

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, September 16, 2015, 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, Treasurer
Michael George, Secretary
Fenna Tanner, Vice President
Matt Stallman, Director
Tim Camarillo, Director
Michael Haskins, Director

Absent: Roger Rohrer (absence excused).

Also present were Micaela Duffy, District Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Eric Gravenson, C. Moy, Jacque Stallman, Maryann Toomey and Jim Tanner, community members; Rose Thomas, GVR Master HOA; Charlie Foster, Town Center Metropolitan District; Melissa Sotelo, on behalf of Councilwoman Stacie Gilmore; Community Resource Officer Sherikera Heflin Herrera*, Denver Police Department; and various representatives of the Pack 501 Boy Scout Troop.

[*Departed where indicated.]

Call to Order

Serving as Acting Chair, Director Tanner noted that a quorum of the Board was present with six directors present. Thereafter, Director Tanner 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 upon motion, second and

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unanimous vote, the Board approved the agenda as presented.

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 had been filed with the Secretary of State prior to the meeting.

No additional conflict disclosures were announced.

Public Comment Period:

- Denver Police Dept.

Community Resource Officer Sherikera Heflin Herrera, from the Denver Police Department, reported on the crime statistics for the recent period, noting that crime is down by 1.7% in 2015 as compared to the same period (January through September) in 2014. She announced a community meeting taking place on September 17, 2015, to introduce District 5's new commander Ron Thomas and three new lieutenants to the community.

- HOA

Ms. Rose Thomas announced a reminder regarding the seed swap to take place at the library on October 9, 2015. She also followed up on discussions regarding establishing a joint HOA / District public relations committee, and requested volunteers to assist. Director Camarillo noted that he may be able to help out, and Director Tanner agreed to help out as a backup.

- CAB

There was no comment from the CAB at this time.

- Public Comment

Director Tanner gave a shout out to the Pack 501 scouts in attendance, and thanked them for coming to the District Board meeting.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held August 19, 2015, were read. Upon motion and second, and unanimous vote, the Board approved the minutes as presented, with Directors Noble and Haskins abstaining.

Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report included in the meeting materials. She indicated that the Board is anticipated to go into executive session later in the meeting to discuss personnel matters involving the annual evaluation of the District manager.

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Board Reports:

- August 31, 2015 Financial Report

Director Noble presented the financial report and claims payable for the period ending August 31, 2015. He noted that property tax collections are now at 99.457% for the period. Following discussion, and upon motion, second and unanimous vote, the Board accepted the August financial statement as presented.

- District Manager's Report

Ms. Duffy referred the Board members to her written monthly report and reported on the highlights. She noted that Karen Jordan was awarded a scholarship to attend the SDA Conference in Keystone. The Trunk or Treat event will take place on October 24, 2015 at the Oakwood Homes parking lot. The previously scheduled HOA / District gathering will be postponed to a later date, to allow for posting of notices.

Discussion Items / Unfinished Business:

- RFP for Maintenance Building

Ms. Duffy distributed to the Board copies of the draft construction contract documents for the maintenance building / community garden classroom / picnic area project. Ms. Vander Wall reviewed the documents with the Board. The construction contract documents will be included in draft form as an exhibit to the Request For Proposal package. The contract is prepared in the form of a modified design-build agreement. She described the structure of the agreement which was drafted pursuant to the recommendations made by the planning committee and adopted by the Board. It is set up such that the construction contract portion of the work is an exhibit to the contract, for execution in the event the District elects to proceed with the contractor and the project after the design work and construction plans are prepared. The selected design contractor may also perform the construction work for the project; however the contract also allows the District to contract for the design portion of the services and elect not to proceed with the construction phase services. The contract requires the contractor to prepare and convey to the District the design of the project as a deliverable under the agreement. It also provides for a two-year warranty for the completed project. The RFP now reflects the District's increased project budget of \$700,000. Ms. Duffy is working with Crestone Consultants on the RFP and the schedule of events associated with the contract process; it is on target to be published toward the end of September or beginning of October. After further discussion, the Board agreed to proceed with the

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RFP and contract documents as presented, noting that Crestone Consultants, legal counsel and Ms. Duffy are making final modifications to the documents to make the RFP and the construction contract documents consistent with each other.

New Business

There was no new business for discussion at this time.

Director Items

Director Camarillo reported on the various community activities he is involved in, including working on the community needs assessment for the Greeley area, attendance at public-private partnership conferences, Denver Citizens Water Board, and more.

Director Noble inquired about an appropriate contact for the Mitchell Place HOA.

Director Stallman thanked the Board for allowing the Troop 501 Scout Troop members to attend the District meeting.

Executive Session

Upon approval by a vote of at least two-thirds of a quorum of the Board, the Board determined to go into executive session for the purposes of discussion of certain personnel matters including the annual evaluation of the District manager, and consultation with the attorney on specific legal questions related thereto, pursuant to § 24-6-402(4)(f) & (b), C.R.S., with Ms. Duffy present.

The Board reconvened from executive session and affirmed that no actions had been taken during executive session.

Management Services Agreement / Annual Evaluation of District Manager

Ms. Vander Wall advised the Board of the District's contract with Micaela Duffy for District management services, which is to be renewed on January 1 unless terminated, subject to adjustment of salary and benefits agreed upon by the parties. Under the Agreement, the District manager is to be evaluated in September by the Board or a committee of the Board, within the context of Ms. Duffy's performance measures.

After discussion, a motion was made, followed by a second, and unanimous vote, to approve the renewal of the District Manager's contract, with an increase in salary and pay for performance compensation in the amounts discussed in executive session, effective September 1, 2015. Ms. Vander

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Wall was directed to draft a letter to Ms. Duffy to acknowledge the Board action.

Other Business

There were no other business items 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 8:10 p.m.

Secretary for the Meeting