

# RECORD OF PROCEEDINGS

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## MINUTES OF THE SPECIAL MEETING OF BRIGHTON CROSSING METROPOLITAN DISTRICT NO. 4

HELD  
April 15, 2019

The Special Meeting of the Board of Directors of Brighton Crossing Metropolitan District No. 4 was held at the Alli Event Center, 100 S. 3<sup>rd</sup> Avenue, Brighton, Colorado at 6:30 p.m. on Monday, April 15, 2019. Notice of the meeting was duly posted.

### ATTENDANCE

#### Directors in Attendance:

Marc Savela, President  
Ashley Tarufelli, Secretary/Treasurer  
Jeffrey Schum, Assistant Secretary  
John Strider, Assistant Secretary  
Chris Petro, Assistant Secretary

#### Also in Attendance:

Timothy and Deanna Demour, Residents  
Debbie Guth, Daniel Lee and Chase Follet; Denver Metropolitan YMCA  
Barrett Marrocco, P.E.; Independent District Engineering Services, L.L.C.  
Chelsey Green, Molly Janzen, Josh McReynolds, Crystal Clemens, Jason Woolard;  
Pinnacle Consulting Group, Inc.  
Shannon Robbins, Bryan Reid, Neil Simpson; Brookfield Residential  
Casey Lekahal, Esq. and Blair Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

### CALL TO ORDER

The Special Meeting of the Board of Directors of Brighton Crossing Metropolitan District No. 4 was called to order at 6:35 p.m. by Chairman Savela, noting that a quorum was present. Each of the Directors confirmed their qualifications to serve on the Board. Chairman Savela also confirmed that prior to the meeting each of the Directors had been notified of the meeting.

### CONFLICTS OF INTEREST DISCLOSURE

Attorney Lekahal noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's Office, disclosing that potential conflicts of interest may exist, as certain Board Members are employees of Brookfield Residential, which is associated with the primary developer of land within the District. Attorney Lekahal advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the 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.

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Additionally, the Board determined that the participation of the Directors present was necessary to obtain a quorum or otherwise enable the Board to act.

### AGENDA

The Board considered the agenda as presented. Following review, upon a motion duly made by Director Taruffelli, seconded by Director Savela, and upon vote, unanimously carried, it was

**RESOLVED** to approve the agenda, as presented.

### APPROVAL OF MINUTES

The minutes of the Special Meeting held on November 30, 2018 and the Special Meeting held on December 3, 2018 were presented. Following review, upon a motion duly made by Director Strider, seconded by Director Schum, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Special Meeting held on November 30, 2018 and the Special Meeting held on December 3, 2018 and to ratify actions taken at the November 30, 2018 Special Board Meeting and December 3, 2018 Special Board Meeting, as presented.

### PUBLIC COMMENT

Timothy Demour of 4730 Quandary Peak, asked for clarification on why the meeting was consider a special meeting instead of a regular meeting. Ms. Green stated that the regular March 12, 2019 was cancelled as a quorum of the Board was unable to attend the regularly scheduled meeting, and the April 15, 2019 special meeting was scheduled to conduct the Board's regular business originally slated for March 12, 2019.

### CAPITAL INFRASTRUCTUR E MATTERS

Project Status Report: Mr. Marrocco reviewed the Board Meeting Project Status Report with the Board and answered questions.

Ratification of District Contract Change Orders: Mr. Marrocco reviewed and recommended ratification of CO 12 BrightView Landscape Development – 50th and Bridge Landscaping: Monitor Turf, Adjust T&M Amounts, and Scope Changes (-\$7,615.00) and CO 4 Split Rail Fence Co – 50th and Bridge: Pre-Cast Caps and Additional Fence: (\$35,086.50). Following review and discussion, upon motion duly made by Director Savela, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the Contract Change Orders as presented.

Approval of District Contract Change Orders: Mr. Marrocco reviewed and recommended approval of CO 13 BrightView Landscape Development – 50th and Bridge Landscaping: Contract Reconciliation (-\$32,700.90). Following review and



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discussion, upon motion duly made by Director Savela, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Contract Change Orders as presented.

Ratification of Executed Work Orders and Task Orders: Mr. Marrocco reviewed and recommended approval of WO 18 – AAA Barricade – BrightView Closure (\$2,400.00). Following review and discussion, upon motion duly made by Director Petro, seconded by Director Strider, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Executed Work Orders and Task Orders as presented.

