

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
HELD
JANUARY 20, 2009

A special meeting of the Board of Directors of the Roxborough Village Metropolitan District (referred to hereafter as "Board") was convened on Tuesday, January 20, 2009 at 6:30 p.m., at the Roxborough Library, Meeting Room, 8357 N. Rampart Range Rd., Suite 200, Littleton, CO 80125. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Steve Sherman
Bob Clinard
Scott Pfeffer
Nadine Petersen
Lisa Lorman

Also In Attendance Were:

David B. Peak; R.S. Wells L.L.C.
Bob Brooks; R.S. Wells L.L.C.
Scott Barnett; Mulhern MRE, Inc.
Ron Bendall; 7541 Red Fox Ct., Littleton, CO

CALL TO ORDER

The meeting was called to order by Director Sherman. Upon a motion duly made by Director Sherman, seconded by Director Clinard and, upon vote, unanimously carried, the Board approved the agenda as presented.

MINUTES

After discussion, upon a motion duly made by Director Clinard, seconded by Director Lorman and, upon vote, unanimously carried, the Board approved the minutes of the December 9, 2008 regular meeting as presented.

PUBLIC COMMENT

Mr. Bendall inquired on the snow removal policy for 16A in relation to the other areas within the District. Following discussion, upon a motion duly made by Director Clinard, seconded by Director Petersen and, upon vote, unanimously carried, the Board approved the addition of Dovetail Way in 16A for snow removal services by The Brickman Group.

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LEGAL MATTERS

A. Attorney's Report

Director Clinard noted that he had a concern regarding Douglas County and the affect of the bad economy on the District's grant. He wanted to know the exposure of the District if it did not receive their grant for the skate park. Director Clinard also noted that he does not feel the District should pay for the response letter received from Attorney Fazekas regarding this matter; as a simple e-mail would have been sufficient.

Director Clinard also wanted to know why Clifton Gunderson LLPL did not notify the Board upon receipt of the check from the County in June 2008. Additionally, he wondered if the District accrued interest on those funds even though they were not in the District's account.

B. Review and Consider Adoption of Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of Meeting Notices

Following review and discussion, upon a motion duly made by Director Clinard, seconded by Director Pfeffer and, upon vote, unanimously carried, the Board adopted the Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Locations for Posting of Meeting Notices as presented.

C. Review and Consider Approval of Engagement Letter for Folkestad Fazekas Barrick & Patoile, P.C. for 2009 Legal Services

Following review and discussion, upon a motion duly made by Director Clinard, seconded by Director Lorman and, upon vote, unanimously carried, the Board approved the engagement letter with Folkestad Fazekas Barrick & Patoile, P.C. for 2009 legal services as presented.

D. Ratification of Revised Snow Removal Provisions – 2009 Brickman Agreement (Agreement for Landscape Maintenance Services, Snow Removal Services, and Service Performed Under Work Orders – Effective 01/01/2009)

Following review and discussion, upon a motion duly made by Director Clinard, seconded by Director Petersen and, upon vote, unanimously carried, the Board ratified approval of the revised snow removal provisions as amended. Mr. Barnett took the action to update the snow removal map (exhibit E) in the contract with The Brickman Group to reflect this amendment.

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LANDSCAPE MAINTENANCE

A. Review Landscape Maintenance Monthly Report

Mr. Jamison presented the landscape maintenance report to the Board.

Turf: Turf is dormant for the winter

Shrub Beds: Shrub beds are being policed for trash and debris.

Trees: Trees are monitored for low hanging and broken branches, especially after snow events.

Irrigation: Irrigation system has been winterized. Mr. Barnett and Mr. Jamison will prepare an electronic map this winter with as much information as possible.

Open Space: Crews have been picking up visible trash and other debris as seen from the roads and trails.

Site Policing: Trash was policed weekly and the Dog-I-Pot stations were checked at the same interval. Trash cans were emptied and checked once per week and the ponds have been checked for debris. Several of the dog-i-pot stations are serviced additional times during the week after reports of overflowing. This is done at no additional charge.

Overall Site: Winter watering is occurring this winter during dry periods, especially on the new plant material in the median. There were several reports regarding the holiday lights not working on the east side of Rampart Range Road. Each time they were checked, they were found to be unplugged. Holiday lights were also installed on one extra tree on the west side at no additional charge.

