

NOTICE OF REGULAR MEETING

**STERLING RANCH COMMUNITY AUTHORITY BOARD
DOUGLAS COUNTY, COLORADO**

NOTICE IS HEREBY GIVEN that the Board of Directors of Sterling Ranch Community Authority Board (the “CAB”), Douglas County, Colorado, will hold a regular meeting on Tuesday, December 18, 2018 at the hour of 3:00 p.m. at the offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 275, Greenwood Village, CO 80111. At this meeting the Board will take up regular business of the Authority as reflected on the agenda attached, and any other matters as may come before the Board. These meetings are open to the public.

This notice is given by order of the Board of Directors of the Authority.

STERLING RANCH COMMUNITY AUTHORITY
BOARD
DOUGLAS COUNTY, COLORADO

By: /s/ Denise Denslow
Manager

STERLING RANCH COMMUNITY AUTHORITY BOARD "CAB"
REGULAR MEETING AGENDA

Board of Directors:

Term Expires:

James Yates, President (representing Sterling Ranch Colorado MD No. 2)	January 15, 2023
Harold R. Smethills, Jr., Vice President (representing Sterling Ranch Colorado MD No. 1)	January 15, 2020
Diane H. Smethills, Treasurer (representing Sterling Ranch Colorado MD Nos. 3-7)	January 15, 2020
David Little, Assistant Secretary (representing Sterling Ranch Colorado MD No. 1)	November 20, 2022
Denise Denslow, Secretary	N/A
8 VACANCIES	

Date: December 18, 2018 - Tuesday
Time: 3:00 p.m.
Location: CliftonLarsonAllen LLP
8390 E. Crescent Parkway
Suite 275 / Second Floor
Greenwood Village, CO 80111

1. CALL TO ORDER / DECLARATION OF QUORUM

2. DISCLOSURE OF CONFLICTS OF INTEREST

3. REVIEW AND APPROVE AGENDA AND MEETING LOCATION; APPOINT ACTING SECRETARY FOR MEETING, IF NECESSARY

4. PUBLIC COMMENTS

5. MANAGEMENT MATTERS / Tom Martinez

A. General Updates

1. Operations Report (enclosed)
2. Lifestyle Plan and Budget Presentation / Kate Kunzie (enclosures)
 - a. Discuss and Consider for Approval Authorization to Proceed with Lifestyle Plan and Budget
3. 2018-2019 Snow Removal Program
 - a. Mr. Both circulate Snow Removal Map

- b. Discuss and approve Brightview Landscape Development, Inc. snow removal on and time and materials basis up to \$76,000 (increased budgeted amount by \$2,949.85
 - 4. Presentation from Mr. Both on Work Order Tracker
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6. LEGAL MATTERS

A. Rules and Regulations

CONTINUED SECOND READING - Discuss and Consider Approval of Revisions to Rules & Regulations; Review and Consider Adoption of Resolution No. 2018-11-__ Resolution of the Board of Directors of the Sterling Ranch Community Authority Board Amending its Rules and Regulations Compilation to Update and Conform the Provisions, Fees, Policies and Procedures Set Forth in These Documents (to be distributed)

- 1. Employee Handbook (enclosures)
 - a. Employee Review Process
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B. Engagement of Special Counsel/Covenant Enforcement

- 1. Discuss and Consider Approval of Engagement of Winzenburg, Leff, Purvis, & Payne LLP as Covenant Enforcement Counsel (enclosed)
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C. Engagement of Special Counsel/Acquisition of Real Estate Interests

Discuss and Consider for Approval:

- 1. Joint Engagement of Alderman Bernstein with Sterling Ranch Colorado Metropolitan District No. 2
 - a. Executive Session to receive legal advice regarding negotiation to acquire Temporary Construction Easement Extension
- 2. Joint Engagement of Alderman Bernstein with Sterling Ranch Colorado Metropolitan District No. 3

D. Sterling Ranch Filing 2 Superblock

Discuss and Consider for Approval:

