



**MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
BENT GRASS METROPOLITAN DISTRICT
HELD APRIL 2, 2019 AT 10:30 A.M.**

Pursuant to posted notice, the continued meeting of the Board of Directors of the Bent Grass Metropolitan District was held on Tuesday, April 2, 2019 at 10:30 AM, at 102 E. Pikes Peak Avenue, Suite 200, Colorado Springs, CO 80903.

Attendance

In attendance were Directors:

Randle Case II, President
Bryan Long, Vice President/Secretary
Lena Gail Case, Director
Brad Lam, Director
Brian Bahr, Treasurer

Also in attendance were:

Peter Susemihl, Susemihl McDermott & Cowan P.C.
Kevin Walker, WSDM
Lori VonFeldt, WSDM

1. Call to Order & Certification of Quorum & the Agenda:

The meeting was called to order at 10:32 a.m. The Board discussed the Agenda and removed the approval of the 3/14/19 Minutes since it was an error. President Case added to item 9.b. and explained he would be looking for authorization to sign the application submittal to the County in its final form. President Case noted that today's minutes would be recorded and transcribed by audio by Mrs. Kulick who was unable to attend the meeting.

2. Approval of the 3/5/19 Minutes:

Director Bahr moved to approve the March 5, 2019 minutes as presented; seconded by Director Lam. Motion passed unanimously.

3. Public Comment:

President Case noted that Mr. Waldthausen will be late for the meeting but had a Planning Commission item so the Board may get information from him later. There was no other public comment.

4. Review of Financials and Approval of Payables:

Ms. VonFeldt noted a draw that was done on March 15th and requested approval from the Board. She added that invoices for April had not been received yet. Director Bahr moved to approve and

ratify the Payables as presented; seconded by Director Lena Gail Case. Motion passed unanimously.

5. Board President Report:

President Case said the Board would probably not need an executive session today. He said we had some good progress on water documentation that will be discussed further later in the Agenda.

President Case discussed the Randy DeYoung proposal for a Man Cave project and that he and Mr. Walker attended an early assistance meeting at El Paso County Planning recently. He noted that he emailed the proposed site plan to the Board members before the meeting today.

President Case updated the Board on the Woodmen Hills Metro District Water Inclusion Agreement amendment and said we received communication from the District Engineer for WHMD wanting to know the status of the signatures. He shared that attorney Sara Frear with Mulliken Weiner Berg & Jolivet P.C. responded and let them know Bent Grass Metro District is close to completing the signatures as there were two people out of town pending signatures. President Case shared that he went to Phoenix in March and got one signature while he was there leaving 2 signatures remaining.

President Case noted the Board President Report and updates from the last meeting still apply as well.

Director Lam asked for clarification on the Man Cave project. Director Bahr explained projects like this are warehouses that people can buy individually as a getaway. President Case said they even put horseshoe pits and fire pits in between the warehouses as an amenity for the folks to come out to their man cave and play. The Board discussed an existing location in Monument and that it is very high-end and well done. The Board discussed going to the County with an idea of a nice stucco wall instead of looking at all the RV's next to the townhome site. President Case added that Mr. DeYoung would appreciate that type of feedback if there was a way to reach out to him. Mr. Walker discussed the potential impact on the realignment of the access point on the frontage road and Woodmen Road and that Mr. DeYoung has been cooperatively discussing this idea of realigning with other owners and the Bent Grass Metro District for a few years. President Case noted that the area along Woodmen Road is almost built out and Woodmen Road Metro District will not likely be a significant resource for a new connection to Woodmen at Bent Grass. So, the Bent Grass Metro District would likely have to fund that connection and also hoping that an eastbound Woodmen left-in could be approved by the County. Right now, the County has only approved for a right-in, right-out. Mr. Walker said the drainage to the East is another issue, as well as a \$10,000 per acre platting fee for the signal with the connection and construction of the signal at Meridian.

6. Manager's Report:

Mr. Walker said they are getting ready to fire up landscape irrigation in the next 30 to 45 days. There have been 4 or 5 snow removals. Director Lam confirmed they have been doing a good job. Mr. Walker said they would do an inspection of the stormwater facilities, making sure they are up to date after recent construction and clean up work from last year.

7. Development Updates:

Director Bahr said they had reached an agreement for purchase with all of the residential property owners, so they are planning to move forward on development subject to the completion of the water acquisition fee agreement with Woodmen Hills. President Case noted they are waiting on signatures from Mr. DeYoung and Mr. Richard Graham who is the current owner of Falcon Storage. President Case said he has been holding the District's signature on the certification until we get to the end of the signatures. He added that Mr. Mulliken is available by phone today if the Board needs to call him. President Case asked Director Bahr what their schedule will be assuming we get the water agreement done. Director Bahr said he would expect them to be moving forward on the road agreements as soon as possible and drainage improvements. President Case asked Director Bahr if the District will see additional fill-up bond proposals and he will build the road and then submit the request for reimbursement after it is built. Director Bahr said we may decide to engage with Mr. Bishop with D.A. Davidson now that we have a plan that can get us to completion of the project and ask what the market is like today for more permanent financing because the fill-up bonds are at 8% and could probably find 5.5% or 6% funding that may be a better alternative for the District. President Case asked Attorney Pete Susemihl if we need additional authority to start that conversation with Mr. Bishop. Mr. Susemihl said no. Director Bahr said we might be able to borrow based on the current revenue at a lower rate and then do a fill-up on top of that. President Case asked Director Bahr if he has an idea on timing when we need to engage additional work with the District. Director Bahr said hopefully this summer.

