

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF PARK CREEK METROPOLITAN DISTRICT

HELD FEBRUARY 25, 2021

The regular meeting of the Board of Directors (“Board”) of the Park Creek Metropolitan District (“Park Creek” or “District”) was held on Thursday, February 25, 2021 at 9:00 a.m. Due to the public health concerns the meeting was held virtually via Zoom. Links and call-in information were provided.

ATTENDANCE

Directors in attendance:

King H. Harris, Chair
Rus Heise
James Chrisman
Brian Fennelly

Director absente (whose absence was excused):

John Moye

Also, in attendance:

Jan Bevier of Stapleton Development Corp.
Tammi Holloway of Stapleton Development Corp.
Barbara Neal, Public Art Consultant
Forrest Hancock of Brookfield Properties Development
Sarah French of Brookfield Properties Development
Kerry O’Connell of M.A. Mortenson
Shannon Gifford of City and County of Denver
Joseph Stanoch of CRL Associates
Ty Holt of The Holt Group (special counsel)
Megan Murphy of White Bear Ankele Tanaka & Waldron
(Westerly Creek Metropolitan District)
Katie Dell of Westerly Creek Metropolitan District
Paul R. Cockrel of Collins Cockrel & Cole
David A. Greher of Collins Cockrel & Cole
Micki L. Mills of Collins Cockrel & Cole

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NOTICE

It was noted that the agenda notice of the meeting had been properly posted as required by law.

CONFLICTS OF INTEREST

It was reported that Directors Chrisman and Fennelly had previously filed a Disclosure of Potential Conflict of Interest Statement with the Board and the Secretary of State in accordance with statutory requirements. Such conflicts arise from their employment relationships or officership or directorship positions with Forest City Stapleton, Inc., Forest City Stapleton Land, LLC or other subsidiaries of Forest City Enterprises, L.P. of its related entity, Brookfield Properties Development (collectively "Forest City"), the developer of property within the District and Westerly Creek Metropolitan District (together with the District, the "Districts"), including entering into various reimbursement, funding, management and service agreements with the District. Director Fennelly also disclosed his potential conflict of interest arising from his officership or directorship with the Master Community Association, Inc., which provides property management services for the District.

Directors Harris and Moye also have previously filed Disclosure of Potential Conflict of Interest Statements with the Board and the Secretary of State in accordance with statutory requirements. Such conflicts arise from their respective directorship or officership positions with Stapleton Development Corporation, a non-profit corporation, which is responsible for the disposition of the development property owned by the City and County of Denver ("City") within the Districts, including entering into agreements with the Districts and with SDC Services Corp., a subsidiary company, which provides administrative services to the Districts under the Professional Services Agreement.

All Disclosure of Potential Conflict of Interest Statements, whether filed for this meeting or previously, are deemed continuing in nature and are incorporated into the record of the meeting.

All Directors stated that the participation of at least three of them in the meeting was necessary to obtain a quorum of the Board or

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otherwise enable the Board to act; that written disclosures of such potential conflicts of interest of each Director had been filed with the Board and the Secretary of State in accordance with statutory requirements; and that the nature of each Director's private interests related to their directorship or officership positions with either Forest City Stapleton, Inc., Forest City Stapleton Land, LLC or other subsidiaries of Forest City Enterprises, L.P, the Master Community Association, Inc., and Stapleton Development Corporation or SDC Services Corp. After each Director had summarily stated for the record the fact and nature of his private interests and had further stated that the determination to participate in voting or take any other action on any contract or other matter in which he may have a private interest would be made in compliance with Section 24-18-201(1)(b)(V), C.R.S., on an ad hoc basis, the Board turned its attention to the agenda items.

MINUTES

The Board reviewed the Minutes of the January 28, 2021 regular meeting and Executive Session and February 12, 2021 Executive Session. Upon motion duly made, seconded and unanimously carried, the Board approved the Minutes of such meetings.

EXECUTIVE SESSION

Chair Harris then moved that the regular meeting of the Board be temporarily adjourned and that the Board reconvene in Executive Session for the sole purpose of providing direction to and receiving advice of special counsel on negotiations with Westerly Creek Metropolitan District in accordance with Section 24-6-402(4)(b) and (e), C.R.S. The motion was seconded and unanimously carried. The Board temporarily adjourned the regular meeting at 9:05 a.m. and reconvened in Executive Session.

