthews and, upon vote, unanimously carried, the RRMD No. 5 Board

RECORD OF PROCEEDINGS

approved the Termination of Temporary Drainage Easements among RRMD No. 5, Ridgegate Investments, Inc. ("RGI") and the City of Lone Tree.

Infrastructure Agreement among RRMD NO. 5, RGI and City Center Builder: Attorney Hoistad reviewed the Agreement with the RRMD No. 5 Board, noting the agreement is similar in nature to prior agreements and still under non-substantive negotiation. Following discussion, upon a motion duly made by Director Simon, seconded by Director Jones and, upon vote, unanimously carried, the RRMD No. 5 Board approved the Infrastructure Agreement among RRMD No. 5, RGI and City Center Builder, subject to non-substantive changes.

Project MD5-014B, East Side Filing No. 1 TOD Improvements - Phase II and consider Award of Contract and authorize Notices of Award and to Proceed: Attorney Hoistad and Mr. Besgrove reviewed with the Board. Mr. Besgrove recommended the contract be awarded to Brannan Construction Company. Following discussion, upon a motion duly made by Director Linhardt, seconded by Director Jones and, upon vote, unanimously carried, the RRMD No. 5 Board awarded the contract for MD5-014B to Brannan Construction Company and authorized Notice to Proceed.

Resolution Concerning Integrated Project Delivery pursuant to Section 32-1-804, C.R.S.: Attorney Hoistad reviewed the Resolution 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 Resolution Concerning Integrated Project Delivery pursuant to Section 32-1-804, C.R.S.

MANAGER MATTERS

Service Agreement for Signage Program at RidgeGate between RRMD No. 5 and Sage Design Group, LLC in the amount of \$8,500.00: Ms. Denslow reviewed the Service Agreement with the RRMD No. 5 Board. Following review, upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board approved the Service Agreement for Signage Program at RidgeGate between RRMD No. 5 and Sage Design Group, LLC in the amount of \$8,500.00.

Change Order No. 01 to Service Agreement for Bid and Construction Support Services (RidgeGate East – South Water Main) between RRMD No. 5 and Merrick & Company in the amount of \$18,400.00: Ms. Denslow reviewed the Service Agreement with the RRMD No. 5 Board. Following review, upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board approved Change Order No. 01 to Service Agreement for Bid and Construction Support Services (RidgeGate East – South Water Main) between RRMD No. 5 and Merrick & Company in the amount of \$18,400.00.

RECORD OF PROCEEDINGS

Change Order No. 01 to Service Agreement for Bid and Construction Support Services (Happy Canyon Trunk Sanitary Sewer – Phase 2) between RRMD No. 5 and Merrick & company in the amount of \$25,300.00:

Ms. Denslow reviewed the Change Order with the RRMD No. 5 Board. Following review, upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board approved Change Order No. 01 to Service Agreement for Bid and Construction Support Services (Happy Canyon Trunk Sanitary Sewer – Phase 2) between RRMD No. 5 and Merrick & company in the amount of \$25,300.00.

Change Order No. 05 to Construction Contract for the Happy Canyon Creek Sewer Main Phase 2 Project for an extension of time of 34 days between RRMD No. 5 and Brannan Construction Company in the amount of \$0.00:

Ms. Denslow reviewed the Change Order with the RRMD No. 5 Board. Following review, upon a motion duly made by Director Simon, seconded by Director Linhardt and, upon vote, unanimously carried, the RRMD No. 5 Board approved Change Order No. 05 to Construction Contract Agreement for the Happy Canyon Creek Sewer Main Phase 2 Project for an extension of time of 34 days between RRMD No. 5 and Brannan Construction Company in the amount of \$0.00.

Other: None.

**BOARD MEMBER
ITEMS**

Other: Director Matthews gave a brief update on Schweiger Ranch events from 2021 and for planned events for 2022, and thanked the District for their sponsorship and contributions.

OTHER BUSINESS

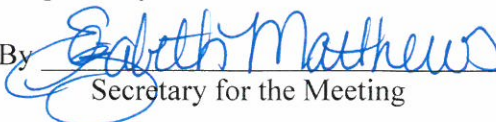
Quorum for February 23, 2022 Regular Meeting: A quorum was confirmed.

Other: Director Simon gave a brief update on potential land sales in the Districts.

ADJOURNMENT

There being no further business to come before the Boards at this time, the meeting was adjourned by Director Simon at 4:16 pm.

Respectfully submitted,

By 
Secretary for the Meeting