

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, January 15, 2014, 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:

Michael George, President
Fenna Tanner, Vice President
Roger Rohrer, Director
Michael Haskins, Director

Absent: Elaine Smith and Anthony Noble (absences excused) and Mary Schumer (absence unexcused).

Also present were Micaela Duffy, District Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Jim Tanner, Eric Gravenson, Mariann Toomey, District residents; Charlie Foster, Town Center Metropolitan District, and Brandi Thomas*, Community Resource Officer - Denver Police Department.

[*Departed where indicated.]

Call to Order

Director George noted that a quorum of the Board was present with four 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 upon motion, second and 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

RECORD OF PROCEEDINGS

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.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held December 11, 2013, were read. Upon motion and second, and unanimous vote, the Board approved the minutes as presented.

Public Comment Period:

- Denver Police Dept.

Community Resource Officer, Brandi Thomas, shared information regarding crime statistics for District No. 5, noting that there was a spike in burglaries in the area the week before Christmas, many in the southern part of GVR Metropolitan District. Homeowners in the community are advised to keep watch and are encouraged to report any crime or suspicious activities.

[*Officer Thomas departed at this time.]

- HOA

Mr. Jim Tanner announced that Denver has stated that the paperwork is being processed for the transfer of the pond and should be in the hands of the GVR Metropolitan District in two weeks for review and possible acceptance.

- CAB

A CAB meeting is scheduled for next week.

- Other

There was no other public comment at this time.

Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report included in the meeting materials. She advised that the Special District Association legislative committee has commenced.

Ms. Vander Wall also distributed the 2014 conflicts of interest forms, which identify any conflicts of interest to be disclosed for filing with the Secretary of State per statutory requirements, and director qualification affidavits, for completion by each director.

Board Reports:

December Draft Financials

Ms. Duffy presented the financial report for the period ending December 31, 2013, and the claims payable for the same period. Ms. Duffy noted that the December financials are not ready to be

RECORD OF PROCEEDINGS

put in final form pending any year-end adjustments, which still need to be made. Action on the December financial report will be deferred to the February meeting. Following further discussion, and upon motion duly made, seconded and unanimous vote, the Board accepted the December financials as presented.

District Manager's Report

Ms. Duffy referred the Board members to her written monthly report, and reported on the highlights.

Discussion Items / Old Business:

- Maintenance Building

Ms. Duffy reported on the recent discussions regarding the maintenance building project. The Planning Committee met last Thursday. Craig MacRae, who had previously worked with the District, attended and presented ideas regarding the property at 4000 Argonne. The design modifications now provide storage for maintenance vehicles, file storage, and garden area tables. Ms. Duffy noted that the garden area will assist the District in meeting zoning requirements. The project cost is currently estimated to be \$421,000; however, this amount will increase to add heat to the entire building, rather than in a few designated locations.

The Board agreed to proceed with the creation of a request for proposals for a design-build contract for the maintenance building project. The Board also directed that the RFP include an option for solar heating.

- Landscape Maintenance

Ms. Duffy presented to the Board an inventory of landscape maintenance items and a proposal of associated costs including priority levels. The District ponds have the highest priority level and are anticipated to cost approximately \$3,000. Sidewalk repairs are estimated to cost \$5,500. She provided two options for repairs to the retaining walls to be completed in timbers or concrete, ranging from \$20-25,000. She also discussed estimates for fence staining, tree and shrub replacement costs.

The Board discussed whether any of the District's trees remain under warranty.

The Board considered changing the District's fence from wood to a TREX material, and discussed issues of necessary approvals and potential for discrepancies in design consistency where the

RECORD OF PROCEEDINGS

District's fence abuts homeowner fence materials.

The Board directed Ms. Duffy and staff to prepare a maintenance plan with the costs and phasing related to all of the District's assets. The plan should identify preventative and required improvements to be made.

The Board discussed Denver's recycled water improvements, which, if eligible for hook up, could provide significant water savings.

- Discussion re Potential Mill Levy Increase Election

The Board discussed whether to seek approval through an election for a mill levy increase for purposes of increasing the District's operating revenues and the creation of a reserve fund for replacement of improvements. After further discussion, the Board agreed not to hold a mill levy increase election at this time.

Discussion Items / New Business:

- Resolution re Annual Administrative Items

Ms. Vander Wall presented the District's 2014 Annual Administrative Resolution, which calls out a number of items to be addressed annually by the Board, including the District's 2014 meeting schedule, the designation of newspaper for publication of legal notices, posting locations, and compensation to the Directors subject to statutory limits. Following further discussion, and upon motion by Director Rohrer, second by Director Haskins, and unanimous vote, the Board approved the resolution as presented.

- Board Member Changes / Election

Ms. Duffy advised that the District will be proceeding with the biannual directors election in May, 2014. Ms. Vander Wall noted that Directors George, Tanner and Haskins terms will all be up at this time, creating three vacancies. Director George is term-limited and cannot re-run. Director Smith has indicated that she will be moving out of the District, which will create another vacancy.

Ms. Duffy suggested that the Board consider reducing the Board seats from seven to five. The Board had expanded its seats from five to seven in 2008 by Court order, when it first took over certain HOA responsibilities, in order to increase representation consistent with the expanded duties. However, because the HOA continues to operate and govern as a separate entity, there

RECORD OF PROCEEDINGS

may not be a need to have the additional seats.

The Board determined to postpone any determination of the issue until the February meeting.

Director Items

Director Tanner inquired about the work being done on 38th Avenue. Ms. Duffy stated that this is likely being done as part of an Xcel contract.

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 8:42 p.m.

Secretary for the Meeting