

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, January 16, 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
Anthony Noble, Treasurer
Roger Rohrer, Director
Michael Haskins, Director

Absent: Elaine Smith (absence excused) and Mary Schumer (absence unexcused).

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, Earleen Brown, Charlie Foster, Curt, Michelle, Patrick, and Ryan Shaver. District residents; and John Barnholt,* Green Play, LLC.

[*Departed where indicated.]

Call to Order

Director George noted that a quorum of the Board was present with five 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

RECORD OF PROCEEDINGS

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 December 12, 2012, were read. Upon motion and second, and unanimous vote, the Board approved the minutes as presented.

Public Comment Period:

- HOA

Mr. Jim Tanner announced that Noble Erosion is scheduled to commence work under the detention pond contract for the HOA on February 11, 2013.

- CAB

Mr. Pimental reported that the Eagle P3 Fastracks project was presented at last evening's Citizens Advisory Board meeting. All of its budget has now been authorized, and the project is projected to be complete in 2015-2016.

- Denver Police Dept.

Mr. Pimental presented the report on behalf of the Denver Police Department, who were called out. The police department encourages homeowners to report any crime or suspicious activities. The police department is doing a "Citizens Police Academy" program, beginning March 6, 2013. Crime statistics show an increase in "puffing," which involves starting a car and going back inside the house while it warms up, and the car is then stolen.

- 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. These items are expected to be discussed in detail later in the meeting.

Ms. Vander Wall also distributed the 2013 conflicts of interest forms, which identify any conflicts of interest to be disclosed for filing with the Secretary of State per statutory requirements, and director qualification affidavits, for completion by each director.

Board Reports:

December Draft Financials

Director Noble presented to the Board the draft financial report for the District for the period ending December 31, 2012. It was

RECORD OF PROCEEDINGS

acknowledged that the December financials are not ready to be put in final form, pending any year-end adjustments which still need to be made. Action on the December financial report will be deferred to the February meeting.

Claims Report

Director Noble next reviewed with the Board the listing of claims payable through current date. He indicated that he is working with the District on having as many of the expenses paid on-line as possible. Upon motion duly made, seconded and 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. He reported that he was contacted by Standard and Poor's and is able to report that the District is able to maintain its "A" rating applicable to its municipal bonds.

The "Z-Place" (formerly known as the "Promise Center") is anticipating a grand opening event at the Evie Garrett Dennis school campus at GVR on Friday, January 18 from 4-7 pm.

DPD Commander Fair has started a HOPE program, coordinated with multiple communities, as a crime prevention program.

Denver Digs Trees is now accepting applications for distribution of free trees to qualified participants throughout the entire City of Denver.

Mr. Pimental reported on Mariann Toomey's request to look into sidewalk repairs. With Denver's participation, four areas were identified as needing repair, and will now be the responsibility of the District.

A medical building is proceeding with development within the District, within Tower Commons (southeast corner of Tower Road and 48th Ave) and has paid its system development fee to the District.

The HOA inspector's position is now open as Teri Cordova has been hired for the HOA assistant job which became open upon the resignation of Joyce Measmer.

Following up from an inquiry from Director Tanner, Mr. Pimental reported that the District has received approval from

RECORD OF PROCEEDINGS

RTD's contractor to receive up to 20 benches to be installed at bus stops throughout Green Valley Ranch, to be paid by them.

Discussion Items / Old Business:

Presentation of 2012 Volunteer Recognition Award

Mr. Pimental announced Mr. Curt Shaver as the recipient of the District's 2012 Volunteer Award, who was unable to attend the volunteer recognition dinner in December. Mr. Shaver was commended for his efforts in promoting the disc golf course, and contributing his time and energy in helping with the course design work. Mr. Shaver accepted the award, and thanked the District and Mr. Pimental for their efforts in the installation of the disc gold course, which is well-used and appreciated by members within and outside of the community. He further suggested that the District consider drilling 2-3 additional holes to manipulate the golf course in order to keep it interesting for play, and reduce the wear and tear on the course.

