

# RECORD OF PROCEEDINGS

---

## MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, May 18, 2011 at 6:30 P.M. at the GVR Metropolitan District Office, 18650 East 45<sup>th</sup> Avenue, Denver, Colorado.

### Attendance

The regular meeting of the Board of Directors of the GVR Metropolitan District was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. Except where indicated, the following Directors, having confirmed their continued qualification to serve on the Board by affidavit filed with the District, were in attendance:

Michael George, President  
Anthony Noble, Treasurer  
Mary Schumer, Secretary  
Michael Haskins, Director  
Earleen Brown, Director  
Chuck Britton, Director

Absent: Fenna Tanner (absence excused).

Also present were Andrew Pimental, District Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Mariann Toomey, Eric Gravenson, Paul Gilberto, District residents; and Charlie Foster, Town Center Metro District.

### Call to Order / Quorum

Chairman Michael George noted that a quorum of the Board existed 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 by vote of five in favor to one opposed (Director Britton), the Board approved the agenda.

## RECORD OF PROCEEDINGS

---

### 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 (with the exception of Director Britton) 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 April 20, 2011, were read. Upon motion, second and a vote of five in favor, one opposed (Director Britton), the Board approved the minutes as presented.

Next, the minutes of the workshop meeting of the Board of Directors held March 26, 2011, were read. Upon motion, second and a vote of five in favor, one opposed (Director Britton), the Board approved the minutes as presented.

### Public Comment Period: - Denver Police Dept.

There was no representative from the Denver Police Department present.

### - Public

Ms. Toomey noted that there will be a dedication of new art at the new library on May 21, 2011.

She reported that the graffiti that used to be in the bowl of the swimming pool has been removed; graffiti still remains on the pool walls and lights. There have not been any repeat events of graffiti.

### - HOA

Ms. Toomey reported that the meeting of the Master HOA scheduled for May 20, 2011 will be cancelled; the next meeting will be held May 29, 2011.

### - CAB

There were no comments offered on behalf of the CAB at this time.

### - Other

There were no other public comments offered at this time.

### Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report, which identifies outstanding items for the Board. She

## RECORD OF PROCEEDINGS

---

indicated that the report is limited to a discussion regarding director payment claims, which is slated for discussion in the meeting as part of the financial report.

### Director Items

Director Britton spoke about several items: (1) he pointed out two errors regarding scheduling on the May calendar; (2) he reported that he has been traveling around the community on his bike looking for opportunities to talk to people, and to find people who will talk to him; (3) he stated that he received a publication from the Special District liability pool and learned that the directors are insured for \$1,000,000 which he believes is excessive. Ms. Vander Wall responded that this is the minimum amount for the lowest premium payment available; (4) Director Britton asked his neighbors about the airplane noise, but no one knew what he was talking about; (5) he reported that he has six trees over 40 feet tall, and if he were to spend what the District spends, he could not afford to do so; and (6) Director Britton announced that he has been talking to many City and State officials, including the state auditor, the city auditor, the attorney general's office, PERA, and the city attorney's office. He was informed by the city auditor that it is no good to have PERA. Director Britton then presented a letter to the President of the Board requesting an investigation of the District's past president and the District manager, for actions related to an attempt to have him charged by the police department and removed from office, and also an investigation of the District's attorney for harassment, bullying and intimidation at a Board meeting related to signing paperwork.

There were no other Director items presented.

### Board Reports:

#### - April 2011 Financials

Director Anthony Noble presented to the Board the financial report for the District for the period ending April 30, 2011. There was significant discussion regarding the comparison of the budgeted numbers to actual year to date, and noted that there will be some variances this year as it is the first attempt at tracking the costs and their timing in this format. Following discussion, and upon motion duly made, seconded and a vote of five in favor, one against (Director Britton), the Board accepted the April financials as presented.

#### - Claims Report

Mr. Noble next reviewed with the Board the revised listing of claims payable through May 18, 2011. The Board discussed the

## RECORD OF PROCEEDINGS

---

addition of the proposed purchase of a truck to the payables. Mr. Pimental described the proposal, and noted that the 2011 budget had not anticipated this purchase, but instead the capital budget projected a trade-in replacement vehicle. He advised that the proposal is for a compact truck, which will allow for some gas mileage savings. Director Britton spoke in favor of the District not purchasing any vehicles, and looking at renting necessary vehicles for four months out of the year. Director Haskins stated that the proposal appears to be creating a need that previously didn't exist, since it was not included in the 2011 capital budget. Director Noble stated that the Board does not have a business model to address this kind of a procedure. The Board further discussed the specific issue of the appropriate procedure for the purchase. After further conversation, and upon motion by Director Schumer, second by Director Brown, and a vote of four in favor, two against (Directors Britton and Haskins), the Board approved the payment of claims as presented, to include the purchase of the truck as proposed.