Approval of Work Orders and Task Orders: Mr. Marrocco reviewed and recommended approval of WO 19 – AAA Barricade – BrightView Closure (\$2,400.00), WO 20 – AAA Barricade – BrightView Closure (\$1,200.00) and TO 8 – IDES – District Oversight (District Contract Closeout: \$20,000.00). Following review and discussion, upon motion duly made by Director Savela, seconded by Director Strider, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Work Orders and Task Orders as presented.

District Capital Infrastructure Report: Mr. Woolard reviewed the District Capital Infrastructure Report dated April 15, 2019 with the Board and answered questions.

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### FINANCIAL MATTERS

Ratification of payment of claims: Ms. Janzen reviewed with the Board the payables listing dated December 1, 2018 through March 26, 2019 totaling \$792,948.09. Following review and discussion, upon motion duly made by Director Tarufelli, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the payments made in the total amount noted above.

Financial Report: Ms. Janzen reviewed with the Board the unaudited Financial Statements for the period ending December 31, 2018 and answered questions. Following review and discussion, upon a motion duly made by Director Tarufelli, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to accept the unaudited Financial Statements for the period ending December 31, 2018.

2018 Audit Engagement Letter with Stratagem: Ms. Green presented and reviewed the 2018 Audit Engagement Letter with Stratagem. Following review and discussion, upon motion duly made by Director Savela, seconded by Director Tarufelli and, upon vote, unanimously carried, it was

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**RESOLVED** to ratify the 2018 Audit Engagement Letter with Stratagem.

MANAGEMENT  
AND  
OPERATIONAL  
MATTERS

Social Committee Report: Ms. Guth reviewed the Social Committee Report with the Board. Ms. Guth introduced Daniel Lee and reported that Mr. Lee was recently hired by Denver Metropolitan YMCA to fulfill the fulltime onsite recreation manager for the Venture Center and Fitness Center.

District Engineer Report: Mr. Woolard reviewed the written Engineer Report dated April 15, 2019 with the Board and answered questions.

District Manager's Report: Ms. Green reviewed the written Manager's Report dated April 15, 2019 with the Board and answered questions.

Approval of Website Redesign Independent Contractor Agreement: Ms. Green reviewed with the Board the Website Redesign Independent Contractor Agreement. Mr. Lekahal reviewed the request to waive the insurance liability requirements. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to approve Website Redesign Independent Contractor Agreement with Heather Sosa, waiving Section 11. Contractor's Insurance terms in the Website Redesign Independent Contractor Agreement with Heather Sosa.

Ratification of Pinnacle Consulting Group, Inc. 2019 Additional Venture Center Set Up, Master Association Election, and Website Development Services Addendums to the Service Agreement: Ms. Green presented the Pinnacle Consulting Group, Inc. 2019 Additional Venture Center Set Up, Master Association Election, and Website Development Services Addendums to the Service Agreement for ratification. Ms. Green noted that these scopes of work and additional services budget allocations were noted as not included in the 2019 Pinnacle Consulting Group, Inc. Services Agreement approved by the Board at the December 3, 2018 special meeting. Following review, upon motion duly made by Director Tarufelli, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the 2019 Additional Venture Center Set Up, Master Association Election, and Website Development Services Addendums to the Service Agreement, as presented.

Ratification of the 2019 Independent Contractor Agreements and Contract Modifications Report: Ms. Green presented the following 2019 Facilities Operations and Maintenance Independent Contractor Agreements and Contract Modifications associated with the adopted 2019 Budget appropriations for ratification:



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1. Play Ground Safety Solutions
2. Electritech, Inc.
3. Colorado Hardscapes
4. YMCA of Metropolitan Denver
5. Keesen Landscape Management, Inc.
6. CAM Services
7. Muttley's Maid, Inc.

Following review, upon motion duly made by Director Petro, seconded by Director Strider, and upon vote, unanimously carried, it was

**RESOLVED** to ratify the 2019 Facilities Operations and Maintenance Independent Contractor Agreements and Contract Modifications Report, as presented.