1. Improvements Agreement/Filing 2 Superblock between DFH Mandarin, LLC, First American Title Insurance Company, and the Sterling Ranch Community Authority Board
 2. Acceptance of Assignment of Responsibility of Coordination and Installation of Improvements identified in the Subdivision Improvements Agreement Specific to Sterling Ranch Filing No. 2, 1st Amendment (Filing No. 2 Superblock) between Sterling Ranch Development Company and the Board of County Commissioners of Douglas County
 3. Project Management Services Agreement/Filing 2 Superblock by and between Terra Causa Capital, LLC and the Sterling Ranch Community Authority Board
 4. Funding Agreement/Filing No. 2 Superblock Improvements by and between Sterling Ranch Development Company and the Sterling Ranch Community Authority Board
 5. Escrow Agreement by and between DFH Mandarin, LLC, the Sterling Ranch Community Authority Board and First American Title Insurance Company
 6. Acceptance of conveyancing deeds to the CAB for any easement or tracts to be conveyed in Filing No. 2 Superblock
 7. Tap and Facilities Fee Purchase Agreement with DFH Mandarin, LLC, Sterling Ranch Development Company, First American Title Insurance Company and the Sterling Ranch Community Authority Board
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E. Sterling Ranch Filing 4C:

Discuss and Consider for Approval:

1. Development Agreement (Sterling Ranch Filing No. 4C) with Lennar Colorado, LLC, Sterling Ranch Development Company, First American Title Insurance Company and the Sterling Ranch Community Authority Board
2. Escrow Agreement for Trunk Improvements in Sterling Ranch Filing No. 4C between Lennar Colorado, LLC, Sterling Ranch Development Company, Sterling Ranch Community Authority Board and First American Title Insurance Company
3. Escrow Agreement for CAB Security Obligations related to Sterling Ranch Filing No. 4C between Lennar Colorado, LLC, Sterling Ranch Development Company, Sterling Ranch Community Authority Board and First American Title Insurance Company

4. Escrow Agreement for Platting related to Sterling Ranch Filing No. 4C between Lennar Colorado, LLC, Sterling Ranch Development Company, Sterling Ranch Community Authority Board and First American Title Insurance Company
 5. Acceptance of Conveyancing Deed to the CAB for Tracts in Sterling Ranch Filing No. 4C
 6. Tap and Facilities Fee Purchase Agreement with Lennar Colorado, LLC, Sterling Ranch Development Company, First American Title Insurance Company and the Sterling Ranch Community Authority Board
 7. Shared Improvements Agreement/Filing 4C with Lennar Colorado, LLC and the Sterling Ranch Community Authority Board
 8. Resolution No. _____ Encumbering and Committing Funds For the Completion of Improvements and Landscape and Park Improvements for Sterling Ranch Filing No. 4C
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F. Preliminary Plan 3

Review and Consider for Approval:

1. Amended and Restated Service Agreement (Project Management Service – PP3) between the Sterling Ranch Community Authority Board and Terra Causa Capital, LLC
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G. Civic Center Project

Discuss and Consider for Approval:

1. Second Amendment to Lease between Sterling Ranch Community Authority Board, as tenant, and SR Civic Center LLC, as Landlord
2. First Amendment to Sublease between Sterling Ranch Community Authority Board, as sub-landlord, and Join Me, LLC, a Colorado limited liability company d/b/a Atlas Coffees, as subtenant
3. First Amendment to Sublease between Sterling Ranch Community Authority Board, as sublandlord, and Sterling Ranch Craft Beverages, LLC, a Colorado limited liability company, as subtenant
4. Work Orders and Change Orders to Consider for Approval under Existing Master Service Agreements

- a. Siemens Industry, Inc. – Filing No. 1, Work Order No. 31 for Mechanical, Plumbing, Technology (MEPT) Deliverables, for an Anticipated Budget Amount of \$57,640.00 (enclosed)
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- H. Review and Consider Authorization of Termination Letter for Diversified Underground Inc. (enclosed)
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7. FINANCIAL MATTERS

- A. Review and Consider Ratifying Approval of Claims Totaling \$3,829,615.25, Represented by Check Numbers 1169 and 1215 through 1286 (enclosed)
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- B. Review and Consider Acceptance of Unaudited Financial Statements for the Period Ending September 30, 2018 (enclosed)
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- C. CONTINUED SECOND READING: Conduct Public Hearing to Consider Amending 2018 Budget; Consider Adoption of Resolution No. 2018-12-__, Resolution of the Sterling Ranch Community Authority Board to Amend the 2018 Budget (enclosed)
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- D. CONTINUED SECOND READING: Conduct Public Hearing to Consider Adoption of 2019 Budget; Consider Adoption of Resolution No. 2018-12-__ to Adopt 2019 Budget and Appropriate Sums of Money (enclosed)
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8. CONSTRUCTION MATTERS / Tim Mangnall