### - Consideration of Retroactive Payment of Director Fees

The Board was advised of a claim presented by Director Britton for payment of director fees prior to 2011. The District has paid Director Britton director fees incurred in 2011, following his completion of the required IRS forms. No payment was made in prior years based upon Director Britton's refusal to execute these forms. Legal counsel noted that because director payments are subject to budgeting and annual appropriation, as opposed to a multiple fiscal obligation which is considered "debt," the District's obligation to pay does not extend beyond the fiscal year. The Board discussed the payment requests, and following motion, second and vote, the claim for retroactive payment of director fees failed by a vote of two in favor (Directors Britton and Noble) and four against.

### - District Manager Report

Mr. Pimental reported that the District offices will be closed in recognition of Memorial Day. The District's audit is in process, and is expected to be presented at the June meeting. The Board agreed to have the auditor attend the meeting to present the audit. Mr. Pimental referred the Directors to his report for additional updates, included in the meeting materials.

## RECORD OF PROCEEDINGS

---

### Discussion Items / Unfinished Business:

#### SOP

Mr. Pimental presented the draft updated SOP document to the Board. Board members were invited to review and provide comment such that the document could be approved at the June or July meeting.

#### Discussion re Front Entrance Walkway Design & Plan

The Board was presented with rough design drawings for three options for the front entrance walkway, including a cost estimate by The Old Ranch Evergreen Landscaping for one of the designs. After sharing opinions regarding design preferences, Mr. Pimental agreed to obtain pricing estimates for the three designs from one or more additional vendors. The designs and cost estimates will be presented for further discussion at the June meeting.

#### Filing 33 Landscape Estimates / Enhancements

Mr. Pimental presented the plans and cost estimates obtained from HC Development for the proposed landscaping to be installed in Filing 33. HC Development will be installing and funding the basic landscaping; the District is invited to review and identify additional enhancements to be funded by the District, and installed at the same time by HC Development. The current landscape plans include the installation 49 trees, shrubs and irrigation, at a cost of approximately \$90,000. The project does not include any monumentation. The Board discussed the cost and potential install of some kind of monumentation at Himalaya, and discussed options such as irrigated turf versus native grasses. Two potential upgrade designs were identified: one which duplicates the landscaping that exists at the District's borders, with monumentation; and one which omits the monumentation. Mr. Pimental agreed to research the proposed enhancements and bring the results with cost estimates back to the Board for consideration at the June meeting.

### Discussion Items / New Business:

#### District Committees: Annual Review

Mr. Pimental referred the Board members to his memo identifying the 2011 District Committees and their members, noting that the Board had agreed to annually review the committee structure and make-up in May of each year. The Board agreed to have each Committee individually confirm the members and their continued commitment to serve.

## RECORD OF PROCEEDINGS

---

Filing 43 Common Area Improvements

The Board discussed the Filing 43 common area, located across from the community garden area, and potential improvements to be installed by the District appropriate for that location. It was agreed that the area needs some level of enhancements; currently it has native grasses, which get mowed on an infrequent basis based on the level of weeds. The Board authorized Mr. Pimental to improve the area with minor enhancements, including two or three trees and potentially a bench.

Update re Development of Gas Line Easement / Trail Connection

Mr. Pimental updated the Board on the recent meeting with Denver staff regarding the development of the north half mile trail connection along the gas line easement. To date, the District has not been successful in procuring funds for this project through its grant applications. Mr. Pimental suggested that the District convert the trail connection to a Conservation Trust Fund project, which would serve as the link to connect two open-ended trails in the existing trail system. After further discussion, the Board directed Mr. Pimental to perform additional research and work with Denver on the needs for bridging and curb cuts for incorporation into the project as may be appropriate.

2011 SDA Conference

The Board was advised of the annual SDA Conference, which is scheduled to take place in Breckenridge, Colorado, September 14-16, 2011. Board members are invited to attend.

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 9:25 p.m.

---

Secretary for the Meeting

GVR\MINS  
BTVW1739  
0822.0006