

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, February 16, 2011 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 and in accordance with the applicable statutes of the State of Colorado. Except where indicated, the following Directors, having confirmed their continued qualification to serve on the Board by affidavit filed with the District, were in attendance:

Michael George, President
Michael Haskins, Vice President
Anthony Noble, Treasurer
Fenna Tanner, Director
Earleen Brown, Director

Absent: Mary Schumer and Chuck Britton (absences excused).

Also present were Andrew Pimental, District Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Billy Tonhsay, Mariann Toomey, Eric Gravenson, Elaine Smith, James Tanner, Bert Bourgeois, Walt Cross, District residents; and Charlie Foster, Town Center Metro District.

Call to Order / Quorum

Chairman Michael George noted that a quorum of the Board existed with five directors present. Thereafter, Director George called the regular meeting of the Board of Directors of the GVR Metropolitan District to order.

Approval of Agenda

The Board reviewed the agenda, and by unanimous vote, approved the agenda.

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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. Legal counsel advised that written disclosures of the conflicts of interest for each Director (with the exception of Director Britton) had been filed with the Secretary of State prior to the meeting.

No additional conflict disclosures were announced.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held January 19, 2011, were read. Upon motion, second and unanimous vote, the Board approved the minutes as presented.

Public Comment Period:

- Public

Speaking as a resident of the District, Ms. Earleen Brown commented on a bill in front of the legislature introduced by House Representative Williams, regarding conflicts of interest. She indicated that the bill has recently been modified, to address certain concerns voiced by the Special District Association. Ms. Brown also provided information regarding a recall effort of Denver Public School Board President Nate Easley, the representative for District 4.

- Denver Police Dept.

Denver Police Technician Anita Gomez introduced her new partner, Officer Tony Bruce, as the new contact person for the area. She provided crime statistics for the area, including comparisons between 2010 and 2011, to date.

- Master HOA for GVR

There was no comment from the Master HOA.

- CAB

Ms. Elaine Smith reported that Representative Williams will be having a Town Hall meeting at the Recreation Center on March 12, 2011 at 10 a.m.

- Other

There were no other public comments offered at this time.

Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report, which identifies outstanding items for Board update. She noted the inclusion of the Special District Association Legislation Status sheet, which identifies the bills introduced which are being monitored, supported or opposed by the SDA legislative committee.

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meals independently.

Mr. Pimental next discussed being recently contacted by the City of Aurora regarding doing work on the Lil' Buckaroo property regarding the redirection of a lateral channel to hook into another tributary. He had met with an engineer regarding the issue approximately two years ago, and Aurora is now ready to move forward. To redirect the channel, the area will be graded down, which will result in improved drainage for the area. The work will involve obtaining an easement from the District across open space property to allow for Aurora's work to be performed and allows for subsequent maintenance operations. Mr. Pimental is currently working with Aurora's manager of public land development on the appropriate documentation. An additional benefit will be the planting of a series of trees in the area on behalf of the District. Mr. Pimental was directed to proceed with the project as presented and work with legal counsel on the easement documentation.

Mr. Jim Tanner reported that the City of Denver is in the process of doing work in the East Ranch Park, including the tearing out of the old playground equipment and sand, to be replaced with new playground facilities.

Mr. Gravenson inquired as to the status of the District's collection efforts on the amounts owed to the District by Mr. Chavez. Mr. Pimental noted that he has not been any more successful than in previous efforts; Mr. Chavez does not live in the area, and he has not responded to the District's offer to allow him to perform services in trade.

Director Noble asked questions regarding the HOA collections report dated February 14, 2011, specifically inquiring about the different violation notices. Mr. Gravenson and Mr. Tanner noted that there is some confusion regarding timelines and terminology used in the HOA's current covenant documents. The HOA is in the process of reviewing and correcting these sections in the documents.

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Discussion Items / Unfinished Business:

Follow up re Meeting of
Green Valley leaders and
organizations

Mr. Pimental reported that he has procured the meeting room at the new Denver library, located at 4960 Argonne St., on Saturday, March 26, 2011 at 11 a.m. The purpose of the meeting is to discuss plans for the Green Valley Ranch and adjacent areas. The Board discussed the persons and entities invited, and noted that it would be appropriate to have a representative from the City of Aurora in attendance as well if possible. This meeting will assist the District in shaping its strategic plan and vision statement.