A. Recreation Center

1. Report on progress of Recreation Center Project
 2. Discuss and Consider for Approval a Service Agreement with Faurot Construction Company to provide Conceptual Estimate of Recreation Center Project Cost on a time and materials basis to not exceed \$2,000
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B. Street Light Poles

Review and Consider Approval of:

1. Siemens Industry, Inc. Filing No. __, Change Order No. 1 to Work Order No. 20, Regarding the Design Acquisition and Installation of Street Light Poles Street Light Poles Design, Acquisition and Installation to Incorporate Prior Approved Contract in an Amount of \$7,400,000 (enclosed)
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C. Discuss and Authorize Securing of Builders Risk Insurance by the CAB

D. Review Recommendations and Consider Awarding Contracts for Sterling Ranch Filing 4C (enclosed)

E. Mortenson Construction:

1. Convene an Executive Session to Receive Legal Advice Regarding Negotiations with Mortenson
2. Presentation from Tim Mangnall Regarding Status of Acceptance of Filing 1 Improvements
 - a. Receive Certification of Completion of Construction of Filing No 1 Improvements from Mr. Mangnall
 - b. Discuss Publication of Notice of Final Payment

- c. Discuss and Consider for Approval the Joint Defense and Common Interest Agreement between the Sterling Ranch Community Authority Board and the Sterling Ranch Development Company
 - d. Discuss Receipt of Demand for Arbitration
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- F. Discuss Proposal with GeoLens for Reduction of Work (enclosed)
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- G. General Construction Update
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9. BOARD MATTERS

- A. Report of Status of Hiring of Project Accountant
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10. ADMINISTRATIVE MATTERS

- A. Review and Consider Approval of the Minutes of the October 15, 2018 Work Session, the Minutes of the October 16, 2018 Work Session, the Minutes of the October 16, 2018 Regular Meeting, the Minutes of the November 13, 2018 Special Meeting, and Minutes of the November 20, 2018 Special Meeting (to be distributed)
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- B. Confirm Quorum for Next Board Meeting to be Held Tuesday, January 15, 2019 at 3:00 p.m. at the Offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 275, Greenwood Village, CO 80111
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C. Other

11. CONSENT AGENDA

A. **Consider Ratification of the Following Items That Were Reviewed and Approved at the Special Meeting on October 16, 2018**

1. Contract Administration Agreement between Richmond American Homes of Colorado, Inc., the Sterling Ranch Community Authority Board, Dominion Water and Sanitation District and the Sterling Ranch Development Company
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B. **Consider Ratification of the Following Items That Were Reviewed and Approved at the Special Meeting on November 20, 2018**

1. Master Service Agreement for Design of a Providence Recreation Center Located in Sterling Ranch between the CAB and EV Studio, LLC and the Following Related Documents (enclosures)
 - a. Work Order No. 1 - \$22,000.00 (enclosed)
2. Adoption of Resolution No. 2018-11-01, Resolution Regarding Trail Construction Protocols (enclosed)
3. Review and Consider Ratifying Adoption of Resolution No. 2018-11-02, Resolution Authorizing Extension of Letters of Credit (enclosed)
4. For Sterling Ranch Filing 4A Superblock:
 - a. Tap and Facilities Fee Purchase Agreement/Filing 4A Superblock, between DFH Mandarin, LLC and the Sterling Ranch Community Authority Board
5. For Sterling Ranch Filing 4B:
 - a. Joint Development Agreement (Sterling Ranch Filing No. 4B) between Richmond American Homes of Colorado, Inc., Taylor Morrison of Colorado, Inc., Tri Pointe Homes, Inc., Sterling Ranch Development Company, Sterling Ranch Community Authority Board and First American Title Insurance Company
 - b. Escrow Agreement for Trunk Improvements in Sterling Ranch Filing No. 4B between Richmond American Homes, Homes of Colorado, Inc., Taylor Morrison of Colorado, Inc., Tri Pointe Homes, Inc., Sterling Ranch Development Company, Sterling Ranch Community Authority Board and First American Title Insurance Company.

