

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, July 17, 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 Andrew Pimental, District Manager, Micaela Duffy*, District Accountant and Interim District Manager, and Dee Mares, Office Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Charlie Foster, Town Center Metropolitan District; Eric Gravenon, Jim Tanner, Mariann Toomey, Earleen Brown, and Tom Gibbons, District residents; and Commander Brandi Thomas*, Denver Police Department.

[*Arrived / Departed when indicated.]

Call to Order

Director George noted that a quorum of the Board was present with seven directors present. Thereafter, Director George called the regular meeting of the Board of Directors of the GVR Metropolitan District to order.

Approval of Agenda

Mr. Pimental advised of an addition to the agenda for an amended contract with CJ's Painting. The Board reviewed the

RECORD OF PROCEEDINGS

agenda and proposed additional agenda item no. 9.e, and upon motion, second and unanimous vote, the Board approved the agenda as revised.

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.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held June 19, 2013, were read. Upon motion, second, and unanimous vote, with Director Tanner abstaining, the Board approved the meeting minutes as presented.

The minutes of the special Board workshop held June 26, 2013 were read. Upon motion, second and unanimous vote, with Directors Tanner, Rohrer and Schumer abstaining, the Board approved the workshop minutes as presented.

The minutes of the special meeting of the Board of Directors held July 3, 2013, were read. Upon motion, second, and unanimous vote, with Director Tanner abstaining, the Board approved the special meeting minutes as presented.

Public Comment Period:

- HOA

On behalf of the Master HOA, Mr. Jim Tanner reported that the retention pond repairs have been completed and the work has been approved by Denver. Mr. Tanner requested the commencement of the transfer of the pond to the District.

[*Director Haskins arrived at this time, approximately 6:35 p.m.]

- CAB

On behalf of the CAB, Mr. Jim Tanner reported on the CAB meeting held last evening. He advised that the official ground breaking for the Dunkirk early childhood education center is scheduled for August 6, 2013. The project is expected to be complete for the 2014 school year.

- Denver Police Dept.

Commander Brandi Thomas announced that District 5 now includes the Stapleton area as a result of the recent re-districting.

RECORD OF PROCEEDINGS

She further reported on recent crime statistics, and advised of an upcoming women's self-defense class.

[*Commander Thomas departed at this time.]

- Public Comment

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

- Other

There were no other comments 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.

Board Reports:
June Financials

Director Noble presented to the Board the District's financial report for the period ending June 30, 2013. Following discussion, and upon motion duly made, seconded and unanimous vote, the Board accepted the June financials as presented.

Claims Report

Director Noble next reviewed with the Board the listing of claims payable through current date. 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 the District has received payment from the Church property for the District's system development fee. He announced that there will be a Community Resource Fair taking place at Z Place at the Evie Dennis Campus on Saturday, at 9 a.m.

Director Tanner inquired about the RTD benches; Mr. Pimental stated that the installation of the benches has been delayed due to changes within RTD's personnel. Director Tanner also asked about progress made with Denver regarding the Green Play Master Plan. Mr. Pimental advised that Jon with Green Play has agreed to be a resource to the new District manager, as the District continues its efforts in working with Denver.

Mr. Pimental also noted that the next round of GOCO grant applications begins in August. Typically, the District needs to plan in advance regarding the project proposal seeking grant funding, and process a Board resolution of support to be submitted with the grant application. The grant cycles take place in August and in March.

RECORD OF PROCEEDINGS

Director George asked about the trashcans and benches along the canal. Director Schumer also asked about the cutting of the grass along the backside of The Bungalows. Mr. Pimental agreed to look into those items. The Board discussed the property owned by the District along the detention pond at Jebel. Mr. Pimental stated that the District may want to purchase a new tap from Denver to address irrigation issues; a 1 ½” irrigation tap costs \$116,000; a ¾” irrigation tap costs \$30,000. The Board also discussed the possibility of installing gravel at this location.

Director Noble inquired about a transition document that may be used during the interim period between District managers. Mr. Pimental stated that he would circulate a copy of the performance measures / goals document that was developed and approved as part of Mr. Pimental’s employment agreement for 2013. This document indicates the progress that has been made for each item.

Discussion Items / Old Business:

- Update to Standard Operating Policies

The Board determined to defer the discussion of the District’s Standard Operating Policies to later in the meeting, when Ms. Duffy could address the District’s accounts payable procedures.

