

# 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 17, 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:

Roger Rohrer, President  
Fenna Tanner, Vice President  
Anthony Noble, Treasurer  
Mary Schumer, Secretary  
Tim Camarillo, Director  
Matt Stallman, Director

Absent: Michael Haskins (absence excused).

[\*Arrived and Departed where indicated.]

Also present were Micaela Duffy, District Manager, Ken Albert, Facilities Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Jim Tanner, Eric Gravenson, Mariann Toomey, Jack Marshall, Lyman West, Manuel Samora, Berenado Lopez, Adolphus Ugeh, community members; Roberto Diaz\*, The Old Ranch Evergreen Landscaping; Brian Volkman\*, Neil Pinkham\*, John Gallagher\*, Green Valley Ranch Self Storage 4170 Tower Road; and Bob Wyckoff\*, Denver Police Department.

### Call to Order

Director Rohrer noted that a quorum of the Board was present with six directors present. Thereafter, Director Rohrer 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.

Officer Bob Wyckoff introduced himself as a District 5 Denver Police Department representative. He spoke on crime prevention for the community, reporting on recent issues of theft from motor vehicles. He advised neighbors to keep porch lights on overnight, as a proven deterrent of crime. He also advised neighbors to close their garage doors at night, as many burglaries and property crimes occur through open garage doors.

[\*Officer Wyckoff departed at this time.]

### - Public Comment: Proposed Mini-Storage Project

Mr. Neil Pinkham, Mr. Brian Volkman and Mr. John Gallagher introduced themselves as representatives of the existing Green Valley Ranch Self Storage company, located at 4170 Tower Road, and the proposed new mini-storage project to be developed at 3801 Himalaya Road. The property will need to be rezoned for the proposed development. The project will be approximately 85% of the current self-storage facilities, and will have on-site management. The Board asked questions regarding the mini-storage project and fencing, lighting, hours of operation, security, crime and traffic.

[\*Mr. Pinkham, Mr. Volkman and Mr. Gallagher departed at this time, at approximately 7:00 p.m.]

### - HOA

There was no comment on behalf of the HOA at this time.

### - CAB

There was no report by the Citizens Advisory Board 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 20, 2014, were read. Upon motion and second, and

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unanimous vote the Board approved the minutes as presented, with Director Schumer abstaining.

## Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report included in the meeting materials, which will be further discussed as specific agenda items.

## Board Reports:

### - August Financials

Director Noble presented the financial report and claims payable for the period ending August 31, 2014. He pointed out the partial progress payment made to Roberto Diaz per the Board discussion at the last meeting. Following further discussion, and upon motion duly made, seconded and unanimous vote, the Board accepted the July financial report as presented.

## District Manager's Report

Ms. Duffy referred the Board members to her written monthly report and reported on the highlights. She provided a follow up to the Board's inquiry regarding the future development by Majestic, which includes long term plans to extend 38<sup>th</sup> Avenue and the construction of more warehouse facilities. She advised that the District will be providing a 60 day notice to its bondholders regarding payment of bonds, required pursuant to the District's bond covenants, in connection with the District's intent to pay off its debt in 2014.

## Discussion Items / Unfinished Business:

### - RFP Update

Ms. Duffy reported that the District received one non-conforming bid to the District's RFP for the maintenance building project by the deadline of September 5, 2014. After evaluation of the construction season and the tight market, the District's planning committee has recommended that the District delay the project to 2015, and reissue the RFP in January. The Board agreed with the recommendation.

Ms. Duffy also reported that the planning committee is reviewing three proposals for a project manager, and expects to have a recommendation for the Board's consideration at the next meeting.

### - Change Orders for Old Ranch Evergreen

Mr. Roberto Diaz gave a brief presentation to the Board on the proposed change orders to two outstanding contracts and the rationale for the increase in price. Mr. Ken Albert also provided some historical background information related to the original project discussions in 2013. The Board asked several questions

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of Mr. Diaz, and then agreed to defer further discussion regarding the proposed contract negotiations in executive session, with a determination to be made in open session thereafter.

