

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, December 13, 2023, 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:

Anthony Noble, President
Matt Stallman, Secretary/Treasurer
Eric Gravenson, Director
Lyman West, Director
Joyce Bennett, Director
Charles Britton, Director

Absent: None.

Also in attendance were Micaela Duffy, District Manager, GVR Metropolitan District; and Russell Newton, Seter & Vander Wall, P.C., legal counsel.

Call to Order

Chairman Noble noted that there is a quorum of the Board in attendance and called the regular meeting of the Board of Directors of the GVR Metropolitan District to order.

Approval of Agenda

The Board reviewed the agenda. A motion to approve the agenda was made and seconded, and upon a 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 previously submitted by the applicable Directors 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 comments from the Denver Police Department.
- Master HOA There were no comments from the Master HOA.
- CAB There were no comments from the CAB.
- Councilwoman Gilmore's Office There were no representatives from Councilwoman Gilmore's office present for comment.
- Public Comment There were no public comments made at this time.

Director Items

Director Gravenson spoke to why directors on the Board intend to take more control over District operations and administration.

Director Britton spoke regarding the District's Personnel Manual and the Board's role regarding employees. He expressed support for a special meeting to discuss employment matters.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held September 20, 2023, were read. Following discussion, and a motion by Director Stallman, seconded by Director Gravenson, and unanimous vote, the minutes were approved subject to a modification to the Director Items discussion regarding the Board decision to disallow the use of District facilities and equipment to conduct virtual meetings.

Attorney's Report

Mr. Newton directed the Board members to counsel's written legal report. He noted the report topics on the agenda for discussion later in the meeting. He advised that the status report's legal analysis regarding director resignation letters is in the context of the Colorado Open Records Act and acknowledged the statute requiring that a resignation letter be submitted to the Board. He noted that a resignation letter submitted to Ms. Duffy, as the

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Proposed 2024 Budget Public Hearing

District Manager and contact for the Board, substantially complied with the statutory requirement for resignation.

The Board opened the public hearing on the 2024 proposed budget at approximately 7:51 p.m. There being no public present, the Board closed the public hearing at approximately 7:51 p.m.

The Board discussed modification to the draft budget to include funds for a potential snow removal program to aid certain residents that meet qualifications demonstrating difficulty or inability to remove snow from sidewalks that the residents are responsible for removing snow. Upon motion by Director Britton, second by Director Noble and unanimous vote, the Board determined to revise the proposed budget to include \$250,000 to evaluate and potentially implement the proposed snow removal program.

The Board discussed the impact of SB23B-001 on the District's budget and assessed valuation. The Board discussed various mill levy rates that could be imposed for collection in 2024, noting that 20.049 mills would cover the District's proposed budget appropriations without using the District's reserves. There was consensus that the Board should provide taxpayers some relief from the recent valuation increases.

Director Britton moved to adopt a mill levy of 10 mills. There motion failed for lack of a second.

Director Noble moved to adopt a mill levy of 13.043 mills. The motion failed for lack of a second.

Director Granverson moved to adopt a mill levy of 12 mills. Director Stallman seconded the motion, and upon a vote of 4-2 (Directors Noble and Britton opposed), the motion was approved.

Director Noble moved to approve and adopt the 2024 proposed budget, as modified to include the potential snow removal program. The motion failed for lack of a second.

Mr. Newton advised the Board that the budget filing deadline is January 31, 2024, and there was consensus from the Board to table approval of the 2024 proposed budget.

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Board Reports:

- September 30, 2023 Financials; October 31, 2023 Financials; November 30, 2023 Financials
- Director Stallman presented the financial report and claims payable for the period ending November 30, 2023. Following discussion, and upon motion made by Director Noble, second by Director Gravenson and a vote of 4-2 (Directors West and Britton opposed), the Board approved the November 30, 2023, financial report and claims as presented.

Upon motion made by Director Noble, second by Director Gravenson and a vote of 5-1 (Director Britton opposed), the Board approved the September 30, 2023, financial report and claims as presented.

Upon motion made by Director Gravenson, second by Director West and a vote of 5-1 (Director Britton opposed), the Board approved the October 31, 2023, financial report and claims as presented.

- 2022 Audit
- Upon motion made by Director Noble, second by Director Gravenson and a vote of 5-1 (Director Britton opposed), the Board approved acceptance of the District's 2022 audit.

- District Manager's Report
- Ms. Duffy presented her report to the Board. She reported on efforts to sell the District's blue bus, and that she is in communication with National Bus Sales.

Ms. Duffy reported that the District's deck replacement project is almost complete. There are punch list adjustments and the deck staining will take place when weather permits in Spring 2024.

