

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, May 16, 2012, 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
Michael Haskins, Vice President
Anthony Noble, Treasurer
Mary Schumer, Secretary
Fenna Tanner, Director
Earleen Brown, Outgoing Director
Chuck Britton, Outgoing Director
Roger Rohrer, Incoming Director
Elaine Smith, Incoming Director

Absent: None.

Also present were Andrew Pimental, District Manager, and Micaela Duffy, District Accountant, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Eric Gravenon, Jim Tanner, Mariann Toomey, Paul McClain, Mr. and Mrs. Rohrer, and other District residents; Charlie Foster, Town Center Metro District; and Denver Police Officers Tony Bruce* and Commander Les Perry*; Chris Dropinski*, John Barnholt* and Chris Cares*, Green Play, LLC.

[*Arrived / departed when indicated.]

Call to Order

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

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Introduction of New Board Members / Oaths of Office / Recognition of Service

Director George welcomed the newly elected directors Anthony Noble, Mary Schumer, Roger Rohrer and Elaine Smith to the Board, and proceeded to administer the oath of office to each director. The Board thanked the outgoing directors, Mr. Britton and Ms. Brown for their service on the Board.

Approval of Agenda

The Board reviewed the agenda, and determined to add two items: agenda item no. 12.a.ii. under "Board Reports / Financials" regarding use of contingency funds, and agenda item no. 14.c under "New Business" regarding HC Development proposal. Upon motion, second and unanimous vote, the Board approved the agenda as modified.

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 Directors Smith and Rohrer) had been filed with the Secretary of State prior to the meeting. Ms. Vander Wall provided Directors Smith and Rohrer with conflict of interest disclosure forms to be reviewed and completed for filing.

No additional conflict disclosures were announced.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held April 18, 2012, were read. Mr. Britton requested certain modifications to clarify comments made by him at the meeting. The Board discussed the changes. Upon motion and second, and vote of five in favor, two abstentions (Directors Smith and Rohrer), the Board unanimously approved the minutes with the revisions discussed.

Election of Officers

Director George opened the floor for nominations for officers. Following nominations for the seats, directors were elected as follows:

President/Chair: Michael George
Vice President: Fenna Tanner
Treasurer: Anthony Noble
Secretary: Mary Schumer

Public Comment Period:

[*Green Play consultants, Chris Dropinske, John Barnholt and Chris Cares, arrived during the public comment period.]

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- Denver Police Dept.

Commander Perry introduced himself to the Board of Directors, and made his contact information available to all. Commander Perry noted that he wanted to make sure that calls are made to the police department in order that the police resources can be made available to the community; he would like to restore the feeling of being able to walk comfortably in the park.

[*Commander Perry departed at this time.]

Officer Tony Bruce reported on recent complaints about activities at the park and other police efforts taking place in and around the District. He specifically discussed options for the Board and staff to address the recent damages incurred to District equipment, including additional lighting in the parking lot and trimming trees and shrubs. He announced that the skate park on the other side of GVR will be closed for an unknown time period because of recent tagging and abuse.

[*Officer Bruce departed at this time.]

- Public Comment

Mr. Britton commented on a letter he received from the District and his disagreement with its contents. He stated that he ran for the Board on issues of transparency, honesty and disclosure. He stated that he should not be declared wrong if the District does not have financial figures.

- HOA

Mr. Tanner provided an update on the HOA and the status of the detention pond reparations.

- CAB

There were no comments from members of the CAB 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, which identifies outstanding items for the Board, including issues related to the transition to the new Board members, and further discussion on the proposed Green Play contract services.

Presentation by Green Play, LLC

On behalf of Green Play, LLC, Ms. Chris Dropinski, principal, Mr. John Barnholt, senior project consultant, and Mr. Chris Cares, RRC, each introduced themselves to the Board. The consultants proceeded with a power point and oral presentation to the Board regarding the company, Green Play, and the proposal for the performance of park and rec master planning services for the community.

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Mr. Pimental announced that the District has been notified that it is a recommended candidate for GOCO grant funds of \$40,000, to be applied toward the park and rec master planning services.

After a question and answer period, the Board noted that further discussion on the proposal was scheduled for later in the meeting, and thanked the consultants for their presentation.

[*Ms. Dropinske, Mr. Barnholt and Mr. Cares departed at the conclusion of the presentation.]

Board Reports: April Financials

Director Noble presented to the Board the financial report for the District for the period ending April 30, 2012, including property tax collection report. Following discussion, and upon motion duly made, seconded and a unanimous vote, the Board accepted the April financials as presented.

Claims Report

Director Noble next reviewed with the Board the revised listing of claims payable through current date. Upon motion duly made, seconded and a unanimous vote, the Board approved the payment of claims as presented.

Director Noble advised that check signature card forms were being distributed to the new Board members to be eligible signatories on the District's checking account.

