

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, February 21, 2024, at 6:30 P.M. at the
GVR Metropolitan District Office, 18650 East 45th
Avenue, Denver, Colorado.

Attendance

The regular meeting of the Board of Directors of the GVR Metropolitan District was called and held as shown above in accordance with the statutes of the State of Colorado. The following Directors, having confirmed their qualifications to serve on the Board, were in attendance:

Anthony Noble, President
Lyman West, Vice President
Charles Britton, Secretary/Treasurer
Matt Stallman, Director
Eric Gravenson, Director
Joyce Bennett, Director

Absent: None.

Also in attendance were Micaela Duffy, District Manager, GVR Metropolitan District; Joan Fritsche, Fritsche Law; Charlie Foster, Foster Consulting.

Call to Order

Chairman Noble noted that there is a quorum of the Board in attendance and called the regular meeting of the Board of Directors of the GVR Metropolitan District to order.

Approval of Agenda

The Board reviewed the agenda. Discussion item 9a was moved to after item 5, and item 10c was added to review the Seter & Vander Wall invoice. A motion to approve the agenda as amended was made and seconded, and upon a unanimous vote, the Board approved the agenda as presented.

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Conflict of Interest /
Disclosure Matters

The Board had been previously advised that pursuant to Colorado law, certain disclosures by the Board members might be required prior to taking official action at the meeting. By verbal confirmation from each director, there were no conflicts of interest presented.

Public Comment Period:

- Denver Police Dept. There were no comments from the Denver Police Department.
- Master HOA There were no comments from the Master Homeowners Association for Green Valley Ranch.
- CAB There were no comments from the CAB.
- Councilwoman Gilmore's Office There were no comments from Councilwoman Gilmore's office.
- Public Comment There were no comments from the public.

Deed for 38th Ave transfer

Charlie Foster presented the history of the District and its work with Oakwood Homes as a developer. He explained how fees were paid and the history of bonds for the District. He presented a timeline of activity and what led to the settlement agreement in 2008. He reviewed the requirements set forth in the agreement and states that the requirements have been met and they are now presenting the deed for the District to take over the property per the agreements.

Director West presented the license agreement that was previously presented to the Board and had questions regarding the information contained in it and how it ties to the settlement agreements. Mr. Foster departed at this time.

Director Items

Director West requested that the facility manager attend every board meeting.

No other directors had items to discuss at this time.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held January 17, 2024, were read. Director West asked to remove a sentence from the director items section. Following discussion, and a motion by Director Britton, seconded by Director West, and unanimous vote, the minutes were approved as amended.

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The minutes of the special meeting of the Board of Directors held January 31, 2024, were read. Following discussion, and a motion by Director Britton, seconded by Director Gravenston, and a vote of 4-0 (Directors Noble and Stallman abstained), the minutes were approved as presented.

The minutes of the special meeting of the Board of Directors held February 7, 2024, were read. Following discussion, and a motion by Director Gravenston, seconded by Director Britton, and a vote of 4-0 (Directors Noble and Stallman abstained), the minutes were approved as presented.

Board Reports:

- Financial Reports

Director Britton presented the financial report and claims payable for the period ending December 31, 2023. Following discussion, and upon motion made by Director Gravenston, second by Director West and all in favor, the board approved the December 31, 2023, financial report and claims as presented.

Director Stallman presented the financial report and claims payable for the period ending January 31, 2024. Following discussion and upon motion made by Director Gravenston, second by Director West and all in favor, the board approved the January 31, 2024, financial report and claims as presented.

- District Manager's Report

Ms. Duffy presented her report to the Board. Ms. Duffy reported on the District's efforts to sell the blue bus. It has been posted on Craig's list but to date has received no interest.

Ms. Duffy reported that she is working on obtaining quotes for cleaning the administration building.

The board reviewed the committees and the participants and updated which board members will participate in each committee.

Ms. Duffy shared concerns she has with board members talking with staff and how it can interfere with her ability to supervise, direct and discipline staff when there is involvement from the board. Ms. Duffy stated that if the board feels the need to be in the position of directing or including themselves in the day-to-day droperations by staff, that she is willing to step out of the way and allow the board to do so, but is not willing to be responsible for the issues it may create.

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Discussion Items /

Unfinished Business:

- 2024 Landscape Proposals

The Board discussed the quotes for landscaping services for 2024 and have asked Ms. Duffy to go back to the contractors and request them to provide updated quotes without including the property on 38th Avenue and what the cost would be if the district needs to add that property in the future.

Discussion Items / New Business:

- Law Firm Interview

Ms. Joan Fritsche shared her background and experience with the board. She also presented a potential letter of engagement for discussion. She answered questions for the board, shared her concerns and expectations and asked questions of the board. After all the questions were answered, Ms. Fritsche left the meeting.

The board had a discussion regarding the process, needs and recommendations. A motion was made by Director Noble, a second by Director Gravenson and a vote of 5-1 (Director Britton opposed) the board approved the letter of engagement for Fritsche Law.

- Revisions to the SOP manual

The board had a discussion regarding the special meetings for revising the SOP and as two of the directors were unable to attend the meetings, it was requested to allow them time to review the recommended changes. It was agreed that this item would be tabled to next month's meeting.

- Review of legal invoice

Director Britton requested that the board review the final legal invoice from Seter & Vander Wall before his approval of the invoice for payment. The board reviewed the invoice and Director Britton approved the invoice for payment.

Executive Session

There was no executive session.

Adjournment

Upon a motion duly made, seconded and unanimously carried, the meeting was adjourned at approximately 10:15 p.m.

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Secretary for the Meeting