

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL
MEETING OF THE BOARD OF DIRECTORS OF
THE TRAILMARK METROPOLITAN DISTRICT
HELD**

JULY 14, 2009

A special meeting of the Board of Directors of the TrailMark Metropolitan District (referred to hereafter as "Board") was held on Tuesday, July 14, 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
Karen A. Millspaugh

Absent was Director Parsons whose absence was excused.

Also in attendance were:

Joel Meggers; Community Resource Services ("CRS")
Cathy Noon; Community Resource Services ("CRS")
George Rowley; White, Bear, Ankele Attorneys At Law
Dennis Rodriguez, Architect

CALL TO ORDER

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

ADMINISTRATIVE
ITEMS

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

ATTORNEY
ITEMS

Colorado Open Records Act Requests: Mr. Rowley presented an Open Records Request Policy and Form for the board's consideration. After discussion, a motion by Director Steed,

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seconded by Director Millspaugh, the Board unanimously approved the Open Records Act Request Resolution and Open Records Request Form with suggested modifications.

EXECUTIVE SESSION

Pursuant to Section 24-6-402(4) of the Colorado Revised Statutes, upon motion duly made by Director Chavez, seconded by Director Steed and, upon a unanimous vote, the Board convened in executive session at 6:52 p.m. for the purposes of receiving specific legal advice regarding the District's service plan. Upon motion by Director Steed and seconded by Director Millspaugh, the Board voted unanimously to reconvene the regular meeting at 7:14 p.m.

CAPITAL IMPROVMENTS

Community Center Design & Management Bids: Upon motion by Director Chavez and seconded by Director Millspaugh, the Board unanimously approved the engagement of Mr. Dennis Rodriquez, Architect, to review the proposals for the design of the Community Center and conduct finalist interviews for a sum not to exceed \$2,500.00. The Board further approved an additional amount, not to exceed \$1,000 for the following:

- Creation of a proposal clarification document for project teams on short list
- Interview questionnaire/rubric for Board Members on interview subcommittee
- Participate in each of the three half-hour presentation (half hour per team)
- Formulate final recommendation of sub-committee to present to full Board

Twelve bids for the Design Team were received by the RFP deadline and two more bids were received past the June 26 2:00 p.m. deadline. Following a presentation of Mr. Rodriquez' analysis of the bids and discussion by the board, three firms were selected to be interviewed - Studio DH; Sink Combs Dethlefs; and Barker Rinker Seacat Architecture. Mr. Meggers will schedule interviews.

Debt Authorization for Community Center: Discussion was held by the Board on the November election with questions of Mr. Rowley regarding ballot question wording requirements. The Board decided to have additional discussion at future Board meetings regarding whether the Ballot should have one or two levels of debt authorization options. The Board's next meeting will include a review of financing options for the community center project. Mr. Meggers will arrange for the District's

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Financial Advisor to attend to evaluate and review options with the Board.

MAINTENANCE & OPERATIONAL ITEMS

2009 Fence Painting Progress: G & M Gantner is progressing on the fence painting and presented a bid for an additional section of the Star Canyon fence to be painted due to condition of the section. Director Chavez moved and Director Steed seconded a motion to approve \$3440.60 for the additional painting. Upon unanimous vote, the motion was approved.

FINANCIAL MATTERS

Review, Ratify and Approve Payment of Claims: Ms. Noon requested the Board consider ratification and payment of the claims. Director Steed moved the Board approve the payment of claims as presented. Upon second by Director Millspaugh, vote was taken and motion carried unanimously.

Review July 13, 2009 Cash Position: The Board reviewed and ratified the cash position as presented by Mr. Meggers.

Review Financial Statements

The Board reviewed and ratified the unaudited financial statements for the period ending June 30, 2009 presented by Mr. Meggers.

