

# RECORD OF PROCEEDINGS

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## MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, September 11, 2013, 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  
Mary Schumer, Secretary  
Anthony Noble, Treasurer  
Michael Haskins\*, Director  
Elaine Smith, Director  
Roger Rohrer, Director

Absent: None.

Also present were Micaela Duffy, District Manager, and Dee Mares\*, Office Manager, GVR Metropolitan District; Barbara T. Vander Wall\*, Seter & Vander Wall, P.C., legal counsel; Eric Gravenson, Jim Tanner, and Mariann Toomey, District residents.

[\*Arrived / departed where indicated.]

### Call to Order

Director George noted that a quorum of the Board was present 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 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

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counsel had caused written disclosures of the conflicts of interest for each Director to be 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 August 21, 2013, were read. One correction was noted. Upon motion, second, and unanimous vote, the Board approved the meeting minutes, with the correction discussed.

[\*Director Michael Haskins arrived at this time.]

## Public Comment Period:

### - HOA

On behalf of the Master HOA, Mr. Jim Tanner reported that the Denver storm drainage department has approved the transfer of the detention pond property located at 41<sup>st</sup> and Ensenada from the City of Denver to the District. Denver's real estate department will prepare the deed. Once the deed is complete, Denver will notify Jim Tanner and he will advise the District that the pond is ready for conveyance.

### - CAB

There were no comments from the CAB offered at this time.

### - Denver Police Dept.

There were no comments from the DPD offered at this time. Mr. Tanner stated that the Denver Police representatives have advised that they will alternate attendance at the HOA and the District meetings each month.

### - Public Comment

There were no comments from the public provided at this time.

### - Other

There was no other public comment at this time.

[\*Ms. Vander Wall arrived at this time.]

## Resolution re Recognition of Service - Dee Mares

Chairman Michael George presented to the Board a resolution proclaiming the District's expression of appreciation and recognition for employee Dee Mares, who has performed her duties in an extraordinary manner in managing and directing the District Manager selection process. Upon motion, second and unanimous vote, the Board approved the resolution, and presented the proclamation to Ms. Mares. Ms. Mares accepted the proclamation, and the Board thanked Ms. Mares for her services.

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[\*Ms. Mares departed the meeting at this time.]

## Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report included in the meeting materials. It was noted that pursuant to the covenant enforcement services agreement, the parties are required to provide a notice of intent if either party does not wish to renew the agreement. In addition, the District is required to estimate the cost of the services for the upcoming fiscal year, and prepare a budget for the performance of the services for review by the HOA. Ms. Vander Wall also referred the Board members to the form of district manager services agreement for execution by the District and Ms. Duffy, which is scheduled for discussion further in the meeting.

## Board Reports: August Financials

Director Noble presented to the Board the District's financial report for the period ending August 31, 2013. Following discussion, and upon motion duly made, seconded and unanimous vote, the Board accepted the August financials as presented. The claims report was presented as an informational item only.

## District Manager's Report

Ms. Duffy reported that the District has received approval from Xcel Energy regarding the gas line trail easement. Ms. Duffy and Mr. Ken Albert are now working with Denver regarding the work associated with the culvert, curb cuts, etc.

Ms. Duffy reported that there are currently 28 after-school program participants. She reported on the recent disc golf tournament held using the District's course. Twenty individuals signed up for the event, and 16 persons participated.

## Discussion Items / Old Business:

### - Standard Operating Policies

The Board discussed the District's Standard Operating Policies, including the revisions discussed at the August meeting. After further discussion, the Board agreed to certain additional changes recommended by Ms. Duffy: page 13, the removal of the word "annually," page 46, removal of the suggested change as being inconsistent with the provisions of the services agreement. In addition, the Board discussed the District's policy with regarding to the number of Board members as participants

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on individual committees. It was determined to remove the words “up to” in reference to the number at each location referenced in the policy. In lieu of this language, the number of Board member committee members is fixed. Upon further review, and upon motion, second and unanimous vote, the Board agreed to the changes shown and discussed, and approved the revised Standard Operating Policies of the District.

- Update from Planning Committee re maintenance / storage facility and campus design RFP

Ms. Duffy reported that the Planning Committee is considering moving the location of the new maintenance facility to the District’s community garden area instead of the administration building site. The property will need to be re-zoned. The Committee is also considering adding a bathroom to the facility, and the facility will serve as the “master building” for zoning purposes. A shed can be added as an accessory building. The Board members discussed water tap requirements, lighting issues, and potential grant funds to cover the expense of the bathroom improvements. After further discussion, the Board agreed to proceed with this concept as presented.

Ms. Duffy reported that the District has received its preliminary assessed valuation, which reflects a decrease in value from the prior year. The reduced valuation will impact the District’s tax revenues.

- District Manager Agreement

Ms. Vander Wall referred the Board to the proposed agreement for manager services between the District and Ms. Duffy. She noted that the agreement is similar to the form previously used, modified to reflect the Board’s terms of employment related to term, compensation, performance measures and implementation plan. The Board acknowledged that Ms. Duffy would present the initial performance measures at the current meeting, and the implementation plan at the October meeting. Thereafter, Ms. Duffy would present the performance measures to the Board in the first quarter of each year. The Board also acknowledged that Ms. Duffy would be provided with a performance evaluation before the end of 2013.

After further discussion, and upon motion, second and unanimous vote, the Board approved the District Manager Employment Agreement as presented.

- Other

Mr. Jim Tanner inquired as to the cost estimate for the gazebo, so that the HOA Board can consider this amount as part of the cost-sharing arrangement made. Ms. Duffy agreed to provide

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him with this information.

Mr. Tanner also advised that if the District identifies any stop signs which are blocked by trees, the information needs to be provided to Peggy Ripko.

Director Schumer stated that the sprinklers located near the Bungalows at 48<sup>th</sup> Avenue appear to pop on at odd times. Ms. Duffy agreed to look into the clocks for the system at this location.

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

## Discussion Items / New Business:

### - District Manager Goals and Objectives

Ms. Duffy presented a summary of her proposed goals and objectives as District Manager through the end of the year. The Board agreed with Ms. Duffy's recommendation, and authorized Ms. Duffy to post for and proceed with the employment of an accountant to fill the position vacated by Ms. Duffy.

The Board reviewed and discussed the goals presented, as well as future goals and objectives not yet identified, such as a potential District Facebook page, subject to certain legal compliance issues applicable to local governments.

After further discussion, and upon motion, second and unanimous vote, the Board approved the proposed goals and objectives presented by Ms. Duffy, with the elimination of goal number 6 regarding accountant training, and the modifications to goal number 5 regarding the hiring of a subsequent accountant.

The Board also discussed training options and approval requirements. It was noted that Ms. Duffy is already approved to attend the Special District Association conference as well as the Colorado Parks and Recreation Association upcoming training programs.

## Executive Session

There was no executive session at this time.

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- Other

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

Director Items

Director Smith inquired as to having the District look into more community programming, including one known as the "Village." Director Tanner inquired about the improvements to 38<sup>th</sup> and Himalaya; it was noted that this project cannot progress until an additional water tap is connected at that location. Director Schumer requested additional improvements be made to the corner of Mayala and 48<sup>th</sup> Avenue. Director Rohrer requested that the bands be removed from the trees on the other side of 48<sup>th</sup> Avenue, which have been there for two years. There was discussion regarding the replacement of dead trees. Director Rohrer requested that no more Hackberry, Locust or Ash trees be planted in the District.

There were no other director items brought at this time for discussion.

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 7:58 p.m.

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Secretary for the Meeting