

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE TRAILMARK METROPOLITAN DISTRICT HELD JUNE 2, 2009

A special meeting of the Board of Directors of the TrailMark Metropolitan District (referred to hereafter as "Board") was held on Tuesday, June 2, 2009, at 6:30 p.m., at the Creative Learning Center at TrailMark, 9743 South Carr Way, Littleton, Colorado. This meeting was open to the public.

ATTENDANCE

In attendance were Directors:

Timothy N. Strunk
Sherman M. Steed
Robert G. Chavez
Jack A. Parsons
Karen A. Millspaugh

Also in attendance were:

Joel Meggers; Community Resource Services ("CRS")
Cathy Noon; Community Resource Services ("CRS")
George Rowley, Esq.; TMMD Attorney

CALL TO ORDER Director Strunk called the meeting to order at 6:35 p.m.

ADMINISTRATIVE Agenda: Mr. Meggers presented the Board with the proposed
ITEMS agenda. Following discussion, upon a motion by Director Steed and a second by Director Chavez the Board voted unanimously to approve the agenda was approved as presented.

Public comments: There were no public comments.

MAINTENANCE ITEMS

Fence Painting: The board reviewed the three bids received and after discussion, Director Millspaugh motioned, Director Chavez seconded, the board unanimously voted to award the fence painting bid to Gantner Painting. Ms. Noon will notify Gantner Painting to proceed and ensure coordination with the Creative Learning Center.

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CAPITAL IMPROVMENTS

Community Center / Pool Project:

Survey / Election Results were reviewed with 566 ballots returned (of 810 issued), 320 (56.6%) voted in favor of building a community center and 314 of 561 (56%) voted in favor of having a pool included with the community center. Seven late ballots were received but not counted in the total vote.

The board reviewed a draft Request for Proposal (RFP) for a Design Team to coordinate the center/pool project and upon finalizing the RFP, Director Chavez moved, Director Steed seconded, the board unanimously accepted a motion for Mr. Meggers to proceed with publication of the RFP. A subcommittee consisting of Directors Steed and Millspaugh, Mr. Meggers, Ms. Noon, and Kim McMahon will review the RFPs and make a recommendation to the board.

As part of proceeding with the project, TMMD will seek professional advice on all financing options available, to include Mr. Rowley reviewing the current bond documents.

With the education and resident survey/election complete, a motion to dissolve the Area Development Committee ("ADC") was made by Director Steed, seconded by Director Parsons, and upon vote, approved with Director Millspaugh abstaining. The formation of a new committee, the Facility Development Committee, was discussed. A question was raised whether the project will need to go through the Design Review Committee of the TrailMark HOA. Ms. Noon will research the HOA declarations for clarification.

LEGAL ADVICE

Mr. Rowley reviewed with the board the Colorado Statute 32-1-107(3), C.R.S and the Intergovernmental Agreements (IGAs) between TMMD and South Suburban Park and Recreation District (SSPRD). Mr. Rowley was instructed to send a letter to the SSPRD regarding the community center/pool project asking for the SSPRD board to approve the project per the IGA. Director Millspaugh will share Mr. Rowley's findings to the TrailMark HOA to address their concerns.

OPERATIONAL MATTERS

The Board will recognize Kim McMahon for her work on the ADC and authorized Mr. Meggers to purchase a gift not to exceed \$100.00.

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Following discussion, upon motion duly made by Director Chavez, and seconded by Director Parsons and upon vote, unanimously carried to reimburse Director Steed \$25.00 for water usage for the community meeting.

Discussion was held on the District having its own dedicated website to allow residents to easily follow the community center project and other District business. Mr. Steed will inquire with the current web master for the HOA about costs and his interest in setting this in place. For now, Director Millspaugh will review & update the current TMMD information on the HOA website.

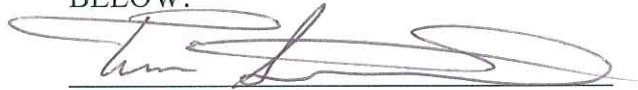
ADJOURNMENT

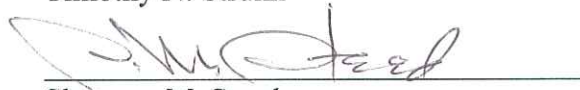
There being no further business to come before the Board, upon motion duly made by Director Steed seconded by Director Millspaugh, the meeting was adjourned at 8:25 p.m..

Respectfully submitted,


Secretary for the Meeting

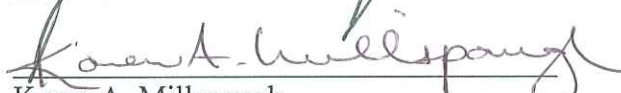
THESE MINUTES ARE APPROVED AS THE OFFICIAL JUNE 2, 2009 MINUTES OF THE TRAILMARK METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:


Timothy N. Strunk


Sherman M. Steed


Robert G. Chavez


Jack A. Parsons


Karen A. Millspaugh