- Update from Planning Committee re Strategic Development Plan

Director Noble provided an update from the Planning Committee, and followed up on the inquiry made by Director Schumer regarding the ability to construct a single comprehensive building to serve both the District’s workshop needs, as well as additional space for administrative / office use. Director Noble advised that the additional logistical requirements to expand the purposes for occupancy, to include ventilation, water, and heat, make it a much more expensive project which would not be cost-effective for the District.

[Ms. Duffy arrived at this time, approximately 7:10 p.m.]

Mr. Noble explained that the committee is still working on a presentation regarding District financial needs and proposed mill levy scenarios.

RECORD OF PROCEEDINGS

- Update re maintenance / storage facility and campus RFP

The Board discussed various features that are being considered for the design of the maintenance / storage facility. The RFP is being written with the District's needs identified; the contractor will be required to provide a design to meet the needs. The current plans considered a nine foot access; the committee is now looking to change this to an eleven foot access to accommodate the District's fleet of vehicles.

- Update to Standard Operating Policies (cont'd)

Ms. Duffy provided the Board members with a memo describing the District's current practices and recommended practices regarding accounts payable procedures and approvals. Ms. Duffy recommended that the Board establish a process which provides that all payables be treated the same for approval and payment at the same time, rather than separating the payables for different approval processes. The full listing of payables would be presented to the Board at each meeting as an informational item. The Board agreed with this recommendation was approved, to take effect immediately.

After further discussion, the Board determined to defer action on any change additional changes in the SOP to the next meeting.

- Other

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

Discussion Items / New Business:

- District Manager vacancy

Ms. Vander Wall presented a form of resolution which adopts the job search goals related to the District Manager position, effective July 3, 2013. She indicated that the job search goals are adopted pursuant to the Colorado Open Meetings laws, and the resolution will serve as an efficient means to advise candidates of the process, and put them on notice of the requirement that the District must make public a list of the finalists being considered for the position. Following further discussion, and upon motion by Director Noble, second by Director Rohrer and unanimous vote, the Board approved the resolution as presented.

The Board discussed the status of the District manager search. Seven applications for the position have been received. The Search Committee will submit rankings to Dee Mares by Friday, close of business. The goal is to create an interview pool. Ms. Mares will give the total ranking score for each application. A

RECORD OF PROCEEDINGS

list of the top four candidates for preliminary interview will be distributed on Monday. The Board noted the fact that the advertisement did not include the District's salary range of \$58,000 - \$87,000 for the position of District manager. After further discussion, and upon motion, second and a vote of four in favor (Directors Smith, Tanner, George and Schumer), two against (Directors Haskins, Rohrer) and one abstention (Director Noble), the Board directed that the District's current salary range for the position of District manager be provided to the interview candidates.

The Board determined to hold a special meeting on July 31, 2013 at 6:00 p.m. at which time the Job Search Committee would conduct interviews of the top four ranked candidates.

- 2013 SDA Conference

The Board discussed the annual conference of the Special District Association, to be held in Keystone, Colorado, September 18-20, 2013. Directors Noble, Schumer and Tanner indicated they would like to attend. Ms. Duffy stated that she will also be attending the conference.

- Other

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

Director Items

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

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 purpose of discussing certain personnel matters including the compensation to be made to the interim District Manager, and consultation with the attorney on specific legal questions related thereto, pursuant to § 24-6-402(4)(f) & (b), C.R.S., at approximately 8:20 p.m., with Mr. Pimental and Ms. Duffy present.

The Board reconvened from executive session at approximately 8:26 p.m. and affirmed that no actions had been taken during executive session.

Interim District Manager

Upon motion, second and unanimous vote, the Board approved a 13% increase in pay as compensation to Ms. Duffy for interim District manager services, as directed in executive session.

Amended Agreement for Services with CJ's Painting,

Mr. Pimental advised that the contract scope of work for the painting of the District's administrative building has been

RECORD OF PROCEEDINGS

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modified to reflect a change in type of paint, which affects the contract pricing by \$700. The change in price and scope has been incorporated into the amended agreement. Following motion, second and unanimous vote, the Board approved the amended agreement as presented.

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 8:35 p.m.

Secretary for the Meeting