

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, September 14, 2016, 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:

Fenna Tanner, President
Michael George, Treasurer
Matt Stallman, Director
Stephanie Brack, Vice President
Roger Rohrer*, Secretary
Tim Camarillo, Director

Absent: Michael Haskins.

Also present were Micaela Duffy, District Manager, Ken Albert, Facilities Manager, Karen Jordan, Accountant, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Mariann Toomey, Eric Gravenson, Jim Tanner, Michelle Mason, Diane Jurado, Jose Guzman, community members; Melissa Guzman and Rose Thomas, GVR Master HOA representative; Joe Erjavec, Crestone Consulting.

[*Arrived / departed where indicated.]

Call to Order

Director Tanner noted that a quorum of the Board was present with five directors in attendance. 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 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. 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.

There were no representatives from the Denver Police Department to provide comment at this time.

[*Director Rohrer arrived at this time.]

- Master HOA

Ms. Thomas reported on the second annual seed swap, to take place at the library. She provided an update on the Farmer's Market, and noted that there will be a planning meeting coming up. The HOA has a new board member which makes for 5 members, and there may be a 6th board member soon.

- CAB

Ms. Mariann Toomey stated that there has not been a meeting and she did not have anything to report at this time.

- Other

There was no other public comment at this time.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held August 17, 2016, were read. Upon motion and second, and unanimous vote the Board approved the minutes as presented.

Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report included in the meeting materials. She noted that the manager's services agreement is typically discussed in September, but that it may be deferred to a later date if needed. The covenant enforcement services agreement with the HOA is being reviewed at this time to identify whether the agreement will be renewed. She anticipates that there will need to be negotiations and development of positions related to renewal of the agreement, which are recommended for executive session. This item will be addressed later in the agenda.

Board Reports:

- August Financials

Director George presented the financial report and claims

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payable for the period ending August 31, 2016, noting certain highlighted expenditures, including claims owed to Growling Bear and to Denver Water. Upon motion, second and unanimous vote, the Board accepted the August 31, 2016 financial statements as presented.

- District Manager's Report

Ms. Duffy referred the Board members to her report included in the meeting materials. The Board agreed to host the volunteer recognition reception with the HOA. Ms. Duffy recommended deferral of her management contract review, due to a very busy month.

Ms. Duffy discussed a proposal for a contract with Town Center Metropolitan District for GIS services regarding their tree planting. She noted that the District could engage the services of Tom Gibbons on a temporary basis, in order to provide the GIS services to Town Center and to assist the District in the tracking of additional trees to be planted; however, she is not certain that the timing will work out. Mr. Albert stated that the District may replace some trees this month, some in October, and some additional trees will be planted in late Spring. Director Rohrer noted that there may be an opportunity to revamp District monumentation.

Ms. Duffy stated that she is working on the District's draft budget for 2017, and reviewing expenses for the 2017 fiscal year, including the proposal for replacement fencing. She polled the Board regarding the priority of the fence replacement project and materials. Director Stallman is in favor of the project; Director Camarillo is in favor of the project and prefers wood; Director Brack is in favor of the project, without a preference for materials. Ms. Duffy suggested that there may be certain materials required by the development guidelines. Mr. Erjavec suggested the District check with Denver planning and zoning, which may require a variance if the District deviates from the identified materials.

Ms. Duffy reported that Director Brack has been provided with a scholarship from the SDA for attendance at the conference.

The budget adoption timeline was reviewed with the Board.

Discussion Items / Unfinished Business:

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- Building Update

Mr. Joe Erjavec, Crestone Consultants, provided an update on the status of the District's maintenance building project. He stated that the design team has received comments back from Denver and has re-submitted the design with the comments incorporated. The application for a building was to have been submitted today. Denver has identified its water and wastewater tap and utility service requirements.

On Monday, the District received an updated budget for the project. The contractor has not yet gotten bids from multiple subcontractors; some of the bids are based on older drawings, because the design is still undergoing review. At this time, the project appears to be approximately 10% over budget. This amount may increase depending upon factors not yet known at this time.

The timing for the GMP / competitive bid process is pending comments received back from Denver, which is expected to be 4-5 weeks from now. Mr. Erjavec advised the Board that Denver has an 8-10 week process for issuance of a building permit. The Board discussed the comments and outstanding concerns. It was noted that the building project is being referred to by Denver as a "community center" in order to match zoning requirements. However, it is in reality a building for staff that maintains District common areas.

Mr. Gravenson asked when a visual depiction will be disseminated. The Board discussed putting the current design on the website, even though it is not final and is subject to change based on Denver comments.

Discussion Items / New Business:

- Community Garden Use / Personnel and Chipper Use

The Board discussed a concern raised that a homeowner had access to the District's community garden to use the chipper. Ms. Duffy explained that she had granted permission to a homeowner to drop off branches when staff was at the garden. The staff would put the branches through the chipper and that material would be used by the District in common areas. The Board discussed the issues of providing access to these facilities to non-District persons, and the risks. The Board discussed whether to fence off the area where the chipper is located, and also discussed storing the chipper in a closed storage area. The Board reviewed the option of granting permission on a case-by-

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case basis, or prohibiting all use of District equipment, except by District staff. After further discussion, it was agreed that for the current time, the District will limit the use of the chipper to District employees only. The Board discussed establishing a more detailed policy at a later date, after the maintenance building is complete when the District may have more safety and storage options.

- 38th and Himalaya Project

Ms. Duffy reported on a phone call she received from Terracina Homes regarding the approval of the development of the Townhomes at 38th and Himalaya. The District was asked as to whether the strip of land was intended to be conveyed to the District, or whether the land will be maintained by the townhomes. It was agreed that the sub-association created by the Townhomes project could maintain the area and keep the aesthetics consistent with the other area.

The Board noted that Oakwood Homes needs to install a water tap for the area. Ms. Duffy agreed to follow up with Oakwood on this issue.

- HOA Contract Discussions

Ms. Rose Thomas, on behalf of the HOA, stated that the HOA will be updating the design guidelines.

The Board discussed the members of the HOA committee, who are tasked to meet and discuss District / HOA issues per the committee guidelines and the covenant enforcement services agreement. Ms. Duffy stated that a round table discussion has been proposed in order that the parties can talk about issues to be addressed in a contract amendment. Director Brack requested that another Board members substitute for her due to her not having much background on the contract requirements; Director Rohrer agreed to fill in for her on the committee. Ms. Toomey reflected on the 2009-2010 working group's efforts to make the covenant enforcement services agreement work with the District.

There were no other items of old business for discussion at this time.

Executive Session

A motion was made to go into executive session for the purpose of development negotiating positions and to receive legal advice following consultation with the attorney, authorized pursuant to Section 24-6-402(4)(b) and (e), C.R.S., at 8:00 p.m.

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The Board returned from executive session at 8:18 p.m. and affirmed that no actions had been taken while in executive session.

Director Items

Director Camarillo reported that he is back in school. Director George reported that the bat boxes were installed, which provided points for the community's sustainability certification.

There were no other director items brought before the Board.

Other Matters

There were no other matters 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 8:20 p.m.

Secretary for the Meeting