

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF

GVR METROPOLITAN DISTRICT

Held: Wednesday, August 15, 2007 at 6:30 p.m., at the GVR Metropolitan District Community Center Site, 4000 Argonne, Denver, Colorado.

Attendance

A regular meeting of the Board of Directors of GVR Metropolitan District, Denver, Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado with the following directors present and acting:

T.J. Stone, President
Elana Perry, Vice President (excused for cause)
Marlene Martin, Secretary/Treasurer
Michael George
Joanne True

Also present were:

Evan D. Ela, Collins Cockrel & Cole, a professional corporation;
Micaela Duffy, Interim District Manager; Gary Haley, Brian TerHark, Paul Gilberto, and Pam Schooley (arrived at 7:42 p.m.).

1. Call to Order

Chairman Stone called the meeting of the Board of Directors of the GVR Metropolitan District to order at 6:35 p.m. Ms. Duffy reported that Director Perry had called prior to the meeting and asked to be excused for illness. **Upon motion by Director George, seconded by Director Martin, the Board unanimously excused the absence of Director Perry.**

2. Approve Agenda

Chairman Stone and Mr. Ela suggested the addition of the following items to the agenda:

Item 3 – Presentation by Denver Parks & Recreation Department concerning the design for improvements to East Ranch Park.

Item 7.b – Meeting with Charlie Foster.

Item 7.c – Certification of delinquent of system development fees.

Item 7.d – Amendment of records policy.

Chairman Stone also requested that the following items be pulled from the consent agenda for discussion:

- Landscape Committee meeting.
- Fall Recreation Program.
- The Golden Eagles Program.
- Minutes from the July 18, 2007 regular Board meeting.

The Board by consensus approved the revisions to the agenda.

3. Presentation by
Denver Parks and
Recreation
Department on
East Ranch Park

Ms. Pam Schooley, of the City of Denver Parks & Recreation Department, presented a description of the planned improvements at East Ranch Park. She informed the Board that funding has been approved by the City to construct most of the features shown on the illustrated park plan that she presented to the Board except for the skate park, spray park and possibly the baseball field. She stated that the baseball field would be included within the bidding process as an alternative project, and if bids are low enough to accommodate the construction of the ballpark, it will also be constructed. Features that will be constructed include a dog exercise park, a multi-use field, volleyball court, basketball courts, picnic shelter, bike paths, sidewalks and landscaping throughout the park. Ms. Schooley stated that construction documents for the project are being prepared and it is anticipated that construction will commence and be completed during the Spring of 2008. Ms. Schooley answered questions of the Board concerning the features and the decision to not construct certain features. The Board generally felt that deletion of the skate park was against the community's wishes, and suggested that it also be included in the bidding process as an alternate. The Board also suggested that the City revisit the necessity of a planned pedestrian bridge over First Creek, believing that the bridge was unnecessary because it would lead from the neighborhood to Picadilly Road and as yet undeveloped land in the City of Aurora. The Board suggested a low water crossing be constructed and that the funds saved from not constructing a bridge be applied to the skate park and other features in East Ranch Park. Ms. Schooley defended the bridge decision as being dictated by the City's Wastewater Department. Ms. Schooley did confirm that surplus funds resulting from construction of the parks in Filings 20 and 27 had been applied to this East Ranch Park project. The Board concluded its discussion by requesting that Ms. Schooley provide copies of the park plan for handouts and a display board at GVR Days on Saturday, August 18th. Ms. Schooley agreed to provide those materials.

4. Comment Period

a. **Developer Representative(s)**

Mr. Ela informed the Board that Mr. Foster informed him that he would not attend the meeting.

b. Master Homeowners Association Representative

Mr. Brian TerHark addressed the Board on two matters:

- GVR Days will occur on Saturday, August 18th at East Ranch Park. He thanked the Board for their financial support and encouraged participation.
- The contracts between the Master HOA and the District for landscape maintenance services have been finalized needing only a signature from Director Perry to be fully executed.

c. Public Comment

Mr. Gary Haley requested he be given a copy of the draft agreement between the District and the Mitchell Place Homeowners Association. The agreement had been negotiated two years prior, but never finalized. Mr. Haley asked if he could have a copy of the agreement so that he can use it to develop an agreement between Mitchell Place Homeowners and the Master HOA. Mr. Ela agreed to e-mail a copy of the agreement.

