



**MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
BENT GRASS METROPOLITAN DISTRICT
HELD JUNE 2, 2020 AT 10:30 A.M.**

Pursuant to posted notice, the special meeting of the Board of Directors of the Bent Grass Metropolitan District was held on Tuesday, June 2, 2020 at 10:30 AM, via electronic means and telephone conference call.

Attendance

In attendance were Directors:

- *Randle Case II, President
- *Lena Gail Case, Director
- *Bryan Long, Vice President
- Brian Bahr, Treasurer excused at 11:15
- *Randy DeYoung, Director

Also in attendance were:

- Kevin Walker, WSDM
- *Pete Susemihl, Susemihl, McDermott & Downie, P.C.
- *Ron Waldthausen, Land First Inc
- Jim Byers, Challenger
- Lee Eisenheim, Challenger

*= Present at meeting site 102 E. Pikes Peak Ave., Suite 200, Colorado Springs, CO 80903

1. Call to Order & Introductions:

President Case II called the meeting to order at 10:30 a.m.

2. Approval of the May 5, 2020 Minutes:

The Board tabled the approval of the May 5, 2020 Minutes.

3. Public Comment:

There was no public comment.

4. Review of Financials and Approval of Payables:

President Case II requested to move the Financials and approval of Payables to the end of the Agenda. Mr. Walker presented the Payables. Director Lena Gail Case moved to approve the Payables as presented; seconded by Director Long. Motion passed unanimously. Mr. Walker suggested tabling the approval of the Financials for next meeting so Director Bahr can review.

5. Board President Report:

President Case II noted there was nothing new to report.

6. Manager's Report:

- a. Metro District Covenant Enforcement: Mr. Walker reported they are moving forward on the Metro District covenant enforcement. Mr. Walker discussed the costs associated with covenant enforcement and that he could do it on a time and materials, hourly basis. He noted the first year may require more due to time and meetings. Mr. Walker can provide a proposal if the Board would like. President Case II said he would like an assessment of the situation before we move forward. He suggested going out and looking at the trouble spots and see what would need to be enforced to have a better understanding. President Case II also suggested using the previous board member, Mr. Lam who offered his help. Mr. Walker agreed that is a great idea and someone from his office can go out as well. The Board agreed that is a good plan. Mr. Susemihl discussed assigning the declarants rights of covenant enforcement and architectural review to the created Colorado nonprofit organization. President Case II discussed wanting more information on what Mr. Walker and Mr. Susemihl are doing in Ventana and Mountain Vista Metro Districts at the July meeting.
- b. Bent Grass Meadows Drive South Reimbursement Request: Mr. Walker explained last month the Board discussed the reimbursement agreement request from Director DeYoung. Mr. Walker noted they have not made progress yet and the main focus has been on the development issues and bond issue. Mr. Walker recommended putting this on next month's agenda. Director DeYoung noted he will be sending information to get this moving forward.
- c. Request for approval of Agreement to maintain drainage tracts – Challenger parcel: Mr. Walker discussed the area of drainage tracts that are being developed in this next phase and that the County requested that the District agree to take responsibility for the maintenance. Mr. Walker noted it is similar to the agreement for the other detention ponds in Filing No. 1. Mr. Susemihl has reviewed the draft agreement and made changes to the indemnity clause and now just waiting on the exhibits for the agreement. Mr. Byers discussed a possible overlap issue with Jeff Rice asking two entities to provide the same agreement. Mr. Walker noted he spoke with Hammers Construction and told them that they were reviewing the agreement and they were just wanting to make sure they understood the attachments and exhibits. Mr. Byers discussed how they reconfigured the drainage location of the 7-acre site that was proposed for a park. President Case II expressed concerns with drainage coming through the subdivision and asked who would maintain it. Mr. Eisenheim explained it would be part of the property owner's responsibility regarding the drainage easement that is on the back of their lot. If there are any issues regarding that, they would have to address those directly with the County. Director Bahr moved to approve authorizing the District Board President to execute documents upon approval by Mr. Susemihl and Mr. Walker of proper exhibits; seconded by Director Long. Motion passed unanimously.
- d. Review of Bentgrass/Meridian drainage improvement: Mr. Walker discussed what improvements to make at the Meridian and Bentgrass Meadows Drive intersection. There are two options, add two temporary culverts to the other 3 culverts to pass the stormwater under Bentgrass Meadows Drive. This would not be a recoverable item and ultimately somebody would need to build the permanent item. The second option would be proposing the construction of two box culverts that would be the permanent improvement. Mr. Walker confirmed this improvement is eligible for bridge fee reimbursement. Mr. Walker recommended that the Board authorize the developer to move forward with the permanent improvement. Director Lena Gail Case moved to accept the proposal to do the full cross-section of stormwater improvements at the Bentgrass and Meridian intersection and that those improvements would be eligible for reimbursement through the bonds or County Bridge Fees if available; seconded by Director DeYoung. Motion passed unanimously.