The Board then reconvened in regular session at 9:10 a.m.

Thereupon, Mr. Holt left the meeting.

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PUBLIC ART

The Board reviewed the Public Art Projects Update submitted by Ms. Neal, a copy of which is attached hereto. Ms. Neal further reported that maintenance and conservation work was required on the Prairie Reef artwork in the total amount of \$14,989.55. Upon motion duly made, seconded and unanimously carried, the Board approved the maintenance and conservation work as requested. Upon motion duly made, seconded and unanimously carried, the Board accepted the Public Art Report.

TREASURER'S REPORT

No financial report was provided.

2020 AUDIT

Upon motion duly made, seconded and unanimously carried, the Board ratified approval of the engagement of Hiratsuka & Associates for preparation of the audit of the District's 2020 fiscal year financial statements.

DEVELOPMENT MANAGER'S REPORT

Mr. Hancock had no requested approvals. He reported on various development issues.

Director Chrisman reviewed the Northfield/Central Park In-Tract Park Concept Plan. The City requested confirmation from the District that the proposed location of the 3.0 acre park was acceptable before they would approve the Plan. Upon review and motion duly made, seconded and unanimously carried, the Board approved the location of the Park as presented.

Director Chrisman further summarized the imposition of the street maintenance and repair fees paid at the time of property transactions by the builder. Director Chrisman requested approval to waive such fee to be paid by Evergreen upon the acquisition of a 12.8 acre parcel and requiring Evergreen to be obligated to repair any street damage they may cause, which repair would need to be made even if

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the District transferred the street to the City. Upon motion duly made, seconded and unanimously carried, the Board approved the request.

LEGAL REPORT

Mr. Cockrel advised that he has requested proposals from other auditors for the preparation of the District's 2021 audit.


EXECUTIVE SESSION

Chair Harris then moved that the regular meeting of the Board be temporarily adjourned and that the Board reconvene in Executive Session for the sole purpose of receiving advice with respect to the MLK extension project in accordance with Section 24-6-402(4)(b) and (e), C.R.S. The motion was seconded and unanimously carried. The Board temporarily adjourned the regular meeting at 9:41 a.m. and reconvened in Executive Session.

The Board then reconvened in regular session at 10:10 a.m.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned.


Secretary for the Meeting

**NOTICE OF REGULAR MEETING OF THE BOARD OF DIRECTORS OF
PARK CREEK METROPOLITAN DISTRICT**

NOTICE IS HEREBY GIVEN that the regular meeting of the Board of Directors of the Park Creek Metropolitan District, City and County of Denver, Colorado, will be held on Thursday, February 25, 2021, at 9:00 a.m. Due to public health concerns, the meeting will be held virtually via Zoom. To join the meeting, please visit the following link or call one of the following phone numbers:

Please click this URL to join. <https://us02web.zoom.us/j/83643559541>

Or join by phone: Dial (for higher quality, dial a number based on your current location):

US: +1 312 626 6799 or +1 646 558 8656 or +1 301 715 8592 or +1 346 248 7799 or
+1 669 900 9128 or +1 253 215 8782

Webinar ID: 836 4355 9541

AGENDA

1. Public comment.
2. Disclosure of potential conflicts of interest.
3. Approval of Minutes of January 28, 2021 regular meeting and Executive Session, and February 12, 2021 special meeting and Executive Session.
4. Public Art Report (Barbara Neal).
5. Treasurer's Report (Jan Bevier and Diane Wheeler).
 - Review and acceptance of current financial statements
 - Ratification of engagement of Hiratsuka & Associates for 2020 Audit
6. Development Manager's Report (Forrest Hancock).
 - Discussion and approval of project awards, contracts and change orders
 - Discuss Northfield/Central Park In-Tract Park Concept Plan
 - Discuss waiver of Street Maintenance and Repair Fee payable by Evergreen upon acquisition of 12.8 acre parcel
7. Attorney's Report (Paul Cockrel).
8. Any other matter that may come before the Board.
9. Executive Session including determining negotiation positions (Section 24-6-402(4)(e), C.R.S.) and consultation (i) with District counsel regarding legal advice on MLK Extension Project Contract and (ii) with special counsel regarding legal advice on Westerly Creek Metropolitan District matters (Section 24-6-402(4)(b), C.R.S.).
10. Next Board meeting scheduled for March 25, 2021.