Greenplay / Park and Rec Master Plan Follow Up Discussion

The Board continued its discussion of the results from the Greenplay Master Planning survey and specific concerns. Mr. Pimental noted that he had provided GreenPlay with the Board's concerns gathered following the December meeting; he had distributed Green Play's responses to the questions and concerns. Mr. John Barnholt was in attendance to answer any further questions from the Board. In response to the question of the number of survey responses, there were a total number of 328 responses received from the mailed survey; there were additional responses received from the open link survey. There is a range of 6-40% return rate in relation to other communities who have done similar surveys; the standard rate of return is 10-13%. The surveys were distributed on a "random" basis, using a computer-generated list of recipients. To send the survey to all homeowners would be cost-prohibitive, and is projected to lead to the same results based on statistical data.

Mr. Pimental noted that the process is meant to be repeated every 7-10 years, to be used as a management tool. The Board discussed how the return rate might be increased the next time. Mr. Barnholt stated that it could be improved by noting the action requested and performing results as indicated in the plan. Mr. Barnholt also noted that the survey is not the sole tool used to make decisions; other considerations are factored into the outcome. Green Play uses a software program to plug in the District's physical boundaries, and determine the demographics

RECORD OF PROCEEDINGS

for the area. The survey results are weighted to match the demographics.

Following further questions and answers, the Board concluded the discussion

[*At this time, Mr. Barnholt departed.]

Acceptance of QuitClaim Deed for Common Areas, Filing 56 (Tracts A – G)

Mr. Pimental explained to the Board that the District has been asked by Tower Commons to accept the QuitClaim Deed for the common areas located on Filing 56, Tracts A – G, for ownership and maintenance. Mr. Charlie Foster provided background as to the request, noting that the deed was now being done as part of the platting process. Upon motion, second and unanimous vote, the Board approved and ratified the acceptance of the deed as presented.

Discussion Items / New Business:

2013 Board Meeting Schedule

Mr. Pimental provided a schedule for the District's board meetings in 2013, to occur on the third Wednesday of each month, with the exceptions of September (second Wednesday to accommodate the SDA conference) and December (second Wednesday to accommodate the mill levy certification deadline). Upon motion, second and unanimous vote, the Board approved the schedule.

Resolution No. 1-16-13 re Annual Administrative Items

Ms. Vander Wall presented the District's 2013 Annual Administrative resolution, which calls out a number of items to be addressed annually by the Board, including, inter alia, the District's 2013 meeting schedule, the designation of newspaper for publication of legal notices, posting locations, and compensation to the Directors subject to statutory limits. Following further discussion, and upon motion by Director Noble, second by Director Tanner, and unanimous vote, the Board approved the resolution as presented.

District Manager 2013 Performance Measures

Mr. Pimental referred the Board to a proposed list of performance measures as goals for 2013, which he had prepared in connection with his employment agreement. The Board discussed the performance measures and agreed to consider them further for final acceptance at the next meeting. The Directors were invited to bring any suggestions or revisions to the measures for consideration to be included.

RECORD OF PROCEEDINGS

Board Member
Communications

Ms. Vander Wall referred the Board members to her memo which was included in the meeting materials which provided legal points and analysis regarding open meetings and open records laws related to board member communications. A lengthy discussion ensued regarding best practices involving dissemination of information, Director communications, and potential liability issues. The Board agreed to continue the discussion to the next meeting.

Director Items / Other
Business

The Directors discussed the recently announced project involving the development of a United Foods distribution center in Aurora, and its impact on the community. The Board also acknowledged Aurora's project of the widening of Tower Road and agreed that the District is very much in favor of the project. The Board suggested that a potential resolution in support of the project be drafted for submittal to Aurora in the near future.

There were no other Director items brought at this time.

Additional Public Comment

Mr. Gravenson asked about community response regarding the District's tax bills; Mr. Pimental noted that there had not been any comments received on the tax bills to date.

There was no additional public comment 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 9:06 p.m.

Secretary for the Meeting