

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, February 19, 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
Anthony Noble, Treasurer
Mary Schumer, Secretary
Elaine Smith, Director
Michael Haskins, Director

Absent: Roger Rohrer (absence excused).

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, Brandi Thomas*, Community Resource Officer - Denver Police Department, and Dave Brown, resident.

[*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

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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 January 15, 2014, were read. Upon motion and second, and unanimous vote, with abstentions from Directors Noble, Schumer and Smith, 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. She also noted that the Citizen's Police Academy is re-starting, which is a six week program.

[*Officer Thomas departed at this time.]

- HOA

Mr. Jim Tanner provided an update on the detention pond transfer, noting that he has not yet received the paperwork from Denver for the transfer. He also provided information on the Easter egg hunt that is being planned for the community.

- CAB

There was no update from the CAB at this time.

- 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 and provided an update on recent legislative activity. She also reported on the upcoming director election scheduled for May 6, 2014. The District's "Call for Nominations" will be published on February 13, 2014, in the *Daily Journal*. The deadline to receive self-nomination and acceptance forms is February 28, 2014. The election may be cancelled on March 4, 2014 if there are no more candidates than seats to be filled.

Board Reports:

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December and January Financials

Mr. Noble presented the financial report for the period ending December 31, 2013, and referred to the claims payable included in the meeting packet. He pointed out minor changes made from the draft financials presented at the last meeting. Following further discussion, and upon motion duly made, seconded and unanimous vote, the Board accepted the December financials as presented.

Next, Mr. Noble presented the financial report and claims payable for the period ending January 31, 2014. He noted that the District's tax collections are slightly higher than what was collected at this time last year. Following further discussion, and upon motion duly made, seconded and unanimous vote, the Board accepted the January financials as presented.

District Manager's Report

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

The District may apply for a GOCO mini-grant for the garden-area portion of the proposed new maintenance building. This will be incorporated into the request for proposal document. Ms. Duffy has volunteered to review the GOCO grant applications, which will be helpful to learn more about the award process.

Ms. Duffy raised the issue of whether the District would consider including the "50+ club" as part of its adult programming offered to the community. She advised that the programming would be incorporated into the responsibilities of the District's Community Program Manager, LaVetta Murray. The program may require an adjustment in Ms. Murray's schedule to accommodate additional weekend hours. After further discussion, it was the consensus of the Board to have the District provide support services to continue the 50+ club program.

The District will be sponsoring the car show again in 2014, which is scheduled to take place on June 7, 2014, from 4pm to 7pm.

The City of Aurora is realigning the Bolling tributary, which will have an impact on traffic.

Ms. Duffy directed the Board members to the District manager goals that she provided to the Directors as part of her employment agreement. The Board agreed to review the goals

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and to provide responses prior to the next meeting. A discussion of the goals will be included as an agenda item for the March Board meeting.

Ms. Duffy provided each Board member with a draft of a proposed form of maintenance plan for use in tracking ongoing District operational and repair items. She requested that the Board consider the proposed form of the plan, which, if accepted, would be provided to the Board on a monthly basis and used as an internal guidance and planning document. The Board discussed certain proposed changes to the format: to have the plan show maintenance and repairs for the entire fence, irrigation system, or other capital improvement; to have the plan show if the District is behind or ahead of schedule; to have the plan reflect seasonal work; to have the plan provide mapping of the maintenance areas; and to have the plan be available as a reference to the community. Ms. Duffy agreed to provide a follow up proposal to the Board for further review.

Discussion Items / Old Business:

- Maintenance Building

On behalf of the Planning Committee, Mr. Jim Tanner reported on the status of the maintenance building. He confirmed that the proposal, which was presented to the Board at the last meeting was not a final plan, but rather a starting point which assisted the District in making an initial cost estimate for the building project. Ms. Duffy is working on preparation of a request for proposal with technical assistance from Charlie Foster. Ms. Duffy indicated that she will then provide the proposed plan to the Planning Committee for review, and then to legal counsel for legal review.

- Seven vs. Five Member Board

Ms. Duffy reminded the Board that the issue of reducing the size of the Board was raised at the January Board meeting, and that the Board deferred consideration to February for further time to reflect and involve more Board members. The proposal was made based on a recognition that the expanded Board occurred as a result of the District's taking on the covenant enforcement and design review services, and that the increase may no longer be needed as the Master HOA Board of Directors continues to serve to operate the HOA activities. Ms. Duffy also noted that the District has had difficulties in finding individuals to serve on the Board. The timing of the proposal is based on the upcoming Directors election. Ms. Vander Wall advised that a decrease in

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Board members would be subject to District Court approval. The Board members discussed the proposal, and after further discussion, and upon motion by Director Schumer, second by Director Smith, and vote of four in favor, with two abstentions, the Board determined not to proceed with a reduction of the Board at this time.

Discussion Items / New Business:

- Maintenance Plan

The Board referred to the discussion on the proposed maintenance plan held under the District Manager's report.

- Board Project

Ms. Duffy shared a suggestion from District and HOA board members of the District and the HOA holding a gathering in honor of departing Director Elaine Smith and her husband, John Smith, to thank them for all of their contributions made to the Green Valley Ranch community. The Smiths will be selling their home and moving out of state in April. The Board members supported the proposal.

Director Items

Director Haskins reported that he has noticed an increased police response in the community, especially with recent graffiti incidents.

Director Noble stated that he would like the District to provide communication to its residents regarding the lane modifications taking place as part of Aurora's project.

Ms. Duffy announced that Director Elaine Smith has tendered her resignation from the Board, effective at the close of the Board meeting. She announced that cake would be served after the meeting and invited the Board and members of the public to take this time to say good-bye to Director Smith. The Board members thanked Ms. Smith for her contributions on the Board and wished her well.

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 7:45 p.m.

Secretary for the Meeting