Approval for Use of Contingency Funds

Mr. Pimental reported on the District's insurance claim for repair of the gator utility vehicle which was recently damaged. Mr. Pimental recommended that in lieu of repairing the older vehicle, the District apply the insurance funds of \$2,500 toward the purchase of a new replacement vehicle, supplemented by available contingency funds in the amount of \$10,000 to make up the difference. Mr. Pimental described the importance of the vehicle for the District's landscape and maintenance team, and further stated that the staff does not have confidence in the maintenance reliability of the existing vehicle. This gator utility vehicle had been scheduled to be replaced in 2014. He further advised that in accordance with District policy, any expenditure of contingency funds must be approved by the Board. The Board discussed the relevant benefits and disadvantages of the options of repairing the existing vehicle and using the contingency funds toward a "reserve" fund, versus the replacement of the vehicle as an unanticipated expenditure for

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2012. Upon motion by Director Smith, second by Director Rohrer and a vote of four in favor (Smith, Rohrer, George and Schumer), to three against (Noble, Haskins and Tanner), the Board approved the purchase of the vehicle as recommended by Mr. Pimental.

District Manager's Report

Mr. Pimental referred the Board members to his written monthly report, and reported on the highlights.

Mr. Pimental advised that there is a Denver-sponsored "demo day" for the proposed disc golf course scheduled for this Saturday, May 19th from 9am to 3pm, at the park at Lisbon and 42nd. At this event, Denver will be looking at the public process, including feedback from players and safety aspects of the disc golf sport.

The community gardens are gearing up and a kickoff meeting has been set for Saturday, May 19th, at 11 am.

Mr. Pimental referred the Board to his email communication describing the incident of the torching of a District vehicle parked overnight in the District's parking lot. He noted that the Board will have the opportunity to discuss ways to address this issue under "new business" later in the agenda.

Director Tanner inquired about the status of the installation of benches along the Highline Canal. Mr. Pimental responded that this project is being coordinated jointly by Denver and the District using District conservation trust funds. Denver has been very busy and has not been able to respond to this project yet.

Director Tanner pointed out a correction to the landscape committee meeting date.

Discussion Items / Unfinished Business

- Delegation of District Committee Membership

Mr. Pimental referred the Board members to his memo identifying the 2012 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.

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Green Play Proposal for Park and Rec Master Planning Services

The Board discussed the presentation made by Green Play, LLC and the proposal for park and rec master planning services. In response to other comments, Director Haskins stated that perhaps the Board will not get the assurances it is seeking in terms of high percentage response rate, but the experience offered by Green Play in providing these services may get the District what it needs. Director Noble stated that he believes this project must involve significant participation by Board members, and that this cannot be delegated away to the community. Director Schumer stated that she strongly believes that the District needs these master planning services. She believes the District can deal with its concerns regarding community participation through the contract. After further discussion, it was determined that there was Board consensus to proceed with the Green Play proposal, supplemented with the GOCO grant funds. The Board directed legal counsel to prepare the contract for services for consideration at the next meeting.

Discussion Items / New Business

Contract with Old Ranch Evergreen Landscaping

The Board reviewed the proposed contract with Roberto Diaz, dba The Old Ranch Evergreen Landscaping, in the amount of \$1,314.60, for the installation of a small concrete path and paver border extending into the garden area in front of the administration building. After further discussion, and upon motion, second and unanimous vote, the Board approved the contract as presented.

Discussion re District Property Vandalism and Prevention Options

The Board discussed the recent vandalism to the District's truck while parked overnight on District property, and further discussed various options to deter and prevent future acts of vandalism. Mr. Pimental noted that the Denver Police Department recommended the placement of "No Trespass" signs which allows the police to arrest trespassers. The Board discussed the difficulties of implementation on public property, which is used by authorized persons even during non-business hours. The Board discussed the option to install additional lighting in the parking lot, as well as interior and exterior camera system upgrades. Mr. Pimental was directed to obtain vendor analyses of District security needs and price quotes for such equipment, for consideration by the Board at the next meeting. It was noted that the costs may be shared with the HOA, as the HOA will benefit from the security enhancements as well.

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HC Development Proposal Mr. Pimental referred to a memorandum from Charlie Foster regarding a request to have the District accept certain tracts from HC Development for ownership and maintenance.

Mr. Foster described that in 2008 a number of open space tracts were deeded from HC Development and C&H Ranch Company to the GVR HOA or GVR Metropolitan District. The HOA then deeded their tracts over to the District. At that time, a section of tract NN, Filing No. 22 along Picadilly Road, and tracts F & G, Filing No. 33 along 38th Avenue had not been landscaped; the parties intended the tracts to be accepted by the District after they were improved. These tracts are now landscaped and ready for conveyance.

Mr. Pimental pointed out that the District has not yet received payment from HC Development for the second phase of expenses incurred this spring related to the District's installation of the trees along 38th Avenue.

A motion was made by Director Noble, seconded by Director Schumer to accept the HC Development tracts for ownership and maintenance by the District as proposed, subject to making payment in full on all amounts owed to the District. Following further discussion, and upon unanimous vote, the motion carried.

Director Items Director Tanner requested a replacement of the American flag which flies in front of the Administration Building, due to its deteriorating condition.

Director Haskins stated that it is important for the Board to manage the public comment process more efficiently.

Director Noble reported that there have been incidents of theft of plumbing materials from vacant houses in the adjacent Montbello neighborhood.

Director Rohrer expressed his gratitude for the atmosphere of unity resulting in getting the services agreement between the District and the HOA accomplished.

There were no other director items at this time.

Additional Public Comment There was no other public comment at this time.

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Executive Session

There were no items for executive session 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 10:00 p.m.

Secretary for the Meeting