5. Consent Agenda

a. Items Pulled from Consent Agenda for Discussion

i. Landscape Maintenance Committee Report

Chairman Stone reviewed the report with the Board and pointed out several items that were discussed at the Committee meeting that had been omitted from the report. These included a description of installation of the new computerized irrigation controls, the design for a weather station for feeding weather information into the irrigation control, and the ongoing project to re-stain the Administration Building. Director True asked specific questions about the need for a relocation of a thermostat within the Administration Building, and Chairman Stone explained the need for the work and the reason for the expense. Director True also inquired about the 50-gallons of fence stain that was noted in the report. Chairman Stone informed the Board that current color did not match the historic green stain color used on fences throughout the District, and several of the re-stained fences now appear a much more gray color. He informed the Board that the staff has been directed to exert a greater effort to find the original green color.

ii. Fall Youth Recreation Program

Director True informed the Board of her approval of the various

activities planned for the 4-day 2007 Fall Camp. She asked questions about specific trips, but approved of the variety and type of trips in general. The Board generally expressed its satisfaction with initiating a fall program to cover DPS and Omar D. Blair “no-school” days and the types of activities planned. **Upon motion by Director True, seconded by Director Martin, the Board unanimously approved initiation of the 4-day 2007 Fall Camp.**

iii. Golden Eagles Program

Chairman Stone directed the Board’s attention to materials in the Board packets describing the Golden Eagles Program, a program designed to provide activities for seniors within the District. Various Board members expressed an interest in appropriately marketing this program to encourage participation and asked the staff to market effectively.

iv. Minutes from the July 18, 2007 Regular Board Meeting

Mr. Ela distributed a redlined version of the minutes based on the revisions suggested by Chairman Stone and Director True. The Board reviewed and discussed the revisions. **Upon motion by Director Martin, seconded by Director George, the Board unanimously approved the minutes as revised.**

b. Balance of the Consent Agenda

Upon motion by Director George, seconded by Director Martin, the Board unanimously approved all items remaining on the consent agenda.

6. Director Items

Chairman Stone informed the Board of his frustration in dealing with Mr. Stephen Paige, of General Steel Corporation. He stated that an addendum is still needed to the General Steel contract, to provide for necessary changes in the dimensions of the steel to be acquired, legal terms suggested by legal counsel and to clear ambiguities concerning the provision of doors and windows and other accessories. He stated that General Steel had offered a second contract which would have corrected the dimensioning mistakes made in the first, but Chairman Stone stated he refused to sign, instead preferring that a general addendum to the first contract be agreed to and executed so that it could comprehensively cover all issues that have arisen since the signing of the first agreement. Mr. Ela was directed to communicate with Mr. Paige and provide an appropriate addendum for signature by General Steel and the District.

Director Martin commented on the letter to the Director of the City of Denver Park's and Recreation Department asking for the East Ranch Park presentation. She noted a typo in the letter.

Director George suggested that the Board consider carpooling or taking a bus to the SDA Conference in Steamboat Springs. The Board generally discussed their various schedules for attendance and the possibility of carpooling or using a District multi-person vehicle to travel. Ms. Duffy reminded Board members to complete and return their registration for the conference so that it can be timely submitted. Chairman Stone also noted that he and Director Martin would be attending the liability pool meeting scheduled to occur on the afternoon prior to the beginning of the conference. Mr. Ela was directed to verify that the liability pool has been informed of the fact that Chairman Stone is now President of the Board and should be the designated representative to the pool in accordance with District policy.

