

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, July 16, 2014, 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:

Fenna Tanner, Vice President
Anthony Noble, Treasurer
Mary Schumer, Secretary
Michael Haskins, Director
Tim Camarillo, Director
Matt Stallman, Director

Absent: Roger Rohrer (absence excused).

Also present were Micaela Duffy, District Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Jim Tanner, Eric Gravenson, Mariann Toomey, community members; and Charlie Foster, Town Center Metropolitan District.

Call to Order

In the absence of Director Rohrer, Director Tanner served as Acting Chair, and noted that a quorum of the Board was present with six directors present. Thereafter, Director Tanner 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

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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.

Public Comment Period:

- Denver Police Dept. There was no representative from the Denver Police Department present.
- Public Comment There was no public comment at this time.
- HOA On behalf of the HOA, Ms. Toomey reported on the planning process for GVR Days, to take place on August 9 at East Park, from 2-7 pm.
- CAB Ms. Toomey noted that the Citizens Advisory Board met last evening. She reported that a representative from the Denver Police Department was in attendance, requesting that homeowners leave porch lights on at night to assist in reducing crime, and to also help identify house addresses. She also made several community announcements.
- Other There was no other public comment at this time.

Approval of Minutes The minutes of the regular meeting of the Board of Directors held June 18, 2014, were read. Upon motion and second, and unanimous vote the Board approved the minutes as presented.

Attorney's Report Ms. Vander Wall directed the Board members to her written legal report included in the meeting materials, which will be further discussed as specific agenda items.

Board Reports:

- June Financials Mr. Noble presented the financial report and claims payable for the period ending June 30, 2014. He noted that the District is at 98.5% in its property tax collections. Following further discussion, and upon motion duly made, seconded and unanimous vote, the Board accepted the June financial report as presented.

District Manager's Report Ms. Duffy referred the Board members to her written monthly report and reported on the highlights.

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As a follow up to a Board member comment, Ms. Duffy reported on the differences between the District's day camp, and "Kathy's Camp" which also offers day camp facilities. The Board agreed with maintaining the District's day camp programming based on the variances in the camps.

The City of Aurora has recently planted trees on the Bolling Tributary property, which the City will maintain for one year during the warranty period pursuant to the terms of the easement agreement. The City has opted to hand water the trees in lieu of installation of irrigation lines, to save on costs. The District will budget for taking over the tree maintenance in 2015.

Board members inquired into the operations of the District's irrigation system during times of heavy rains. Ms. Duffy stated that the District is currently working on technical requirements and/or upgrades to the irrigation system, which will resolve the issue. In the interim, District staff manually or remotely will shut down the irrigation system during rainy periods.

There was another inquiry regarding dead trees existing along GVR Boulevard. Ms. Duffy noted that the District recently replaced several of these trees, and will soon be replacing the remaining five dead trees in this area.

An inquiry was made as to brown spots within the median. Mr. Foster reported that Town Center Metro District staff performed an inspection yesterday, to try to figure out the problem. They also looked at trees on the north side, to determine replacement options. In the meantime, the dead trees have been removed. He noted that over 400 trees were hit on the north side as a result of the recent hail storm.

Ms. Duffy reported that the District's insurance has approved the roof replacement and the painting of the front of the administration building, which was damaged as a result of the storm. She is in the process of getting estimates for the fence replacement. The planning committee is looking at vinyl and other materials as options for the fence.

Finally, Ms. Duffy announced that she will be out on vacation beginning July 25 and returning on August 4, 2014. Director Noble will be serving as a backup contact person.

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Discussion Items / Old Business:

- RFP for Maintenance Building

The Board reviewed the draft RFP, modified to create a two-step procurement process for the maintenance building project, with the first step to make available the RFP to potential contractors, and the second step to identify finalists and then negotiate a contract for the work. Ms. Vander discussed the legal requirements applicable for a design-build project, including sharing budgetary considerations as part of the RFP process. The modifications include an evaluation process which contemplates giving the short list of proposers the District's form of contract, and then allowing them the opportunity to revise their proposal in the event the contract impacts the pricing. The Board agreed to a minor modification in the description of the listed specifications, per the Board discussion. After further discussion, the Board agreed to proceed with the RFP, allowing three weeks from the date of publication to receive the proposals.

Next, the District will publish a notice for the RFP to make contractors aware of the project and opportunity to propose. The Board discussed engaging the services of a project manager or owner's representative, who would serve to coordinate the project and represent the interests of the District during the progress of the project. The Board agreed that it would be beneficial to have the services of an engineer or similarly qualified person to serve this role. After further discussion, it was determined that the District's planning committee would research and evaluate potential project managers, for recommendation to the Board at the next meeting.

- Transfer of 41st and Ensenada Detention Pond

Ms. Vander Wall reported that a proposed "Assignment, Assumption and Indemnification Agreement" has been prepared in connection with the transfer of the detention pond from the City of Denver, regarding the conveyance of the pond maintenance responsibilities from the HOA to the District. A copy of the proposed Agreement was included in the meeting materials and will be submitted to the Master HOA for comments and consideration. The City has added a provision regarding the extension of the indemnification to the City, and has stated that it does not need to be a party to the Agreement. Ms. Vander Wall believes the transfer will be completed with Denver in August or September, based on the City's timing

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requirements.

Discussion Items / New Business:

- SDA Conference

The Board discussed the annual conference of the Special District Association, to be held in Keystone, Colorado, September 10-12, 2014. Ms. Duffy asked the Directors to let her know as soon as possible regarding their attendance, so that she can make appropriate reservations.

Director Items

Director Schumer stated that she will not be able to attend the August board meeting due to a planned vacation.

Other Business

Ms. Duffy advised the Board that a homeowner has verbally made a request to have certain enhancements made to the detention pond located at Orleans and Perth. The homeowner has indicated that he will prepare a letter to the Board with the request, which would then be included in the Board's August meeting packet.

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 8:05 p.m.

Secretary for the Meeting