President Case reported that the dental clinic on the east side of Bent Grass did have their pre-ap with the County in March for expansion and that went well. They are going to add approximately 7,000 sq ft of land north of their current site from President Case and other owners. This proposal requires an adjustment of a lot line to do it, possible movement of a subdivision sign that is not yet built to get that all done.

President Case said they have not had any follow up with School District 49 about going in south of that area for bus parking and office space. The D-49 participants have been out of town on spring break, so have not had direct contact with them in the last 30 days.

President Case said they have proposed users who would like to build in the lower part of Bent Grass adjacent to Woodmen frontage road, but they would need to have the left in movement coming in for eastbound Woodmen. It is nice that there is quite a bit of asphalt already built on Woodmen where that new left turn lane could go, so it would be relatively straight forward to do it according to Mr. Waldthausen. It would just be filling in some of the median and additional striping. Director Bahr asked what the estimate would be for just the frontage road realignment and this three-way intersection. President Case said no one has ever put a price on it. Director Bahr suggested having Mr. Waldthausen do the numbers because the taxes generated by these commercial users may be sufficient capital that justifies a large portion of the cost and the property owners may be willing to cover a portion as well. Mr. Walker noted the Woodmen Road District has a program that hasn't yet been tapped into for accesses, and may be able to contribute something as well based on tax revenues paying for it. Director Bahr added the additional access at Bent Grass would be better for the new proposed King Soopers as well. President Case said there would be a lot of traffic from King Soopers wanting to go west. The Board discussed traffic issues that could be created in that area and ways to alleviate the problems. Mr. Walker noted in the Man Cave meeting they discussed detention pond areas, and a requirement for Preble Meadow Jumping mouse habitat, so it will need a study done to show that it is not mouse habitat.

8. Review and Action on:

- a) Woodmen Road/Bent Grass Meadows Drive Access Update:
President Case noted this item was discussed previously in Development Updates.

- b) Bent Grass Meridian Traffic Signal Update:
President Case said Mr. Hodsdon with LSC Traffic Consultants has completed the traffic analysis and is ready to submit the report to the County, but it requires a District representative signature. President Case asked the Board if there were any comments on the report that was sent out and he reviewed them on the big screen during the meeting. Mr. Susemihl asked if there was a recommendation in the report. President Case said the study talks about closing the 7-Eleven connection and addressing the traffic for different volumes of size of use. He explained this effort is to try and eliminate and/or phase some of the work going forward. President Case went over the exhibits included in the report on the big screen. President Case noted it is anticipated that Bent Grass Metro District and its owners would argue against needing the accel lane in the future. Director Lam pointed out that they may need the accel lane otherwise there will be trucks stacked up waiting to go left, and those cars waiting to go right will be unable to see around the trucks and cars that are waiting to go left, and it could cause accidents because they dart out in traffic. He said there are already accidents in that area for the same reason. Mr. Walker suggested that if there is a protected left signal, then the trucks should not be pulled up as far and the traffic can see around them. Also, people will wait for the opening in traffic as opposed to using the accel lane. Director Bahr moved to authorize President Case or an authorized District representative to sign the Traffic Study for Bent Grass Metro District for submittal to the County; seconded by Director Long. In discussion, President Case noted that the Study discusses several different concepts and as development occurs, different kind of improvements are suggested. He added that this is just the commercial analysis and there will be a separate study for residential. No other discussion and Motion passed unanimously.

- c) County Development Agreement:
President Case said the County Development Agreement was put in place in 2015 and that document may need additional attention as these projects are unfolding, particularly residential because it contemplated a conversation whether the traffic signal at Meridian and Bent Grass Meadows Drive comes first or the road connection from east to west does. He said the land developers want to make the connection first for good practices assuming funding can work. He said, in coming weeks, the District and owners would see if the Development Agreement needs to be amended which includes the District and property owners.

9. Executive Session to receive reports from consultants on water resources issues and receive legal advice:

Mr. Susemihl indicated there was no need for an executive session.

10. Review and Action on Woodmen Hills Metro District Proposal Intergovernmental or Other Agreement:

President Case noted Woodmen Hills Metro District is still affirming their willingness to go forward and the topic was on their March 28th District Board Agenda. He said they are doing inclusions for other projects including a Circle K and Falcon Highlands. Mr. Walker said he hadn't seen anything about it in Woodmen Road District. President Case said the Hummel Development people might have sold their interest out at Woodmen and Meridian for Falcon Market Place. He has called twice but has not heard back yet. President Case also added that King Soopers might be on hold. He also heard that Les Schwab withdrew their contract at another site and may happen at this location as well.

11. Other Old Business:

There was no discussion.

12. New Business:

There was no discussion.

13. Confirm and Set Next Meeting:

The Board agreed to hold the meeting on May 7th, 2019 at 10:30 a.m.

14. Adjournment:

The meeting was adjourned at 11:18 a.m.

Respectfully Submitted,
Walker Schooler District Managers

By: Kristina Kulick for the Recording Secretary