

# RECORD OF PROCEEDINGS

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

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, November 21, 2018, 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:

Matt Stallman, President  
Michael George, Vice President  
Roger Rohrer, Treasurer  
Tim Camarillo, Director  
Eric Gravenson, Director

Absent: Anthony Noble (absence excused); William Thomas.

Also present were Micaela Duffy, District Manager, and Karen Jordan\*, District Accountant, GVR Metropolitan District; and Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel.

[\*Departed where indicated.]

### Call to Order

Chairman Stallman, noted that a quorum of the Board was present with five Directors present. Thereafter, Director Stallman 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 be required prior to taking official action at the meeting. Legal

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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.

## Public Comment Period:

- Denver Police Dept. There was no comment from the Denver Police Department at this time.
- Master HOA There was no comment from the Master HOA at this time.
- CAB There was no comment from the Citizens Advisory Board at this time.
- Councilwoman Gilmore's Office There was no comment from Denver Councilwoman Gilmore's office at this time. Ms. Duffy shared that the District 11 holiday party is scheduled for December 7, 2018.
- Public Comment There were no additional comments from the public at this time.

## Approval of Minutes

The minutes of the regular meeting of the Board of Directors held October 17, 2018, were presented to the Board. Upon motion, second, and unanimous vote, the Board approved the minutes as presented.

## Attorney's Report

Ms. Vander Wall directed the Board members to the written legal report included in the meeting materials.

She reported that contract closeout activities for the Maintenance Services/ Community Garden Multi-Purpose Building are in process, pending resolution of issues regarding the architect's request for payment.

## 2019 Proposed Budget

Ms. Vander Wall noted that the meeting had been published as the District's public hearing for its 2019 proposed budget.

Director Stallman opened the hearing for public comment on the District's proposed budget for 2019. There being no members of the public present, Director Stallman then closed the public hearing.

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The Board discussed the draft budget. Ms. Duffy indicated there were no changes from the budget presentation provided at the October meeting. Following a motion by Director Rohrer, second by Director Camarillo, the Board approved the proposed 2019 budget, and approved the resolution adopting the 2019 budget, appropriating the funds and certifying the mill levy, as presented and with flexibility for minor changes resulting from any deviations in the District's final assessed valuation.

[\*Ms. Jordan departed at this time.]

## Board Reports:

- October Financials      Director Rohrer presented the financial report for the period ending October 31, 2018. He reported on the District's water expenses for the year to date. Upon motion, second and unanimous vote, the Board approved the October financial report as presented.
  
- District Manager's Report      Ms. Duffy presented highlights from her manager's report. She noted that the "trunk or treat" event was successful. The Board discussed the shared newsletter with the HOA, the costs to produce and mail the newsletter, and whether to continue its publication. The Board discussed alternatives including going to an exclusively online version of the newsletter. The Board talked about whether the community was interested in receiving a hard copy of the newsletter, and the difficulties of finding newsworthy items to publish. After further discussion, the Board agreed to delay the decision until the next meeting, but proceed with publication of the first issue in 2019.

Ms. Duffy discussed the volunteer dinner event planning with the Board, scheduled for December 8, 2018 at DiCicco's Italian Restaurant, and made recommendations for the volunteer of the year award. The Board agreed and directed Ms. Duffy to proceed with the recommendation.

The Board was reminded of a prior request made by a group of homeowners to move neighborhood mailboxes from the Chafee Place location to a location on Andes Way, as a safer place for persons to obtain their mail. The current location is owned by the District. Ms. Duffy shared with the Board her research on the costs to relocate the mail boxes to another District-owned site, in the amount of \$7,160. After further discussion, it was the Board's consensus to reject the request to relocate the mailboxes at this time.

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Discussion Items /  
Unfinished Business

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

Discussion Items / New  
Business:

The Board confirmed the discussion regarding the volunteer of the year award. The Board deferred discussion of other new business items pending the executive session discussions.

Director Items

Director Camarillo reported that the next Far Northeast Planning Committee meeting is scheduled to take place on November 28, 2018 at 6:00 p.m.

Executive Session

At approximately 7:15 p.m., a motion was made to go into executive session for the purposes of developing negotiating positions and strategies regarding the proposed 2019 landscape maintenance services with First Class Sprinkler, and regarding District management services, and the discussion of personnel matters, after consultation with the attorney and receiving advice thereon, authorized pursuant to § 24-6-402(4)(e), (f) & (b), C.R.S. All Board members, legal counsel and Ms. Duffy were in attendance.

The Board returned from executive session at approximately 7:55 p.m. and affirmed that no actions had been taken while in executive session.

Discussion Items / New  
Business (cont'd):

- 2019 Landscape  
Maintenance  
Contract

The Board discussed the proposals received for the performance of landscape maintenance services in 2019. Upon motion, second and unanimous vote, the Board approved entering into a contract for landscape maintenance services with First Class Sprinklers, for compensation not to exceed the amount \$138,706, based upon discussions held in executive session. Ms. Vander Wall was directed to prepare the contract for services.

- Renewal of District  
Manager Agreement

Ms. Vander Wall advised the Board of the District's contract with Micaela Duffy for District management services, which is up for renewal, with provisions for adjustment of salary and benefits agreed upon by the parties. Under the Agreement, the District manager is to be evaluated in September or later by the Board or a committee of the Board, within the context of Ms.

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Duffy's performance measures. The Board acknowledged the recommendations and discussion held in executive session.

After discussion, a motion was made, followed by a second, and unanimous vote, to approve the renewal of the District Manager's contract, with an increase in salary and pay for performance compensation in the amounts discussed in executive session, effective September 1, 2018, as identified in a renewal letter for execution by the president.

- Other

The Board discussed any pending business items for discussion in December. Subject to there being no substantive business items, it was agreed that the Board would cancel its December meeting.

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 8:00 p.m.

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Secretary for the Meeting