

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
HELD
AUGUST 18, 2009

A regular meeting of the Board of Directors of the Roxborough Village Metropolitan District (referred to hereafter as "Board") was convened on Tuesday, August 18, 2009 at 6:30 p.m., at the Roxborough Library, Roxborough Market Place (Safeway Shopping Plaza), Meeting Room, 8357 N. Rampart Range Road, Suite 200, Littleton, CO 80125. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Steve Sherman
Scott Pfeffer
Nadine Petersen
Lisa Lorman
Bob Clinard

Also In Attendance Were:

David Peak; R.S. Wells L.L.C.
Ernie Fazekas; Folkestad Fazekas Barrick & Patoile, P.C.
Scott Barnett; Mulhern MRE, Inc.
Jay Jamison; The Brickman Group

CALL TO ORDER

The meeting was called to order by Director Sherman at 6:30 p.m. Upon a motion duly made by Director Clinard, seconded by Director Pfeffer and, upon vote, unanimously carried, the Board approved the agenda as amended.

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 July 21, 2009 regular meeting as presented.

PUBLIC COMMENT

There were no comments.

RECORD OF PROCEEDINGS

LEGAL MATTERS

A. Status of Acquisition of Open Space from Douglas County – 99-Year Lease

Mr. Fazekas reported to the Board that Douglas County will convey the 4th parcel. Mr. Barnett provided the parcel exhibits to Board members for their review. Some Board members were concerned that a Roxborough Water and Sanitation District wastewater line running south to north within parcels was not located within the easement depicted on the exhibit. Mr. Barnett and Mr. Peak will confer with Larry Moore, the Roxborough Water and Sanitation District Manager, to address this concern and take corrective action if necessary.

B. Status of Easement Agreement for Tract E-1, Filing No. 1, 2nd Amendment with Chatfield Farms Filing No. 1A HOA, Amendment to License Agreement with Chatfield Farms Filing No. 1A HOA, and License Agreement with Chatfield Farms No. 1B HOA

Mr. Fazekas reported to the Board that there was no response from Chatfield Farms Filing No. 1A HOA, and Chatfield Farms Filing No. 1B HOA had an objection to the District's indemnification. Mr. Fazekas will respond to Dawn Bates, Manager of the Filing No. 1B HOA.

C. Status of Dedication of 20 Foot Strip (Lot 1, Roxborough Village Commercial Subdivision – Third Amendment) by Ryland Homes, and Conveyance of Tracts C and F to District

Mr. Fazekas reported that Ryland Group is working through the process with Douglas County on lot line adjustment for Lot 1. Following discussion, upon a motion duly made by Director Clinard, seconded by Director Pfeffer and, upon vote, unanimously carried, the Board approved a Lot Line Adjustment Certificate of Consent (File No. SB09-027) to adjust the lot line between Lot 1 and Tract E creating Tract E1 and Lot 1A, Roxborough Village Commercial Subdivision – Third Amendment.

D. Discuss Amendment to District's Service Plan

Mr. Fazekas reported to the Board that Douglas County is preparing a prototype service plan and recommended that the District delay the service plan amendment until the 99 year lease parcel transaction is completed. Perhaps the prototype service plan will be completed by then.

E. Senate Bill 09-087 / New Special District Annual Disclosure Requirements Transparency Notice

Mr. Fazekas reviewed Senate Bill 09-087 with the Board and asked Mr. Peak to place a discussion regarding compliance with requirements of the

RECORD OF PROCEEDINGS

bill and a proposed transparency notice on the agenda for the next board meeting.

F. Resolution Consenting to an Overlapping Improvement District – Arrowhead Shores Community Center Public Improvement District

Following review and discussion of a petition seeking the organization of a public improvement district – the proposed name Arrowhead Shores Community Center Public Improvement District – with proposed services to include the acquisition, operation, and maintenance of a recreation center located within the territory of the Roxborough Metropolitan District, specifically within Tract K-1, Roxborough Village Filing No. 16A, upon a motion duly made by Director Clinard, seconded by Director Petersen and, upon vote, unanimously carried, the Board adopted the resolution consenting to an overlapping improvement district as presented.

LANDSCAPE
MAINTENANCE

A. Review Landscape Maintenance Monthly Report

Mr. Jamison presented the landscape maintenance report to the Board. Mr. Jamison was asked by Director Clinard to examine the health of some of the trees in the north median and along the east side of the north median for possible removal.

Turf: Weekly mowing operations are being performed. Mid season fertilization is completed.

