

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF

GVR METROPOLITAN DISTRICT

Held: Thursday, March 5, 2009 at 6:30 p.m., at the GVR Metropolitan District Office, 18650 East 45th Avenue, Denver, Colorado

Attendance

A special meeting of the Board of Directors of GVR Metropolitan District, Denver, Colorado, was called to order at 6:34 p.m. and held as shown above and in accordance with the applicable statutes of the State of Colorado with the following directors present and acting:

Earleen Brown, President
Michael George, Vice President (absent, excused)
Anthony Noble, Treasurer
Mary Schumer, Secretary
Elana Perry, Director
Joanne True, Director (absent, excused)
Charles Britton, Director (absent, excused)

Also present were:

Andrew Pimental, District Manager; Evan D. Ela, general counsel; Andy Fisher, litigation counsel; MaryAnn M. McGeady, special counsel; Eric Gravenson

1. Call to Order and Establish a Quorum

Chairman Brown called the meeting to order at 6:34 p.m. and noted that four Board members were present to establish a quorum. She called for motions from the Board to excuse absent Board members. **Upon motion by Director Perry, seconded by Director Noble, the Board unanimously excused the absences of Directors George, True and Britton.**

Chairman Brown granted time to Mr. Eric Gravenson to address the Board concerning correspondence he had received from the Master HOA Board of Directors. Mr. Gravenson expressed his concern about the inaccuracy of the statements made and urged the District Board to consider sending correspondence to the community that states the true facts of the ongoing HOA litigation and related matters. The Board thanked Mr. Gravenson for his comments and briefly discussed the content of a possible mailing. Chairman Brown accepted responsibility to work with the District Manager to draft an appropriate communication.

2. Approve Agenda

Chairman Brown asked the Board for a motion to enter Executive Session as described on the meeting agenda. **Upon motion by Director Schumer, seconded by Director Perry, the Board voted unanimously to enter Executive session at 6:45 p.m.**

The Board reconvened its regular meeting from Executive Session at 8:56 p.m.

3. Other Matters General counsel distributed a composite draft of the Budget and Expenditure policy incorporating comments and revisions made by the Board when the policy was adopted at its February 18, 2009 regular meeting.

4. Adjournment **Upon motion duly made and seconded the meeting was adjourned at 9:06 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 18th day of March, 2009.
Respectfully submitted,

/s/ Mary Schumer
Mary Schumer, Secretary