Ms. Duffy reported that the District received two quotes for sidewalk repair, and she did not hear back from others that she had reached out to for quotes.

The Board discussed the two cameras that the District has tested for recording Board meetings. There was consensus from the Board to use the most recent camera if resolution issues could be fixed, and if not, to proceed with the first camera that the District tested.

Discussion Items / Unfinished Business:

- District Manager Agreement Renewal
- The Board noted that discussion and potential vote on this item would be discussed after Ms. Duffy's evaluation in open or

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executive session. Ms. Duffy provided her consent for the Board to conduct the evaluation in executive session.

- Review of 2024 Engagement Letter with Seter & Vander Wall, P.C. The Board discussed legal counsel invoices and potential representation from Seter & Vander Wall, P.C. in 2024. There was consensus that the Board should maintain legal representation while it conducts a search for replacement counsel. Mr. Newton advised that he could be the primary contact at his firm for District representation. He stated that legal counsel should attend Board meetings where legal matters are at issue, but would not have to attend budget study sessions or other special meetings that have limited purpose and do not include legal matters. Upon motion by Director Noble, second by Director Stallman and a vote of 4-2 (Directors Britton and West opposed), the Board approved engagement of Seter & Vander Wall, P.C. for 2024 legal services, provided the engagement letter lists Mr. Newton as the primary contact at the firm, and with the understanding that Seter & Vander Wall, P.C. would be engaged on a temporary basis while the District conducts a search for and selects replacement legal counsel.

Director West moved to adjourn the Board meeting. Director Britton seconded the motion, and upon a vote of 2-4 (Directors West and Britton in favor), the motion did not pass.

Discussion Items / New Business:

- Discuss Transfer of Property Pursuant to Oakwood Settlement Agreement / Interim License and Reimbursement Agreement Mr. Newton advised that the District is a party to a settlement agreement that obligates the District to accept certain common area tracts of land for operation and maintenance upon certain conditions being satisfied. He reported that conveyance documents are being prepared to satisfy these conditions and the District will likely be in a position to formally accept the tracts soon. Acceptance of the tracts will require the District to add the tracts to the scopes of work performed by certain landscape contractors. Ms. Duffy reported that the 2024 landscape proposals for consideration later in the meeting include these tracts as part of the proposed scope of work, assuming the District will accept the tracts pursuant to the settlement agreement. Mr. Newton reported that a license and reimbursement agreement has been proposed to allow the District's landscape contractors to perform maintenance work on the tracts until such time that the District's formally accepts the tracts, and that the grantor would reimburse the District for costs

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associated with maintaining the tracts until the District formally accepts them. After discussion, Director Noble moved to approve the license and reimbursement agreement. The motion failed for lack of a second.

Cleaning Proposals

The Board discussed proposals for 2024 cleaning services, one from the current contractor and one from a new contractor. After discussion, and upon motion made by Director Stallman, second by Director Britton, and unanimous vote, the Board approved the proposal from the new contractor, CAM Resources, with instruction that the District would purchase and supply cleaning supplies for the contractor to use, for cleaning services one day per week. Ms. Duffy advised that she will notify the existing contractor of the Board's decision not to renew their agreement in 2024.

Landscape Proposals

The Board determined to table consideration of the 2024 landscape proposals and requested that Ms. Duffy contact other landscape providers to submit proposals for the Board to consider at a subsequent meeting.

Director West made a motion to suspend consideration of all wage and salary increases for District employees until further notice. Director Britton seconded the motion and discussion ensued. Director Noble objected to the motion, stating that it is not a good idea to unilaterally halt the increases, and referred to the proposed action as foolish and a decision that could yield serious repercussions. Director West stated he is willing to take that chance. Ms. Duffy reported that some employees have already received their increases and it would be inappropriate for certain employees to receive increases while others do not. Director Noble reiterated that a favorable vote could have a devastating impact. Director Stallman stated that he would resign as the District's Treasurer and Secretary officer positions if the Board approves the motion. Upon a vote of 4-2 (Directors Noble and Stallman opposed), the Board approved the motion.

Director Britton made a motion to hold a special meeting to discuss employment matters and review the District's Personnel Manual, stating that he is not aware of others who receive benefits and pay like the District's employees. Director West seconded the motion, and upon a vote of 4-2 (Directors Stallman and Noble opposed), the Board approved the motion. Director Britton requested job descriptions and performance evaluations for the last three years for the Directors to review prior to the special meeting.

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Executive Session

There was no executive session.

Adjournment

Upon a motion duly made, seconded and unanimously carried, the meeting was adjourned at approximately 11:12 p.m.

Secretary for the Meeting