

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

GVR METROPOLITAN DISTRICT

Held: Wednesday, October 19, 2011 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 and in accordance with the applicable statutes of the State of Colorado. Except where indicated, the following Directors, having confirmed their continued qualification to serve on the Board by affidavit filed with the District, were in attendance:

Michael George, President
Michael Haskins, Vice President
Anthony Noble, Treasurer
Fenna Tanner, Director
Earleen Brown, Director
Chuck Britton, Director

[*Arrived when indicated.]

Absent: Mary Schumer (absence excused).

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

Call to Order / Quorum

Chairman 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.

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- Claims Report Mr. Noble next reviewed with the Board the revised listing of claims payable through October 19, 2011. Upon motion duly made, seconded and vote of five in favor to one opposed (Director Britton), the Board approved the payment of claims as presented.

- District Manager Report Mr. Pimental referred the Board members to his written monthly report, and reported on the highlights. Mr. Pimental reported on the progress of the 38th Avenue project, noting that it is expected to be seeded by the end of the week, and then irrigated. A representative from RTD was present at the recent Citizens Advisory Board meeting, and discussed the Fastracks topic with community members. Mr. Pimental provided Board members with copies of the handout distributed at the presentation.

Discussion Items / Unfinished Business:

- Discussion re District Investment Strategies Director Noble Indicated that he is continuing his research of options and recommendations regarding District investment strategies to bring to the Board at a later time. Mr. Pimental indicated that he, Ms. Duffy and Director Noble are registered to attend an SDA-sponsored presentation on this topic later in the month.

- 2011 District Strategic Plan Mr. Pimental reported that at the recent Board work session, the directors focused on “Phase 1” of an update to the District’s strategic plan, which identifies the District’s current short-term goals. As part of this process, Mr. Pimental is researching the GOCO grant process, and expects to bring forth recommendations for Board consideration at the District’s meeting in January, 2012. Following this, the District will proceed with Phase 2, which involves preparation of a SWOT analysis.

Discussion Items / New Business:

- Presentation of Draft 2012 District Budget Director Noble and Mr. Pimental presented to the Board the District’s draft budget for 2012. Director Noble stated the recommendation that the District’s mill levy stay flat and not be increased for 2012; this will impact the budget by approximately \$100,000 as a result of the decrease in assessed valuation. Director Britton suggested that the District use the District’s cash reserves to be used for payments to the District’s homeowners. Director Noble explained that the cash reserves are being accrued

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so that the District can pay off its debt early.

The Board agreed to schedule the public hearing on the 2012 budget at the District's next Board meeting, November 16, 2011, at the regular meeting location.

- Renewal of Landscaping Contracts

Mr. Pimental reported on the recommendations for the renewal of the District's existing landscape contracts for 2012, including the contract with TruGreen for chemical application/pesticide services, and with Swingle, for tree landscaping services. He indicated that the contract price for TruGreen is expected to remain the same, and the contract with Swingle is expected to include a 3% increase to cover additional trees to be serviced. Director Noble requested that any tree replacement be done with consistency where possible. Director Haskins confirmed with Mr. Pimental that the District is overall satisfied with the current performance of the District's contractors. Mr. Pimental indicated that the District is planning for an additional 15-20 trees to be planted in 2012 from Denver's annual tree program. Following further discussion, and upon motion, second and a vote of five in favor, one opposed (Director Britton), the Board approved the renewal of the contracts and directed Mr. Pimental to work with legal counsel on completing the documentation.

- Expansion of Community Recreation Programming

Mr. Pimental addressed the topic of the District's community recreational programming, and requested confirmation that the Board continues to be in favor of expanding its programming for adult education. He noted that this is a goal stated in the District's strategic plan. The District has received a proposal involving the provision of mobile computer classes to the community, which would involve the hiring of an independent contractor to make such services available to small groups of individuals, at the District's administration building. As proposed, the programming would be District-sponsored and advertised, with fees collected by the District; a percentage of such fees would be used to compensate the teacher. The contractor would provide the equipment and materials for the class. The Board discussed the proposal, including a need to have District staff on-site during the time the class is in session, and to take steps to make sure District property is not at risk. The Board agreed with the proposal as being consistent with the District's goals and directed Mr. Pimental to proceed as discussed and presented.

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Director Items

Director Britton inquired as to the change in agenda structure for the “director items” topic. It was discussed that this added to the efficiency of the meetings, and helped to assure directors’ attendance at Board meetings for longer periods of time.

Director Britton stated that he considered the District’s newsletter as a form of intimidation and harassment when sent to him in the U.S. Mail; he will be looking into filing charges against the District for this activity. Director Brown requested that Mr. Pimental have staff remove Director Britton from the District’s mailing list.

Director Britton stated that he learned from the HOA committee meeting in August that the Mercury Sedan has been turned over to the District.

Director Britton reported on a confrontation between an ex-District employee and an existing District employee, on 45th Street. Mr. Pimental gave a brief description of the circumstances.

Director Haskins and George both reported that they will be absent from the November Board meeting, and requested to be excused.

Executive Session

Upon approval by a vote of at least two-thirds of a quorum of the Board, the Board determined to go into executive session for the purpose of discussing and providing direction regarding litigation matters, personnel matters relating to the District Manager’s annual evaluation, and consultation with the attorney on specific legal questions related thereto, pursuant to § 24-6-402(4)(e),(f) & (b), C.R.S., at approximately 8:50 p.m., with Mr. Pimental present.

The Board reconvened from executive session at approximately 9:50 p.m. and affirmed that no actions had been taken during executive session.

Renewal of District Manager Services Agreement

Upon motion, second and vote of five in favor, one opposed (Director Britton), the Board agreed to renew Mr. Pimental’s management services agreement. The Board agreed to an increase in base pay of the amount of \$1,506, and a performance bonus of \$1,506, representing the cost of living adjustment and

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the maximum increase allowable pursuant to the Board's compensation policy.

Other Business

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 9:55 p.m.

Secretary for the Meeting

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