This meeting is open to the public, except for the Executive Session.

February 18, 2021

MEMORANDUM

TO: The Board of the Park Creek Metropolitan District
FROM: Barbara Neal
Public Art Consultant for Central Park
RE: Public Art Projects Update

Ellipse I (East 29th Avenue and Xenia Street) *The Eye and the Horizon (After Monet)*
Commission: \$100,000
Artist: Ilan Averbuch (Long Island City, NY)
Completed. 2006
Monitor.
Maintenance and conservation approved in January will be scheduled for late spring.

Northfield *Airfoils*
Commission: \$100,000
Artist: Patrick Marold (Denver, CO)
Completed. 2006
Monitor.
Maintenance and conservation approved in January will be scheduled for late spring.

Central Park Recreation Center *Staplefield and Thought Balloons*
Commission: \$250,000
Artist Team: Walczak & Heiss (Marek Walczak, NY and Wesley Heiss, PA)
Completed. 2011
Monitor.
Thought Balloons commissioned by Arts and Venues Denver Public Art Program
Staplefield conveyed to the City and County of Denver in 2011 via an Assignment of Interest.

The website, <http://thoughtballoons.org/> will continue to solicit suggestions for dialogue text indefinitely.

The Central Park Recreation Center currently closed.

F15 Pool *Conditional Reflections*
Commission: \$75,000
Artists: Jeanine Centuori and Russell Rock of UrbanRock Design (Los Angeles, CA)
Completed. 2008

Deaccessioned 2013

Eastbridge Town Center

Talking Parking Meters

Commission: \$100,000

Artists: Jim Green (Denver, CO) and Ryan Elmendorf (Denver, CO)

Completed. 2017

Monitor.

Ellipse II (East 35th Avenue and Xenia Street)

The Picnic

Commission: \$110,000

Artist: Gerald Heffernon (Winters, CA)

Completed. 2009

Monitor.

Maintenance and conservation approved in January will be scheduled for late spring.

Central Park Boulevard Median

Prairie Reef

Commission: \$150,000

Artist: Erick Johnson (Fort Collins, CO)

Completed. 2010

Monitor.

As reported in January, several of the concrete bases show cracks and spalling. The problem was inspected by the contractor for the ProCoat and by Mr. Hancock and Mr. O'Connell. We sent the original plans to Mr. O'Connell and he provided comments. This information was sent to the conservator (Noah Manos of Paper Airplane Design) and he has submitted an estimate for the repair of the concrete bases. He has also submitted an estimate to clean and treat preliminary oxidation of the steel elements of the artwork.

The estimate has been reviewed and the recommendation will be presented to PCMD for consideration at the February meeting.

Community Garden

Garden Stories

Commission: \$75,000

Artist: Lars Stanley (Austin, TX)

Completed. 2009

Conveyed to the City and County of Denver 2009 via an Assignment of Interest.

Monitor.

Will continue to remind Arts and Venues that each of the elements in this artwork needs conservation.

Westerly Creek

Chorus

Commission: \$155,000

Artist: Thomas Sayre (Raleigh, NC)

Completed. 2010

Conveyed to the City and County of Denver 2011 via an Assignment of Interest.

Monitor.

Prairie Basin Park *Phantom Pavilion*

Commission: \$175,000

Artist: Volkan Alkanoglu (Portland, OR)

Completed: 2018

Monitor.

No response to date from either Denver Parks or Arts and Venues regarding the missing ADA curbs.

No update is available as yet from Michael Chavez, Public Art Manager for Arts and Venues regarding completion of the Assignment of Interest process for transferring this artwork to the City.

Sandhills Prairie Park *Drift Inversion*

Commission: \$175,000

Artist: David Franklin (Indianola, WA)

Completed: 2017

Monitor.