Shrub Beds: Shrub beds are being policed for trash and debris. Second aphid / mite spray and pruning is completed. Pruning is ongoing and the warranty replacements on the median are being made as needed.

Trees: Second aphid/mite spray is completed. Tree pruning, removal and fertilization work order are completed.

Irrigation: Several irrigation repairs have been made during the past month, including 3 inch mainline leak by ball field. Repair map to be provided at Board meeting. Pricing for control wiring at Arrowhead Shores playground to be included with 2010 budget.

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 twice per week and the ponds have been checked for debris.

Overall Site: Weekly site visits with Operations Manager and Crew Leader continue to keep Board members updated on weekly activities.

RECORD OF PROCEEDINGS

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

1. Install Cobble at Bridge Corners / \$2,243

Following discussion, upon a motion duly made by Director Lorman, seconded by Director Petersen and, upon vote, unanimously carried, the Board approved the work order to install cobble at the bridge corners for an amount not to exceed \$2,243.

2. Extend Drain to Lake Arrowhead Shores / \$475

Following discussion, upon a motion duly made by Director Petersen, seconded by Director Lorman and, upon vote, unanimously carried, the Board approved the work order to extend the drain to Lake Arrowhead Shores for an amount not to exceed \$475.

3. Tree Replacement at Chatfield Park / \$774

Following discussion, upon a motion duly made by Director Pfeffer, seconded by Director Petersen and, upon a vote of 4 to 1, the Board approved the work order for tree replacement at Chatfield Park for an amount not to exceed \$774.

ENGINEERING MATTERS

A. Update on Skate Park

Mr. Barnett reported on the skate park. He said that almost all of the concrete was poured last week by Team Pain. 53 Corporation will begin the final phase of the skate park starting next week.

FINANCIALS

A. Review and Approve Claims through July 2009

Mr. Peak reviewed the claims through July 2009 totaling \$243,262.40 represented by check numbers 4161 through 4177. Upon a motion duly made by Director Clinard, seconded by Director Petersen and, upon vote, unanimously carried, the Board approved the claims and the transfer of funds from COLOTRUST in the amount of \$243,262.40 into the District's checking account to pay the claims.

B. Review and Approval of Cash Position as of July 31, 2009

Mr. Peak presented the cash position as of July 31, 2009 to the Board. The Board accepted the cash position as presented.

RECORD OF PROCEEDINGS

C. Review of Monthly Report of Accrued Costs for Skate Park

The Board reviewed the monthly report and accepted as presented.

DIRECTOR ITEMS

A. Review District Projects and Schedule Lists

Mr. Peak distributed the District Projects and Schedule List for review by the Board. There were no comments given.

B. Park and Sports Field Reservations for July 2009

Mr. Peak reviewed the park and sports field reservations with the Board. No comments.

OTHER BUSINESS

A. Discuss Setting Interviews with Bidding Landscape Contractors in September

Mr. Peak discussed the setting of interviews for September with the Board.

B. Consider Setting Public Hearing to Adopt 2010 Budget for November 17, 2009 and Appoint Budget Officer

Following discussion, upon a motion duly made by Director Clinard, seconded by Director Petersen and, upon vote, unanimously carried, the Board appointed David Peak, District Manager, as budget officer and set the public hearing on the budget for November 17, 2009.

C. Confirm Quorum for September 15, 2009 Meeting

The Board confirmed that a quorum would be present for the September 15, 2009 meeting at the Roxborough Library.

ADJOURNMENT

There being no other business to come before the Board, upon a motion duly made by Director Clinard, seconded by Director Petersen and, upon vote, unanimously carried, the Board adjourned the meeting at 8:45 p.m.

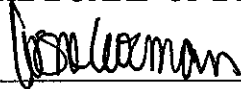
Respectfully submitted,

By: _____

David Peak
Secretary for the Meeting

RECORD OF PROCEEDINGS

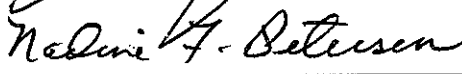
THESE MINUTES ARE APPROVED AS THE OFFICIAL AUGUST 18, 2009
MINUTES OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
BY THE BOARD OF DIRECTORS SIGNING BELOW:



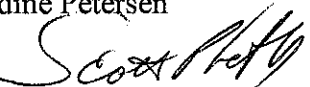
Lisa Lorman




Steve Sherman



Nadine Petersen



Scott Pfeiffer



Bob Clinard