### LEGAL MATTERS

Approval of Brighton Crossings Authority Establishment Agreement: Mr. Lekahal presented to the Board for consideration the Brighton Crossings Authority Establishment Agreement. Following review and discussion, upon motion duly made by Director Strider, seconded by Director Schum, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Brighton Crossings Authority Establishment Agreement, as presented.

Appointment of Member(s) to Brighton Crossings Authority: Mr. Lekahal briefed the Board regarding the Appointment of Member(s) to Brighton Crossings Authority. Following review and discussion, upon a motion duly made by Director Robbins, seconded by Director Simpson, and upon vote, unanimously carried, it was

**RESOLVED** to appoint John Strider for District No. 4, term ending May 2022, to the Brighton Crossings Authority Board.

Discuss Process for Establishing Authority: Mr. Lekahal and Ms. Green discussed with the Board the process, so far, to establish Brighton Crossings Authority, and reviewed the remaining establishment and transitional matters necessary to prepare for the Board to consider at the next regularly scheduled meeting, June 11, 2019. The Boards authorized Pinnacle Consulting Group, Inc. to work closely with the District's legal counsel and board representatives on all remaining establishment and transitional matters necessary for Brighton Crossings Authority to assume operations and maintenance matters in accordance with the Brighton Crossings Authority Establishment Agreement.

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Approval of Resolution Concerning the Imposition of an Operations Fee: Mr. Lekahal presented to the Board the Resolution Concerning the Imposition of an Operations Fee. Following review, upon motion duly made by Director Savela, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Resolution Concerning the Imposition of an Operations Fee, as presented.

Approval of Amended and Restated Policies and Procedures Regarding Recreational Amenities: Mr. Lekahal reviewed the Amended and Restated Policies and Procedures Regarding Recreational Amenities with the Board. It was the consensus of the Board to authorize Mr. Lekahal, Ms. Green, and Mr. Reid to work with Director Schum and Director Strider to finalize and approve the Amended and Restated Policies and Procedures Regarding Recreational Amenities for ratification at the next regular meeting. Following review, upon motion duly made by Director Savela, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Amended and Restated Policies and Procedures Regarding Recreational Amenities, subject to final revisions.

Approval of Grant of Easement to United Power: Mr. Lekahal reviewed the Grant of Easement to United Power (Tract M, Filing 2, Third Amendment) and the Grant of Easement to United Power (Tract R, Filing 2, Sixth Amendment). Following review, upon motion duly made by Director Savela, seconded by Director Petro, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Grant of Easements to United Power as presented.

Approval of Temporary Operation and Funding Agreement for the Venture Center: Mr. Lekahal presented to the Board the Temporary Operation and Funding Agreement for the Venture Center. Upon motion duly made by Director Strider, seconded by Director Savela, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Temporary Operation and Funding Agreement for the Venture Center, as presented.

Discuss Memorandum Regarding House Bill 19-1050 (water-efficient landscaping): Mr. Lekahal discussed the Memorandum Regarding House Bill 19-1050 (water-efficient landscaping) with the Board.

Approval of Waiver of Potential Conflict of Interest with regard to Brighton Crossing Master Association, Inc.: Mr. Lekahal presented the waiver of Potential Conflict of Interest for White Bear Ankele Tanaka, and Waldron in regard to the Brighton Crossing Master Association, Inc. Following review, upon motion duly made by



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Director Strider, seconded by Director Savela, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Waiver of Potential Conflict of Interest for White Bear Ankele Tanaka, and Waldron regarding the Brighton Crossing Master Association, Inc. as presented.

### DIRECTOR ITEMS

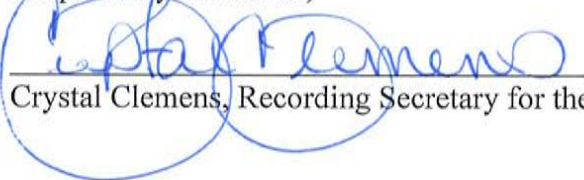
General Considerations Letter: Director Strider reviewed the General Considerations Letter dated March 21, 2019 with the Board. It was the consensus of the Board to direct the District's management team to continue to work with the City of Brighton and contact abutting property owners and business owners to address construction debris and trash, property vegetation maintenance, and snow removal services impacting the District's facilities.

### ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Petro, seconded by Director Savela, and upon unanimous vote, the meeting was adjourned at 7:48 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,



Crystal Clemens, Recording Secretary for the Meeting