

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, April 18, 2012, 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*, Director
Chuck Britton*, Director

Absent: None.

Also present were Andrew Pimental, District Manager, GVR Metropolitan District; Barbara T. Vander Wall, Seter & Vander Wall, P.C., legal counsel; Walter Cross, Mike Francis, Eric Gravenson and Jim Tanner, District residents; and Denver Police Officer Tony Bruce*.

[*Arrived / departed when indicated.]

Call to Order

Director 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 upon motion, second and vote, the Board approved the agenda as presented by a vote of five in favor, one against (Director Britton).

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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.

[*Director Brown arrived at this time.]

No additional conflict disclosures were announced.

Approval of Minutes

The minutes of the regular meeting of the Board of Directors held March 21, 2012, were read. Director Britton requested that his comments identify the dollar amount that he inquired about; the Board agreed to add the information so long as it was noted that the Board disagreed with his calculations. Upon motion by Director Tanner, second by Director Noble and vote of five in favor, one abstention (Director Schumer) and one opposed (Director Britton), the Board approved the minutes with the revisions discussed.

Public Comment Period:

- Public

There were no comments from members of the public at this time.

- HOA

Comments regarding the HOA and the status of the detention pond repairs were deferred to later in the meeting.

- CAB

There were no comments from members of the CAB at this time.

- Denver Police Dept.

Officer Tony Bruce reported on the new commander appointed to District 5, and a related “meet and greet” event to take place at the Green Valley Ranch Golf Course . Officer Bruce reviewed the crime statistics for the community, specifically referencing recent graffiti issues and the placement of a speed box at the Evie Dennis school campus location.

[*Officer Bruce departed at this time.]

- Other

Resident Mike Francis commented on the recent District election activities and a need to increase civic involvement.

[*Director Britton and Mr. Francis departed at this time.]

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Attorney's Report

Ms. Vander Wall directed the Board members to her written legal report, which identifies outstanding items for the Board, including updates on recent legislative activity, and a summary of two contracts to be presented later in the meeting.

Board Reports: March Financials

Director Noble presented to the Board the financial report for the District for the period ending March 31, 2012, including property tax collection report. Following discussion, and upon motion duly made, seconded and a unanimous vote of six in favor, the Board accepted the March 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 of six in favor, 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.

Mr. Pimental reported on the recent CAB-sponsored meeting with Anadarko and Oakwood and members of the public to address issues related to Anadarko's mineral development near Green Valley Ranch, and the related hydraulic fracturing. He noted that the District has received some calls from concerned residents; however, the District has no involvement in these activities, and the callers are being referred to Oakwood Homes. The closest well site is identified near the Florida Pitt Waller Elementary School, but east of Picadilly Road about ½ mile.

Director Earleen Brown provided additional information learned from her attendance at the meeting, the concern regarding the chemicals used in the process, and the unknown impact on the community.

[*Director Britton returned during this discussion.]

Discussion Items / Unfinished Business

- Update re Detention Pond Work

Mr. Pimental provided an update on the detention pond remediation work at 41st and Ensenada, being done in collaboration with the City of Denver and the Master HOA. The project now involves the retrofit of a standpipe mechanism in lieu of the replacement of the entire drainage vault. Denver

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commenced the project on Monday, but halted the project unexpectedly. Jim Tanner is trying to follow up with the City's engineer to learn more about the project issues.

Update re District 2012 Work Plan

Mr. Pimental provided a brief update on the status of the District's projects for 2012. A description of the status and progress on the specific projects was incorporated into a memo distributed to the Board members.

Update re Filing 17 Conveyance

Mr. Pimental reported that Mitchell Place is still looking to acquire approximately 30 additional votes necessary for the conveyance of the tracts to the District for ownership and maintenance.

Discussion Items / New Business

Discussion re Director Britton Request for Historical Comprehensive Expense Analysis

The Board discussed the request made by Director Britton to have staff research and analyze the District's history of expenditures since the District's inception in 1983; President George referred the Board members to the request made in a letter from Director Britton. Director Noble noted that the District could go back seven years and identify expenditures without having to pull historical documents and perform additional research. After further discussion, Director Britton agreed to withdraw the request based on the knowledge that it would take staff resources and a significant amount of research.

Discussion re Update to SOP Manual

Mr. Pimental discussed the proposed update to the District's SOP Manual for 2012. He recommended that the SOP Manual be reviewed and revised following the seating of the new Board. After further discussion, the Board agreed to provide comments about the SOP Manual for consideration by June 15, 2012, for review and consideration of the updates at the Board meeting in June or July.

Contract with Sand Creek Nursery

The Board reviewed the proposed contract with Sand Creek Wholesale Nursery for the installation of eight - twelve foot pine trees along 38th Avenue, for the amount of \$6,864.00. Following discussion, and upon motion, second and a vote of six in favor, one opposed (Director Britton), the Board approved the contract as presented.

Contract with Green Play

The Board discussed the proposal for park and recreation master planning services presented by Green Play, LLC. Ms. Vander Wall explained that the contract is priced to have an expanded

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scope of services based on the District having received GOCO grant funding for a total of \$61,488, or a scaled back scope of services should there not be any grant funds to supplement the project costs, for a total of \$44,988. Ms. Vander Wall explained the difference in services and work product as presented by Green Play. The Board discussed in general whether it wanted to engage a consultant for master planning purposes, noting the difficulties the District has had previously in obtaining adequate feedback from its constituents from prior Board-initiated surveys. The Board also discussed the value of the creation of a master plan, noting that its merit depends greatly upon the feedback and support of the community. Directors considered the option of incorporating benchmarks into the contract which would allow for the termination of services in the event of inadequate community involvement. After further discussion, the Board agreed to invite the Green Play consultant to the District's next meeting to have dialogue concerning the Board's challenges of the past and to learn how Green Play intends to overcome this hurdle in its services. Any determinations regarding the contract would be deferred to after this conversation.

Committee Delegations

Mr. Pimental indicated that there would be updated District committee delegations proposed following the seating of the new Board in May.

Director Items

Director Britton stated that he had planned to run for the Board but did not complete and submit the proper form. He noted that the Board is here to serve the homeowners, not the District; he is not qualified for the position. He does not believe that anything has changed in the District over the course of his four-year term.

There were no other director items at this time.

Additional Public Comment

Mr. Gravenson expressed appreciation on behalf of the community for the great work performed by the outgoing Directors.

Executive Session

There were no items for executive session at this time.

Other Business

There was no other business for discussion at this time.

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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 9:00 p.m.

Secretary for the Meeting