Discussion Items / New Business:

2011 Work Plan

Mr. Pimental presented to the Board a 2011 work plan, which he has prepared on behalf of the District. The work plan is divided into the weeks of the year, and identifies tasks to be addressed on a per week basis. The work plan is divided into the following categories: administrative/office, community/recreation programs, financial/accounting, facilities /landscape/maintenance and HOA/covenant services. He noted that the plan is a working document that is expected to evolve over time. It provides a good foundation for the ongoing tasks and serves as a useful management tool. The Board acknowledged that the 2011 work plan is comprehensive and will benefit the District in its planning and operations.

- Spring Mini-Grant
Application: Disc Golf
Course

Mr. Pimental presented to the Board Resolution No. 02-16-11A In Support of the Application for a Parks and Outdoor Recreation Mini-Grant from the State Board of the Great Outdoors Colorado (Disc Golf Course Project) in connection with the District's proposed disc golf course project, which is the subject of an application to obtain funds under GOCO's 2011 Spring mini-grant. The resolution requests \$13,040, which is 75% of the total funding for the project by the mini-grant. The District's portion of the project would be 25%; District operating costs are expected to be between \$500 and \$1,000 annually. The Board discussed the usefulness of such a project, popularity of the sport, and low cost to install and maintain over time. Mr. Pimental reported that the project is based upon a collaborative effort with the City and County of Denver as the owner of the adjoining parcel where a portion of the disc golf course facilities would be installed. He

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has met with Denver and is working on obtaining Denver's written support of the project for the grant application, but noted that Denver is concerned about the competition this project may bring to other grant proposals. The Board noted that the project may be delayed to the Fall grant cycle if the District is unable to garner Denver's support at this time. The Board discussed modifying the project to remove Denver's portion, and determined that it was not in the District's best interest to do so. Following further discussion, and upon motion by Director Haskins, second by Director Noble, the Board approved Resolution No. 02-16-11A by unanimous vote, with the minor modification to change the "City of Denver Parks and Recreation Department" to the "City of Denver," as discussed.

- Spring Mini-Grant
Application: Community
Garden Accessibility Project

Next, Mr. Pimental presented to the Board Resolution No. 02-16-11B In Support of the Application for a Parks and Outdoor Recreation Mini-Grant from the State Board of the Great Outdoors Colorado (Community Garden Accessibility Project) in connection with the District's proposed modifications to the community garden to accommodate wheelchair use in portions of the garden via raised beds and paved access, which is the subject of an alternate application to obtain funds under GOCO's 2011 Spring mini-grant. The application request is for \$13,188, which funds 75% of the project cost by the mini-grant. He noted that there is an outstanding question regarding the O&M costs to the District due to a potential need to upsize the tap for the garden. Mr. Pimental is expected to discuss the project with the HOA and seek a letter in support from the Master HOA Board of Directors.

Director Noble requested that Mr. Pimental provide a schedule of the estimated capital and operating costs relied on for the application, as well as the source of funds from the District's budget for future grant application submissions.

Following further discussion, and upon motion, second and unanimous vote, the Board approved Resolution No. 02-16-11B, as presented.

Shared GIS Services with Ken
Caryl Ranch Metropolitan
District

Mr. Pimental reported that following the presentation on GIS services made at the 2010 Fall SDA Conference, he has been approached by the manger of the Ken Caryl Ranch Metropolitan District concerning the District's provision of GIS services to that area through an intergovernmental agreement. Mr. Pimental

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noted that this would be very similar to the IGA for GIS services currently in place between the District and Town Center Metropolitan District. Ken Caryl is in the process of identifying its needs with its Board of Directors; Mr. Pimental will be meeting with their staff in the weeks to come, and expects to bring a proposed IGA back to the Board in either March or April.

Mitchell Place Tract Conveyance Discussion

Ms. Vander Wall referred the Board members to her legal status report concerning the proposal for the conveyance of open space tracts to the District from the Mitchell Place HOA. At this time, the HOA's attorney is researching the legal requirements to obtain approval from the HOA for the conveyance. Mr. Pimental noted that this is a conveyance that the District has previously discussed and is expected to take on. The ownership of the new tracts will include irrigation and fence improvements. The increase in costs to the District is minor and has been budgeted for. Ms. Vander Wall noted that the HOA has been advised that the District's acceptance would be conditional upon assurance that the improvements are in satisfactory condition, so that the District does not have to expend funds to make improvements to the facilities to conform to current District specifications. Ms. Vander Wall noted that there is no action requested until the proposed deed is prepared for District acceptance in accordance with these conditions. The Board agreed to proceed in this direction.

Other Business

There was no other business for discussion at this time.

Adjournment

There being no further business to come before the Board, and upon motion duly made, seconded and unanimously carried, the meeting was adjourned at approximately 8:30 p.m.

Secretary for the Meeting