- c. Escrow Agreement for CAB Security Obligations related to Sterling Ranch Filing No. 4B between Richmond American Homes, Homes of Colorado, Inc., Taylor Morrison of Colorado, Inc., Tri Pointe Homes, Inc., Sterling Ranch Development Company, Sterling Ranch Community Authority Board and First American Title Insurance Company.
- d. Escrow Agreement for Platting related to Sterling Ranch Filing No. 4B between Richmond American Homes, Homes of Colorado, Inc., Taylor Morrison of Colorado, Inc., Tri Pointe Homes, Inc., Sterling Ranch Development Company, Sterling Ranch Community Authority Board and First American Title Insurance Company.
- e. Acceptance of Conveyancing Deed to the CAB for Tracts in Sterling Ranch Filing No. 4B.
- f. Tap and Facilities Fee Purchase Agreement with Richmond American Homes of Colorado, Inc., Sterling Ranch Development Company, First American Title Insurance Company and the Sterling Ranch Community Authority Board.
- g. Tap and Facilities Fee Purchase Agreement with Taylor Morrison of Colorado, Inc., Sterling Ranch Development Company, First American Title Insurance Company and the Sterling Ranch Community Authority Board.
- h. Tap and Facilities Fee Purchase Agreement with Tri Pointe Homes, Inc., Sterling Ranch Development Company, First American Title Insurance Company and the Sterling Ranch Community Authority Board

C. Consider Ratification of the Following Items That Were Previously Discussed at the Work Session on December 11, 2018

Work Orders and Change Orders to Consider for Approval under Existing Master Service Agreements

- 1. A.G. Wassenaar, Inc. – Filing No. 4A, Work Order No. 5 for Providing Requested Construction Testing Services (grading) for Sterling Ranch Filing 4A for an Anticipated Budget Amount of \$32,265.00 (enclosed)
- 2. Aztec Consultants, Inc. – Filing No. 2, Change Order No. 1 to Work Order No. 3 for Revisions to all Lots and Place Private Drives within Tracts per County Comments, and Revisions to All Lots and Place Provide Drives Back within Easements per County Comments, for an Increase in Budgeted Amount of \$2,400 (enclosed)
- 3. HydroSystems-KDI, Inc. – Filing No. 3, Work Order No. 1 for Design per Douglas County Standards/Regulations, Client Requirements and to Match

- Existing Equipment for an Anticipated Budget Amount of \$44,590.00 (enclosed)
4. Redland Consulting Group – Filing No. 4A, Work Order No. 10 for Design Coordination and Project Meetings and Coordination, and Construction Plan Notice of Change for an Anticipated Budget Amount of \$9,000.00 (enclosed)
 5. Redland Consulting Group – Filing No. 4B, Work Order No. 11 for Design Coordination and Project Meetings and Coordination, and Construction Plan Notice of Change, for an Anticipated Budget Amount of \$9,000 (enclosed)
 6. Redland Consulting Group – Filing No. 4C, Work Order No. 12 for Design Coordination and Project Meetings and Coordination, Additional Water Line and Sanitary Sewer Line, Structural Inlet Design, and Construction Plan Notice of Change, for an Anticipated Budget of \$23,000 (enclosed)
 7. CORE Consultants, Inc. – Filing No. 2, Change Order No. 1 to Work Order No. 1 for Filing 2 Administration and Certification of Costs for an Increase in Budgeted Amount of \$50,000.00 (enclosed)
 8. CORE Consultants, Inc. – Filing No. 2, Change Order No. 1 to Work Order No. 5 for No Change in Scope of Services for an Increase in Budgeted Amount of \$5,000.00 (enclosed)
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Change Orders to Consider for Approval under Existing Awarded Contracts