- Update regarding Perth Pond

Ms. Duffy reported on the research done regarding the Perth pond and the residents' complaints regarding the pond and drainage problems. She tried to obtain copies of the design drawings of the originally constructed pond. A review of the drawings shows that the pond was designed to hold water, and was not designed for drainage purposes. A potential fix offered by the City of Denver includes the addition of a concrete channel which would reduce the retained water from 29' to about 5'.  
**[Micaela – please confirm this!]**

Another issue related to the pond is erosion. The City of Denver will be seeding the area behind the pond to assist with erosion. The District will prepare an updated maintenance plan for the pond, which will incorporate resolution of these issues into the plan.

Ms. Duffy advised that the next step is to obtain bids for the concrete work for the pond, and to identify the estimated costs for the work.

There were follow up questions from the public regarding the possibility for the installation of a concrete wall, the use of ATVs on the site, contributing to the erosion, authorized trail access to the pond, and flooding contributed by Denver's storm drainage improvements.

After further discussion, the Board agreed to engage the services of a civil engineer to do an analysis of the pond, and determine what the pond can and cannot do. The engineering analysis would include recommendations and cost estimates to the District to address these issues as may be appropriate.

- MLK Walk-through

Ms. Duffy reported on her research regarding the "walk-through" area located at 47<sup>th</sup> and Dunkirk, used by kids going to and from Martin Luther King, Jr. Early College School. There is a Denver Water easement on the path. The City of Denver states that it will allow the easement to be closed off by a fence, subject to certain requirements, including payment of funds for a permit and the installation of a 14' wide gate. Alternatively, the two properties on either side of the path, may agree to take over

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the property, subject to Denver's water easement and associated restrictions.

After further discussion, the Board agreed to explore the second option first. Ms. Duffy was directed to follow up with the property owners to determine whether they would be interested in taking over the common area property, subject to Denver's easement.

Discussion Items / New  
Business:

There was no new business for discussion at this time.

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 (1) discussing certain personnel matters including the annual evaluation of the District manager, and (2) the development of negotiating positions for the Roberto Diaz, dba The Old Ranch Evergreen, contract change order requests, and consultation with the attorney on specific legal questions related thereto, pursuant to § 24-6-402(4)(e),(f) & (b), C.R.S., at approximately 8:08 p.m., with Ms. Duffy present.

The Board reconvened from executive session at approximately 8:40 p.m. and affirmed that no actions had been taken during executive session.

Old Ranch Evergreen  
Contract Change Orders

The District Board reviewed the change order requests presented by Roberto Diaz, dba The Old Ranch Evergreen, related to two outstanding contracts. The first contract involves the replacement and construction of the retaining wall at Himalaya and 42<sup>nd</sup> Street; the contractor requests a price increase from \$24,639.00 to \$27,907, to cover the costs of additional work required to remove underground timers and install additional concrete blocks. The Board acknowledged that the additional work was based on unforeseen hidden conditions of the project. After discussion, and upon motion, second and unanimous vote, the Board approved the contract change order requested.

The second contract involves the walking trail along the gas line easement extending from 42<sup>nd</sup> to 47<sup>th</sup> Avenue; the contractor requests a price increase from \$81,000 to \$86,623.20, to cover the costs of additional work resulting from Denver permit specifications involving additional handicap ramps, traffic control, erosion controls, density and material testing and concrete pricing increases. The Board noted the different

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representations made at the time of contracting. After discussion, and upon motion, second and unanimous vote, the Board approved the contract change order requested.

Ms. Vander Wall noted that that the proposed change order documents need to be modified to incorporate certain language required by statute relative to appropriation of funds. The Board directed that these modifications be made to the documents, including a requirement that Mr. Diaz provide the District with copies of the City's permits.

- 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 bonus compensation in the amounts discussed in executive session, effective September 1, 2014. Ms. Vander Wall was directed to draft a letter to Ms. Duffy to acknowledge the Board action.

Director Items

Director Rohrer indicated that he would follow up with neighbors near the mini-storage site to learn any additional opinions regarding the project, which he will share with the Board next meeting.

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 8:45 p.m.

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Secretary for the Meeting