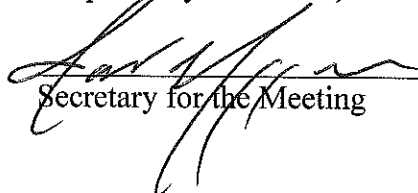
OTHER ITEMS

Monthly Board Meetings: Following discussion, the Board determined that monthly regular meetings of the Board would be necessary while work continues on the community center. Ms. Noon will ensure the required notifications are filed. Upon a motion made by Director Milspaugh and a second by Director Steed, the Board voted unanimously to approve the third Tuesday of each month for their regular Board meetings.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Milspaugh, seconded by Director Steed, the meeting was adjourned.

Respectfully submitted,

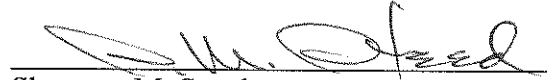

Secretary for the Meeting

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THESE MINUTES ARE APPROVED AS THE OFFICIAL JULY 14, 2009 MINUTES OF THE TRAILMARK METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

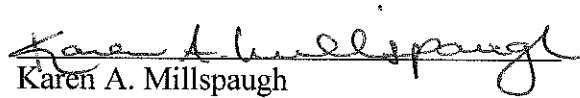


Timothy N. Strunk



Sherman M. Steed

Robert G. Chavez



Karen A. Millspaugh

Attorney Statement

REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Trailmark Metropolitan District, I attended the executive session meeting convened at 6:52 p.m. on July 15, 2009 for the sole purpose of discussing specific legal advice regarding the district's service plan as authorized by §24-6-402(4)(b) . I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Signature

George M. Rowley

Name and Title

George M. Rowley, General Counsel

Date

7/22/09

**JOINT RESOLUTION
OF THE BOARDS OF DIRECTORS OF
TRAILMARK METROPOLITAN DISTRICT
REGARDING COLORADO OPEN RECORDS ACT REQUESTS**

WHEREAS, Trailmark Metropolitan District maintains certain records that are available for inspection by the public under and in accordance with the laws of the State of Colorado; and

WHEREAS, records of the District available for inspection by the public are defined as “public records” under applicable Colorado law; and

WHEREAS, the District anticipates that from time to time members of the public may request the right to inspect and/or copy public records of the Districts; and

WHEREAS, the District is authorized under § 24-72-203(1)(a) C.R.S. to adopt certain rules with regard to the inspection and copying of public records of the District; and

WHEREAS, the District desires to set forth in this Resolution the rules they shall adopt with regard to the inspection and copying of their public records.

NOW, THEREFORE, it is hereby resolved by the Board of Directors of the District as follows:

1. The District Manager for the District is hereby designated as the “Official Custodian” of the public records of the District, as such term is defined in § 24-72-202(2) C.R.S..

2. The Official Custodian is authorized to charge the maximum amount permitted by statute per page for copies of the District’s public records or the actual costs of reproducing and copying the District’s public records, whichever is greater.

3. The Official Custodian is authorized to charge the fees as outlined in Exhibit A, including a reasonable fee for the cost of research and retrieval services associated with any public records request, and at the discretion of the Official Custodian, the cost of hiring outside help to assist with the research and retrieval.

4. All requests for copies or inspection of public records of the District shall be submitted to the Official Custodian in writing on the Public Records Request Form, a copy of which is attached as Exhibit A, specifically detailing the exact public records being sought. The Public Records Request Form must be completed and submitted by email or hard copy with the name, address and telephone number of the individual submitting the request. Telephone requests or electronic requests through means other than email (e.g. text messages) will not be honored.

5. Records requests may be delivered to the District’s legal counsel for review and legal advice regarding the lawful availability of the records requested and other matters. The

District shall have the authority to deny any request until such time as the Public Records Request Form has been completed and submitted to the District. The District may, from time to time, designate specific records for which written requests are not required and with respect to which review by legal counsel is not required, i.e., service plan, rules and regulations, minutes, etc. Such designations shall occur in minutes of meetings of the District.