Director True noted that an individual had been hired in the District's GIS position. Chairman Stone reported that an interview and testing of Mr. Tom Gibbons had been conducted and that he had been hired part-time for two weeks, and will start full-time on August 20th. It was reiterated that his position will be paid one-half by the Master HOA and one-half by the District. Chairman Stone stated that Mr. Gibbons will be working with the graduate student from University of Denver to locate additional parts of the District's system by GPS so that it can be included into the overall GIS system. Chairman Stone noted that Mr. Gibbon's first task was to prepare a GIS map of the location of all graffiti reported to date so that it can be displayed at GVR Days. He stated that the map will help inform the public of where the problems are occurring and help increase neighborhood participation in identifying the presence of taggers at these locations.

Chairman Stone initiated a discussion among the Board of its participation at GVR Days. Director True stated the District will have four tables, one each for the Community Program, the East Ranch Park plans, the graffiti map and for general District materials. Director True explained that she is organizing a petition drive to seek additional police presence within the neighborhood during the period from midnight through dawn. She stated that the police department and other members of the community are in favor of increasing security during these hours. Other Board members stated their support of the increased security and publicizing the petition drive at GVR Days. It was also suggested by Board members that pictures from past Youth Programs be printed for display at the Community Program table.

Chairman Stone also informed the Board of an incident that had

occurred in the prior week during the Summer Camp. One of the participants was physically and verbally abusive to staff and had damaged District property (broke the window out of one of the vehicles the District had rented for the program). He stated that staff reports are being prepared, and that all such reports will be referred to Ms. Alexander of the law firm for review and recommendation. He also informed the Board that the child had been removed from the program, and the program fees for the remaining program days will be refunded after the costs of repairing the District's rental property damage and loss of use have been deducted.

7. Legal Report

a. **Video Surveillance System Warranty Claims**

Mr. Ela stated that his office had contacted HSM concerning their failure to respond adequately to the District's warranty claims, and inquired of Ms. Duffy whether representatives from HSM had come to assess the problems on the District site. Ms. Duffy reported that she had met with the manager of HSM, Mr. Gene Gaut, and that he had promised a technician would come out and assess all damages. She reported that on the morning of August 15th, a technician did arrive and did reprogram the system, replaced a damaged camera and further assessed the other problems needing repair.

b. **Meeting with Charlie Foster**

Mr. Ela informed the Board that Mr. Foster had requested a meeting with Chairman Stone and Ms. Duffy to understand and arrive at a stipulation on two numbers associated with the system development fee dispute. First he asked for verification of the approximately \$236,000 of system development fees that the District did not receive even though Clifton Gunderson had reported those fees as being paid. He also believes that during 2007, Oakwood has contributed more than the \$74,000 that the District has received. Ms. Duffy stated that the difference in that amount could be explained by the fact that payments are made to Clifton Gunderson creating a lag time before the District actually receives the payments. Ms. Duffy and Chairman Stone agreed to schedule a meeting with Mr. Foster to come to an agreement on those amounts.

c. **Certification of Delinquent System Development Fees**

Mr. Ela informed the Board that due to the fact that system development fees owed by Tower Commons had not been paid, and some of those being more than six months delinquent, he recommended that the District follow the statutory procedure for certifying those amounts to the County Treasurer for collection with property taxes. He asked Ms. Duffy to help him pull together the

fees that are six months or more delinquent so that notices can be prepared and sent to Tower Commons prior to a hearing at the September regular Board meeting. Mr. Ela explained that the statutes require a public hearing on the matter, with proper notice to the delinquent payer, prior to certification to the County Treasurer.

d. Amendment of Records Policy

Mr. Ela distributed to the Board revisions to the District's information request policies necessitated by the 2007 legislative change on the amounts that can be charged by a District for copies and information requests. **After discussion, and upon motion by Director Martin, seconded by Director True, the Board unanimously approved the changes to the records policy.**

8. Discussion Items

a. Website Project

Mr. Gary Haley reported to the Board on the following:

- He inquired whether the gvrmetrodistrict.info website was yet up and running. Chairman Stone reported that it was not yet live due to final adaptation matters that must be performed by the District's consultant, GrahamGolden Technologies. He explained GrahamGolden Technologies should be able to complete the adaptation within a coming week or two.
- Mr. Haley demonstrated for the Board his prototype for the gvrmetrodistrict.com website. He stated that the website is still under development, but that this site as well as gvrcommunitycenter.com and gvrhoa.com will have a similar appearance but different content. Of interest to the Board was his community events bulletin board that appeared as a white board on the computer screen.
- Mr. Haley informed the Board that the next website committee meeting will be held on August 23rd at 6:00 p.m.