1. Advanced Concrete Construction, Inc. – Filing No. 2, Change Order No. 4 for 30 LF of 18" Median Curb/Gutter Damaged by Martin Marietta Materials, Inc. for an Increase in Budgeted Amount of \$1,479.84 (enclosed)
2. Brightview Landscape Development Inc. – Filing No. 2, Change Order No. 2 for In-Tract Permit Fee Reimbursement for an Increase in Budgeted Amount of \$354.49 (enclosed)
3. Brightview Landscape Development Inc. – Discuss up to \$76,000 in Snow Removal Change Orders for Ongoing 2018-2019 Winter Snow Removal Events (enclosed)
4. Martin Marietta Materials, Inc. – Filing No. 2, Change Order No. 8 for Moore Road Westside Turn Lane for an Increase in Budgeted Amount of \$23,281.22 (enclosed)
5. Martin Marietta Materials, Inc. – Filing No. 2, Change Order No. 9 for Deduction for Damage to 30 LF of 18" Median Curb/Gutter Repaired by Advanced Concrete Construction, Inc. for a Reduction of Budgeted Amount of (\$1,479.84) (enclosed)
6. R.E. Monks Construction Company, LLC – Filing No. 2, Change Order No. 5 for Potholing Titan & Roxborough, Shoefly Asphalt Removal, and Blade Road and Moore Road Grade Changes for an Increase in Budgeted Amount of \$30,924.94 (enclosed)

D. Change Orders to Consider for Approval under Service Agreements

1. Schultz Janitorial – Filing No. General, Change Order No. 1 to Work Order No. 1 for 2019 Price Escalations Beginning January 1, 2019 - \$285.00 per Month Increase for Construction Trailer and \$200.00 per Month Increase for Information Center (enclosed)
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E. Review and Consider Approval of Cost Certification No. 10 for Filing No. 2 for Sterling Gulch Improvements, Titan & Roxborough Road, and Titan & Moore Road, in the Amount of \$1,274,546.44, Dated December 3, 2018, for the Period of November 2018, Submitted by CORE Consultants, Inc. for the Following Pay Applications (enclosed)

1. Review and Consider Approval of Pay Application No. 10 for R.E. Monks Construction Company, LLC in the Amount of \$28,829.81 for the Period Ending November 19, 2018 (included with Cost Cert)
 2. Review and Consider Approval of Pay Application No. 8 for Iron Woman Construction & Environmental Services, LLC in the Amount of \$609,743.25 for the Period Ending November 27, 2018 (included with Cost Cert)
 3. Review and Consider Approval of Pay Application No. 4 for Martin Marietta in the Amount of \$264,238.98 for the Period Ending November 15, 2018 (included with Cost Cert)
 4. Review and Consider Approval of Pay Application No. 4 for Advanced Concrete Construction in the Amount of \$95,598.22 for the Period Ending November 21, 2018 (included with Cost Cert)
 5. Review and Consider Approval of Pay Application No. 1 for Brightview Landscape Development, Inc. in the Amount of \$194,155.18 for the Period Ending November 28, 2018 (included with Cost Cert)
 6. Review and Consider Approval of Pay Application No. 6 for Total Property, Inc. in the Amount of \$71,981.00 for the Period Ending November 20, 2018 (included with Cost Cert)
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12. EXECUTIVE SESSION, IF NECESSARY
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13. ADJOURNMENT
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NEXT SCHEDULED BOARD MEETING

Tuesday, January 15, 2019 – 3:00 p.m.

REGULAR MEETINGS ARE HELD AT:

**CliftonLarsonAllen LLP
8390 E. Crescent Pkwy., Suite 275
Greenwood Village, CO 80111**

WORK SESSIONS ARE HELD AT:

**Sterling Ranch Development Company
1805 Shea Center Drive, TBD
Highlands Ranch, CO 80129**

2019 REGULAR BOARD MEETING/WORK SESSION SCHEDULES

January 8, 2019 – Work Session
January 15, 2019 – Regular Meeting
February 12, 2019 – Work Session
February 19, 2019 – Regular Meeting
March 12, 2019 – Work Session
March 19, 2019 – Regular Meeting
April 9, 2019 – Work Session
April 16, 2019 – Regular Meeting
May 14, 2019 – Work Session
May 21, 2019 – Regular Meeting
June 11, 2019 – Work Session
June 18, 2019 – Regular Meeting
July 9, 2019 – Work Session
July 16, 2019 – Regular Meeting
August 13, 2019 – Work Session
August 20, 2019 – Regular Meeting
September 10, 2019 – Work Session
September 17, 2019 – Regular Meeting
October 8, 2019 – Work Session
October 15, 2019 – Regular Meeting
November 12, 2019 – Work Session
November 19, 2019 – Regular Meeting
December 10, 2019 – Work Session
December 17, 2019 – Regular Meeting

DEFERRED/PENDING ITEMS:

- A. 1. Discuss Ownership of Water Meters (early 2019)