No update is available as yet from Michael Chavez, Public Art Manager for Arts and Venues regarding completion of the Assignment of Interest process for transferring this artwork to the City.

North End Neighborhoods (north of 56th Avenue) *Wind Gate Art Suite*

The Five

First Light

Beyond the Plains

Commission: \$300,000

Artist: Rodrigo Nava (Putney, VT)

Completed: 2019

Monitor.

No update is available as yet from Michael Chavez, Public Art Manager for Arts and Venues regarding completion of the Assignment of Interest process for transferring this artwork to the City.

We have an estimate from Mortenson of mid-summer as the best time for expansion and installation of the donated sculpture for the North End Park in Filing 57. The artist is scheduled to do this work then.

Prickly Plume Park *Open House*

Commission: \$100,000

Artist: Ty Gillespie (Paonia, CO)

Estimated Installation: Spring 2021

The vacation process is complete; we have the documentation. We're now following up on the building permit. We have requested the final installation plans from the fabricator. We will proceed as we can once the weather permits.

BARBARA
NEAL

February 18, 2021

MEMORANDUM

INCORPORATED
PO BOX 40373
DENVER COLORADO
8 0 2 0 4
3 0 3 8 3 0 8 7 9 1

TO: The Park Creek Metropolitan District

FROM: Barbara Neal
Public Art Consultant for Stapleton

RE: Request for Maintenance and Conservation of Artwork in the
Central Park Public Art Collection: *Prairie Reef*, installed in
2010

In January, I reported that the condition of the artwork in the Central Park Boulevard median, *Prairie Reef*, was assessed by Noah Manos of Paper Airplane Design in late October, 2020. In addition to the chip in one of the south elements several of the concrete bases showed cracks and spalling. I met with Noah and Garrett Bonin from ProCoat on December 3rd to determine the cause of the failure of the protective coating and possible solutions.

I also advised Forrest Hancock and Kerry O'Connell of this issue with the concrete bases and met with them on site December 18th and followed up by sending copies of the original engineering and installation plans. Mr. O'Connell has provided a detailed analysis and recommendations for repair. This information has been sent to the conservator.

We have received two estimates from the conservator, one for repairing the structural footings as noted above, and a second estimate for treatment of oxidation and cleaning of the metal components of this sculpture.

Repair of Structural Footings

Treatment includes:

- grinding affected concrete back to the internal metal re-enforcement.
- removing oxidation from metal reinforcement
- sealing metal reinforcement (epoxy or urethane-based product)
- repairing concrete using BASF polymer infused cementitious system
- resurfacing column: use BASF polymer topcoat system to finish and seal columns.

-adding 3/8 copper vents / weeps to clear moisture from column interior

Cost to repair structural footings: \$8,873.75

Treatment of Oxidation

-Scouring surfaces of steel with 000 steel wool or equivalent; for areas with more advanced oxidation, a calcium carbonate solution and/or Meguair's Oxidation Remover will be used to remove and arrest surface oxidation.

-Conditioning all steel tubing with polish to brighten the surface.

Cost to treat oxidation and general cleaning: \$6,115.80

The total cost estimate for this maintenance and conservation is \$14,989.55.
This work can be scheduled as weather permits.

ACTION REQUESTED: Acceptance of these two recommendations totaling \$14989.55 so this maintenance and conservation work can be accomplished as the weather permits.

Thank you very much for your consideration of this request.

Overall Project Summary	
Acreage	15.2 Ac
Total # of Units	650 Du
Density	42.8 Du/Ac
Parking Ratio	1.0 Sp/Du

Parcel 1b Summary

- 6.3 Acres
- 275 Units
- 1.0 Sp/Du

Private Road Connection

- Right-in / Right-out

Clubhouse & Amenity

3.0 Acre Public Park

Beeler Ct.

Townhome Building

- 3 Stories
- Attached Garages

Parcel 1a Primary Entry

- Full Movement

Parcel 1a Summary

- 8.9 Acres
- 375 Units
- 1.0 Sp/Du

85-95 Plex Building

- 5 Stories
- Attached Garages

Central Park Blvd.

46th Pl.