b. Community Center Project

The Board's earlier discussion of communications with General Steel covered most of the current activity in developing the Community Center Project. Director True stated that the next meeting that will include the design team and the committee will occur on August 23rd.

c. **Maintenance Building Project**

Mr. Ela informed the Board that Steve Kotris had informed him that the holdup on submitting the final plans for the Maintenance Building has been caused by the failure of SEH to provide revised survey drawings, which need alteration to remove the 5-foot right-of-way dedication. Apparently, SEH has not been given assurances that it will be paid to make the revisions. Mr. Ela was directed to work with staff and SEH to resolve the problem. Chairman Stone indicated that he still has not received a copy of the submittal documents that were last submitted to the City, and asked that Mr. Ela submit a demand letter to Mr. Kotris seeking a copy of that submittal.

d. **2006 District Audit**

Ms. Duffy reported to the Board that the audit was completed and submitted at the end of July as required by statute.

e. **Consideration of Election Resolution**

Mr. Ela distributed to the Board a draft Election Resolution and Ballot Question for their consideration and discussion. Chairman Stone distributed to the Board his calculation of costs to be incurred in 2008 by the Master HOA, and an expression of those costs in terms of the mill levy necessary to create the same amount of revenue necessary to offset the Master HOA's costs. The Board discussed the various responsibilities and tasks being performed by the Master HOA, and those that can be taken over by the District upon passage of the mill levy increase. Chairman Stone's math indicated that a operating mill levy increase of 11.750 mills would be necessary to offset the elimination of all Master HOA assessments on the neighborhood. Mr. Ela explained the language of the Ballot Question to the Board. **Upon motion by Director Martin, seconded by Director True, the Board approved the Election Resolution and Ballot Question by vote of three (3) in favor, with Director True opposed.**

f. **District Manager**

Chairman Stone informed the Board that after he and Director True had interviewed Mr. Bruce Eisenhower, they had offered him the District Manager position. Mr. Eisenhower refused the offer, and therefore the District will now advertise again for candidates. Chairman Stone distributed a copy of the job announcement to the Board, and explained that Mr. Dority will be advertising in more local publications and will not advertise in the national City

Manager's publication that he used previously.

g. Developer Reimbursement

Chairman Stone informed the Board that he had been in discussions with Mr. Foster and determined that an additional \$39,000 of reimbursement had been authorized by the Board in a prior resolution, and this authorization overrode the cap that had been applied to reimbursements paid at the last meeting. Therefore he informed the Board that an additional \$39,000 would be paid in reimbursement to the developer. Chairman Stone also informed the Board that Oakwood Homes had made no progress in reducing Mr. Kevin Collins' invoice to the District for auditing the reimbursement requests, and therefore he would pay Mr. Collins' invoice leaving a balance of approximately \$129 additional reimbursement to be paid to Oakwood Homes. He reminded the Board that it had authorized payments to Mr. Collins' firm and Oakwood at its July meeting.

h. The Roybal Contract

Chairman Stone expressed his desire that the Board seek to obtain the Instruments of Service from Mr. Roybal. Mr. Ela reported that he has had no response from Mr. Roybal to his earlier letters concerning termination and request for the Instruments of Service. The Board also expressed its desire to recover some of the amounts paid to Mr. Roybal, in particular the \$2,500 advance given for reimbursable expenses. Mr. Ela was directed by the Board to send a demand letter to Mr. Roybal, again seeking the Instruments of Service in electronic format so that they can be used by the new designers for the Community Center, and for return of a portion of the monies paid to Mr. Roybal.

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| 9. Executive Session | No executive session was held. |
| 10. Other Matters | No other matters were discussed. |
| 11. Adjournment | Upon motion duly made and seconded the meeting was adjourned at 10:15 p.m. |

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of the District on 12th day of September, 2007.

Respectfully submitted,

/s/

Marlene A. Martin, Secretary