B. Review and Consider Approval of Work Orders from The Brickman Group:

1. Remove Mulch and Add Rock in 16A / \$23,550.
2. Install 1 ½ Inch River Rock in Raised Planter / \$1,370.
3. Install 4”/8” White Cobble in Six Tree Cut Outs / \$1,050.

The above listed work orders were tabled until further detail is presented.

4. Install Pressure Reducing Valve / \$5,164.

Following discussion, upon a motion duly made by Director Clinard, seconded by Director Petersen and, upon vote, unanimously carried, the Board approved the work order to install pressure reducing valve for an amount not to exceed \$5,164.

5. North Rampart Range Road Median (Renovation) / \$55,600.

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This work order was tabled until further details have been received.

ENGINEERING MATTERS

A. Update on Skate Park

Mr. Barnett reported on the Skate Park and distributed the following comments from Design Concepts.

- Mr. Barnett is ready to proceed with the drainage report and their portion of the SIP documents. He needs the grading to be revised before starting on that work.
- A CD set will be submitted to County Engineering while the SIP is being approved. The SIP will not be approved unless the CDs are submitted.
- DC will submit a cost estimate for the SIP with a note indicating "costs will continue to be refined during the CD development".
- No work at the playground will be added to this project scope.
- DC will check the project schedule to see if we're still on course for construction to begin in the spring.
- The island in the middle of the street course will be deleted by Team Pain.
- As an effort to bring down the cost of the project, the walk from the plaza to the southern parking lot will be re-aligned and made 8' wide 4" depth concrete. The tree at the northeast corner of the tennis courts will be removed to allow for the new walk alignment. The new walk alignment will also reduce the amount of wall needed in that area.
- The walk from the plaza to the northern parking lot will remain as 10' wide 6" depth concrete.
- DC will revise grading to provide an 18" min. shoulder along all walks.
- The cost estimate was reviewed by the group. The alternates will be kept as such.
- DC will contact Siloam Stone for pricing on boulders.
- A bollard or some other type of feature will be added to the walk where it meets the southern parking lot to prevent cars from driving on it.

FINANCIALS

A. Review and Approve Claims through December 2008

Mr. Peak reviewed the claims through December 2008 totaling \$70,221.00 represented by check numbers 4017 through 4038. Upon a motion duly made by Director Petersen, seconded by Director Pfeffer and, upon vote, unanimously carried, the Board approved the claims and the transfer of

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funds from COLOTRUST in the amount of \$70,221.00 into the District's checking account to pay the claims.

B. Review and Accept Cash Position as of November 30, 2008

Mr. Peak presented the cash position as of November 30, 2008 to the Board. Following review, the Board accepted the cash position as presented.

C. Consider Donation to Roxborough Library for Use of Meeting Room

Following discussion, upon a motion duly made by Director Clinard, seconded by Director Lorman and, upon vote, unanimously carried, the Board approved a \$25 donation per use of the meeting room at the Roxborough Library.

DIRECTOR ITEMS

A. Review District Projects and Schedule Lists

Mr. Peak reviewed the District projects and schedule lists with the Board. No comments were made by the Board.

B. Discuss 2009 Contracts for Services and the Bidding Process

Mr. Peak discussed the bid process with the Board. The District will bid out the landscape maintenance for 2010.

OTHER BUSINESS

A. Confirm Quorum for February 17, 2009 Meeting


The Board confirmed that a quorum would be present for the February 17, 2009 meeting to be held at the Roxborough Intermediate school cafeteria.

ADJOURNMENT

There being no other business to come before the Board, upon a motion duly made by Director Pfeffer, seconded by Director Petersen and, upon vote, unanimously carried, the Board adjourned the meeting.

Respectfully submitted,

By

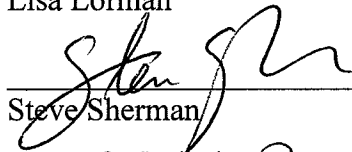

Secretary for the Meeting

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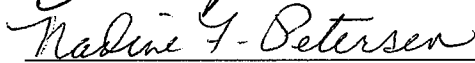
THESE MINUTES ARE APPROVED AS THE OFFICIAL JANUARY 20, 2009
MINUTES OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
BY THE BOARD OF DIRECTORS SIGNING BELOW:



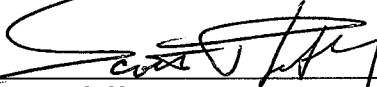
Lisa Lorman



Steve Sherman



Nadine Petersen



Scott Pfeffer



Bob Clinard