Mr. Byers reported they are in the second review period with the County and they anticipate completion in Fall 2020. The Board discussed the timing of the drainage improvements and traffic signal. Director Long moved to authorize the District to engage Novak Consulting again to represent the District and do the construction verifications; seconded by Director Lena Gail Case. Motion passed unanimously. Director Bahr was not present. After further discussion, Director Lena Gail Case moved to authorize the necessary officers to execute the final traffic signal design plans; seconded by Director Long. Motion passed unanimously. Director Bahr was excused. Mr. Byers asked if they get delayed any longer with the O&M Agreement with the County, is the Board willing to submit a letter to carry stating we are all in agreement on the O&M to help expedite the final approval of the plat. President Case II said they could issue a letter today based on the approved motion that states the Board initiates approval of the maintenance document subject to final exhibit attachment and drafting.

7. Development Updates:

Mr. Eisenheim reported they have majority of the wet utilities in for phase 1 which is the first production and model lots. They anticipate starting curb and gutters next week on Bentgrass Meadows Drive and other areas in the production, and they hope to have the majority of Bentgrass completed as well as the first phase of residential homes by end of June.

Mr. Waldthausen asked if it would create a problem if he submitted an application for a subdivision on the commercial now that the drainage and signal issues are under control. Mr. Byers said he does not anticipate it causing Challenger any problems. Mr. Waldthausen said he will have the initial meeting with the County then.

Mr. Eisenheim discussed the timing of the intersection construction phases and how it was done to not impede traffic in the area, but they are full steam ahead and would like to get things done as quickly as possible.

Director DeYoung reported they are moving along with the County process. He noted a lot of positive feedback and interest in the project.

President Case II discussed that District 49 has gone silent on their plans since the news of the school finance budget drop. He reported the ownership of Director Lena Gail Case's property to the south of Director DeYoung's property is going to consider other alternatives. Falcon Marketplace is moving forward quickly with the new King Soopers, and the County has approved new commercial development further to the east near Woodmen and Highway 24. Mr. Walker noted discussions surrounding the Banning Lewis Ranch annexation to the City that Norwood is doing. Mr. Byers discussed they are sold out at Sterling Ranch and are waiting on plat approval to move on to the next phase. Mr. Byers noted they anticipate the Bent Grass presales to sell quickly and they have not seen a significant slow down in their sales due to Coronavirus or the condition of the economy.

8. Review and Action on:

- a. BGMD Bond Refinance: Mr. Walker reported he has been working with bond counsel and the underwriter and others to get the final documents signed. They should be ready to issue the final limited offering memorandum and close the bonds. Mr. Walker noted there was significantly higher interest than they have had in the last 30 days, and that he locked in some bonds this morning that were better than expected in the marketplace.
- b. Woodmen Road/Bent Grass Meadows Drive Access Update: There was no additional discussion.
- c. Bent Grass Meridian Traffic Signal Update: There was no additional discussion.
- d. County Development Agreement: There was no additional discussion and deleted from agenda.

9. Executive Session to receive reports from consultants on water resources issues and receive legal advice: The Board indicated there was no need for an executive session.

10. Other Old Business:

There was no discussion.

11. New Business:

There was no discussion.

12. Confirm and Set Next Meeting:

The Board confirmed the next meeting will be July 7, 2020.

13. Adjournment:

Director Long moved to adjourn; seconded by Director Lena Gail Case. Motion passed unanimously at 11:40 A.M.

Respectfully Submitted,
Walker Schooler District Managers

By: Kristina Kulick for the Recording Secretary