

**CASTLE PINES NORTH METROPOLITAN DISTRICT
REGULAR MEETING MINUTES
MARCH 16, 2015 – 6:00 p.m.**

HELD: Monday, March 16, 2015 at 6:11 p.m. at the Castle Pines North Community Center, 7404 Yorkshire Drive, Castle Rock, Colorado.

ATTENDEES: Directors Kathy Rosenkrans, Eric Anderssen, Keith Dodd, and Stephen Allen were present. Also present were District Manager Jim Nikkel, Parks & Open Space Manager Craig Miller, and District Administrator Janet Burnham. Also in attendance were Finance Director Peggy Dowswell of Pinnacle Consulting Group, and District legal counsel Joan Fritsche. Jim Harrington of Ehlers & Associates attended as did residents Dan Schatz and Eric Edwards.

CONFLICTS: None

QUORUM: Present

APPROVAL OF AGENDA: A motion was made by Director Allen to approve the agenda. The motion was seconded by Director Rosenkrans and was approved unanimously.

PUBLIC COMMENT: Resident Dan Schatz addressed the Board regarding his appreciation of the work put forth by former Director Steve Labossiere on behalf of the District.

ACTION ITEMS:

The Board concurred to table approval of the minutes until they are amended to separate the portion that applies to the Finance Corporation from the District portion.

Jim Harrington informed the Board that, in regard to the refinancing of the Certificates of Participation (COPs), the sale of the bonds came within, or better than, the required parameters. He also had favorable negotiations with Wells Fargo in their part of the transaction.

Peggy Dowswell reviewed the financial statements and addressed questions from the Board. She informed the Board that the District's new rating from Moody's came in at A1 and at Double A Minus from Standard & Poors. The 2015 budget will need to be amended to accommodate the COP transaction. With regard to the reimbursement request from Steve Labossiere, Peggy said that the check had been cut but not sent, pending final approval from the Board. Director Dodd requested that Counsel Joan Fritsche draft a reimbursement policy to be considered at the next meeting. Pursuant to discussion, the Board concurred to approve the request as part of the payables. A motion was made by Director Allen to accept the financial report and items from the Finance Director. The motion was seconded by Director Anderssen and was approved unanimously.

A motion was made by Director Dodd to approve/ratify the payables in the total amount of \$411,803.96 which includes \$101,032.05 for the General Fund/Debt Service and \$231,062.76 for the Enterprise Fund (check numbers 20881 through 20952 totaling \$332,094.81) and all electronic

payments (totaling \$79,709.01). The motion was seconded by Director Allen and was approved unanimously.

Counsel Joan Fritsche explained the process for taking the District assets out of the Finance Corporation and returning them to ownership by the District, including the need for the Board to formally accept them. A motion was made by Director Allen to acknowledge acceptance of the following assets transferred as of March 12, 2015 from the Castle Pines North Finance Corporation to the Castle Pines North Metropolitan District:

- Fulton Irrigation Company Stock Assignment (80 Shares)
- Fulton Irrigation Company Stock Assignment (25 Shares)
- Platteville Irrigating and Milling Company Stock Assignment
- Administration Building Bargain and Sale Deed to District
- Reuter-Hess Water Storage Easement Bargain and Sale Deed to District
- Hock Hocking Water Rights Bargain and Sale Deed to District

The motion was seconded by Director Anderssen and was approved unanimously.

Parks and Open Space Manager Craig Miller reviewed his monthly report.

Manager Jim Nikkel addressed the Board regarding his report, including his receipt of two letters of interest regarding the Board vacancy. Jim informed the Board that he would be addressing the City Council regarding storm water issues. Director Dodd recommended that the District and the City deal directly with the HOA's concerning division of duties with regard to storm water and permission was granted to share the existing storm water ownership map. Jim will meet with Burns Marketing to get a proposal for public relations and George K. Baum will present at the April meeting regarding bond issuance messaging. Additionally, some discussion was held regarding the billing system.

Counsel Joan Fritsche addressed the Board regarding her work on the COPs including the asset transfer and title commitments. She is also working with a legal group affiliated with the Chatfield Project.

At 8:00 p.m. a motion was made by Director Dodd to go into executive session pursuant to C.R.S. §24-6-402(4)(b) for the purpose of receiving legal advice on litigation matters. The motion was seconded by Director Allen and was approved unanimously.

At 8:16 p.m. the Board came out of executive session and reconvened the regular meeting. With all other business to come before the Board having been addressed, the meeting was adjourned.

CASTLE PINES NORTH METROPOLITAN DISTRICT

**ATTORNEY'S STATEMENT RE:
MINUTES OF THE EXECUTIVE SESSION
OF THE BOARD OF DIRECTORS**

March 16, 2015

I, Joan M. Fritsche, herewith make the following signed statement in accordance with C.R.S. Section 24-6-402(2)(d.5)(II)(B):

1. I am an attorney serving as general counsel to the local public body of the Castle Pines North Metropolitan District, Douglas County, Colorado (CPNMD).
2. The Board of Directors of CPNMD met with Jim Nikkel and me in executive session during its regular board meeting on March 16, 2015 pursuant to C.R.S. §24-6-402(4)(b) to confer with an attorney for the purpose of receiving legal advice on litigation matters.
3. The executive session lasted from approximately 8:00 p.m. to 8:16 p.m. The executive session was not recorded based upon my opinion that the discussion constituted privileged attorney-client communication.

Joan M. Fritsche
Attorney for CPNMD

As President of the Board of Directors of CPNMD, I attest that the portion of the executive session that was not recorded was confined to the topic authorized for discussion in an executive session pursuant to C.R.S. subsection (4)(b) of Section 24-6-402.

Keith Dodd, President of Board of Directors
Castle Pines North Metropolitan District