

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, August 15, 2012, 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
Anthony Noble, Treasurer
Mary Schumer, Secretary
Elaine Smith, Director
Roger Rohrer, Director

Absent: Michael Haskins, Director (absence excused).

Also present were Andrew Pimental, District Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Jim Tanner, Eric Gravenson, Mariann Toomey, and Laverne Palmer, District residents; Charlie Foster, Town Center Metropolitan District; and John Barnholt*, Green Play, LLC.

[*Departed where indicated.]

Call to Order

Director George noted that a quorum of the Board existed with six 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.

Conflict of Interest / Disclosure Matters

The Board had been previously advised that pursuant to Colorado law, certain disclosures by the Board members might

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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.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held July 18, 2012, were read. Upon motion and second, and unanimous vote, the Board approved the minutes as presented, with Director Rohrer abstaining.

Public Comment Period:

- Denver Police Dept.

There was no representative from the Denver Police Department to offer comment.

- HOA

On behalf of the HOA, Mr. Jim Tanner advised that he is researching information regarding the addition of audio / PA system for the meetings.

- CAB

There was no representative from the CAB to offer comment. Mr. Pimental noted that the CAB is looking for replacement for some of the executive positions on the Board.

- Public Comment / Other

Mr. Pimental reported on the success of the school supply drive promoted by the Optimist Club.

There was no other public comment at this time.

Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report; she added that representatives of the HOA and the District have met to discuss clarifications to the District / HOA Services Agreement, regarding the delineation of responsibilities for the District's and the HOA's respective covenant enforcement activities. These clarifications will be prepared in the form of an amendment to the Agreement which will be brought back to the Board for discussion at an upcoming meeting.

Board Reports: July Financials

Director Noble presented to the Board the financial report for the District for the period ending July 30, 2012. Director Noble clarified a question regarding District late fees and discounts, applicable to the District's recreation programs.

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Following discussion, and upon motion duly made, seconded and a unanimous vote, the Board accepted the July financials as presented.

Claims Report

Director Noble next reviewed with the Board the listing of claims payable through current date. Upon motion duly made, seconded and a unanimous vote, the Board approved the payment of claims as presented.

District Manager's Report

Mr. Pimental referred the Board members to his written monthly report, and reported on the highlights. Mr. Pimental reported on the completion of the 2012 project with RTD, which includes the installation of trash cans at 6 bus stops within the District.

The Denver Police Department has provided example signs regarding theft of vehicles to alert people not to leave valuables in cars, in an attempt to deter petty theft within the District. These should be installed throughout Northeast Denver soon.

Mr. Pimental stated that the District may possibly be asked to enter into an intergovernmental agreement with the Wheatlands Metropolitan District regarding the provision of GIS services. The proposal is on hold until 2013 at Wheatlands' request.

Discussion Items / Unfinished Business:

Follow up re Park and Rec Master Plan Project / Green Play

Mr. John Barnholt, with Green Play, LLC, provided the Board with an update on the services that are being provided related to the preparation of the District's park and rec master plan project. Two focus group sessions were held today with a total of 45 attendees. Next, the District will be starting the inventory analysis, which is a quantitative / qualitative analysis of the District's assets, located both within and outside of the District's boundaries. Green Play is also starting to design the community survey, which is expected to be distributed during the first or second week of September. The District "Summer Fest" event will serve as the public meeting portion of the project services.

[*Mr. John Hold departed at this time.]

Follow up re External Security Enhancements

Mr. Pimental reported on the proposal received from the third vendor related to the installation of an external security camera system, in the amount of \$13,000. After review of the bids and

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the existing equipment, Mr. Pimental recommended that the Board spend some money to reposition and stabilize two cameras currently located in the parking lot, and to add one additional higher mega pixel camera, based upon the proposal provided by the JDE contractor. The Board discussed the compatibility of the existing and new technologies. After further discussion and comment, the Board agreed to proceed with the recommendation made by Mr. Pimental.

Mr. Pimental advised that the light installation is expected to be completed at the end of August or the first week in September.

Discussion Items / New
Business

There were no new business items for discussion at this time.

Director Items

Director Smith announced that the AARP has met with a builder concerning the construction of senior housing in the area.

Director Tanner inquired about the community service work being done within the District by offenders. Mr. Pimental explained that the District is on the referral list for Denver, Arapahoe and Adams County, and has participants work within the District from time to time.

Director Schumer asked about the 4-5 trees that were put in on Picadilly that are now dead. Mr. Charlie Foster agreed to mention this item to H.C. Development at its next meeting. She also inquired into the Barcampsia grass seed, noting the problems with the weeds and brown areas. Mr. Pimental stated that the District is planning to do some re-seeding next Spring to manage some of these issues. He described other options that the District may consider, including hybrid bluegrass or a perennial rye grass mixture.

Director George asked about the status of the Chavez collection matter; there is no change.

Director Noble stated that his non-profit company may not be interested in taking the District's old copier as previously thought, so it is still available for others.

Director Rohrer asked Mr. Charlie Foster how the GVR and Town Center Metropolitan Districts can work together to improve the property between 48th Avenue and Flanders. Mr. Foster indicated that Town Center Metropolitan District has

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purchased 65 acre feet of supplemental water from Denver Water, and it's all used up at this time of the year; Town Center expects to increase this water allocation to 100 acre feet for 2013. Mr. Foster agreed to look into xeriscaping and decorative rock for the area. He requested that such requests be written down so they can be transmitted.

Director Rohrer also inquired into whether there may be an option to upgrade the District's monumentation. Mr. Pimental stated that the landscape committee will be asked to prioritize the landscape proposals, including retaining walls and other landscaping areas. He noted that the fencing which exists along the High Line Trail, which is home-owner owned, is also going to be addressed through the covenant enforcement mechanism.

It was also noted that the trees which are located within the berm and which also have been the subject of the Aurora / Sand Creek detention channel project will need attention.

Additional Public Comment	There was no other public comment at this time.
Executive Session	There were no items for executive session at this time.
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 7:32 p.m.

Secretary for the Meeting