6. All public records of the District copied and provided to interested persons shall be copied in duplicate by the Official Custodian. The Official Custodian shall retain the original record in the appropriate file, and shall retain the duplicate copies in a separate file bearing the name of the person to whom copies are provided and the date of such person's request for said copies of the public records of the District. Costs for duplicate copies of public records of the Districts shall not be charged to the person requesting the public records, but shall be maintained for record purposes by the Official Custodian.

7. All inspections of public records shall take place during regular business hours at the office of the Official Custodian. Additionally, public records requests may not preempt or take priority over previously scheduled official District related business activities.

8. No person shall be entitled to remove public records from the Official Custodian's Office for inspection, copying or any other purpose or reason. Public records of the District shall be: 1) subject to inspection in the presence of the Official Custodian or the Official Custodian's designee; 2) appropriately marked by the person making the request; 3) copied after receipt of all required charges therefor; and 4) delivered to the person requesting such records at the office of the Official Custodian within the statutory timeframe and after all charges have been paid. Copies of public records of the District not picked up at the time set aside therefor by the Official Custodian may be destroyed. In the event a person renews the request for the same public records of the District after failing to pick up previously requested copies, they will be charged for the cost of both records requests.

9. Only the Official Custodian (or designee of the Official Custodian) may copy public records of the District.


10. On behalf of the District, the Official Custodian reserves the right to seek a declaratory judgment, pursuant to § 13-51-101, C.R.S. *et seq.* to determine if a large public records request may be exempted from the statutorily required response time.

11. The Official Custodian may establish such other reasonable regulations as are not inconsistent with applicable Colorado law, as established from time to time.

[Signature page follows]

RESOLVED AND ADOPTED this 14 day of JULY 2009.

**TRAILMARK METROPOLITAN DISTRICT
NO. 1,**
a quasi municipal corporation and political
subdivision of the State of Colorado

By: 

President or Vice President

ATTEST:

Secretary or Assistant Secretary

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EXHIBIT A
Public Records Request Form

**TRAILMARK METROPOLITAN DISTRICT
PUBLIC RECORDS REQUEST FORM**

Requester Name: _____
 Address: _____

 Home Phone Number: _____
 Secondary Phone Number: _____
 Fax Number: _____
 Email: _____

<u>District Use ONLY:</u> Date Received: _____ Date Completed: _____
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<u>Detailed Description of Request:</u> Format Requested: <input type="checkbox"/> Email <input type="checkbox"/> Paper _____ _____ _____
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<u>Listing of Applicable Charges:</u>	
Faxed copies of request results	\$1.00 per page (local destinations) \$1.50 per page (long distance destinations)
Copies of Standard size documents (8.5 x 11 or 8.5 x 13)	\$0.25 cents per page
Research and Compilation Fee (First ¼ hour is free)...this fee shall apply to any and all requests regardless of type or format	\$25.00 per hour (billed in 1/4 hour increments)
Non-Standard/Special Requests (when applicable this will be charged in addition to the Research and Compilation Fee)	Billed at cost of request incurred by the District

- NOTE:**
- a. Prior to making copies or providing access to other information requested, the Districts must receive: (1) a copy of this form completed by the requester or its authorized agent; and (2) Payment of all charges incurred as part of the request.
 - b. Inspection of the Districts' records and documents is permitted. Such inspection must take place during regular business hours at the office of the Official Custodian for the Districts. All hourly Research and Compilation Fees and other costs incurred as a result of said inspection shall be charged to the requester.
 - c. Public records requests shall not preempt or take priority over previously scheduled official District related business activities. As required by § 24-72-101, *et seq.*, C.R.S., requests shall be handled with Seventy-Two (72) hours unless extenuating circumstances exist. The Districts reserve the right to seek a declaratory judgment, pursuant to § 13-51-101, *et seq.*, C.R.S. to determine if a large or otherwise difficult public records request may be exempted from the statutorily required response time.

I hereby acknowledge that I have seen or received the information or documents I requested in the form requested and within the required statutory time limits.

Requester's Signature: _____ **Date:** _____