

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE TRAILMARK METROPOLITAN DISTRICT HELD SEPTEMBER 15, 2009

A regular meeting of the Board of Directors of the TrailMark Metropolitan District (referred to hereafter as "Board") was held on Tuesday, September 15, 2009, at 6:30 p.m., at the TrailMark Learning Center, 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:

Cathy Noon; Community Resource Services ("CRS")
Dennis Rodriguez; Community Center Project Client
Representative
Mike Rogers; Resident

CALL TO ORDER

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

ADMINISTRATIVE ITEMS

Agenda: Ms. Noon 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.

Minutes: The Board reviewed the minutes of the August 18, 2009 regular meeting. Following discussion, upon motion made by Director Chavez, seconded by Director Millspaugh and, upon vote unanimously carried, the Board approved the minutes of the August 18, 2009 meeting as amended.

RECORD OF PROCEEDINGS

Public Comment Policy: Director Chavez motioned, Director Millspaugh seconded, and the Board unanimously voted to approve the Public Comment Policy.

Public Comment: Resident Mike Rogers asked the requirements and procedures for serving on the TrailMark Board of Directors. He was directed to the website where that information has been posted.

MAINTENANCE AND OPERATIONAL ITEMS

Update of Beaver Pond Cattail Treatment and Wetland Sod: Ms. Leisure provided a written report on the removal of 700 sq. ft. of cattails and placement of wetland sod to the area.

Pond Odor Report by Residents: Ms. Noon updated the Board on complaints regarding an odor reported by residents on S. Johnson Way. Ms. Leisure checked the Beaver Pond and found no smell. The City of Littleton Storm Drainage Department and the Ken Caryl Sanitation Department were called and also checked the area with no smell found. The resident has been contacted with the results. Ms. Leisure changed the timing on the solar aerator to aerate for less hours during the day. This helps to keep the smell down in the warm weather. She will return to winter hours in late October.

Water Sampling Cost Share with Denver Botanical Gardens (DBG): The Board discussed the request by Ms. Leisure to consider cost sharing a water sampling of the conveyance channel downgrade from Pond G. Following discussion, the Board gave direction for Ms. Leisure to inform DBG that they would not be sharing costs for a water sampling on DBG property.

Water Release of Fairview Reservoir #1: Ms. Leisure checked with Centennial Water and the Denver Botanic Gardens regarding the release of approximately one foot of water so that maintenance to the overflow spillway of Fairview Reservoir could be done. Following discussion, the Board gave direction for Ms. Leisure to release the water and complete the necessary work.

FINANCIAL MATTERS

Approval of Payment of Claims: Following review of the claims, Director Steed motioned, Director Millspaugh seconded, and the Board unanimously approved the September claims.

Review August 31, 2009 Cash Position: The Board reviewed and accepted the cash position as presented by Ms. Noon.

RECORD OF PROCEEDINGS

Review of Financial Statements:

The Board reviewed and approved the financial statements for the period ending August 31, 2009 with a motion by Director Parsons, a second by Director Millspaugh, and unanimous affirmation.

CAPITAL IMPROVEMENTS

Contract with Dennis Rodriguez: The Board reviewed an amended contract for Dennis Rodriguez for Project Management/Client Representative Services. Director Chavez motioned, Director Parsons seconded, and following discussion, the Board unanimously approved the contract as amended.

Contract with Sink, Combs, and Dethlefs for Community Center/Pool Design: The Board reviewed an amended contract for Project Management. Director Steed motioned, Director Parsons seconded, and following discussion, the Board unanimously approved the contract as amended.

Community Center Project Update: Dennis Rodriguez reported on the progress of the Community Center project. Mr. Rodriguez is recruiting volunteers to serve on the community center project committee to give input on what features might be included in the project. The plan is for the committee to meet 5-6 times, beginning in late September. Residents wishing to serve should contact Mr. Rodriguez through CRS or Mr. Rodriguez's contact information posted on the website. Mr. Rodriguez also indicated that a survey of the land for the project will need to be done, but was not included in the proposal by Sink, Combs, and Dethlefs. Mr. Rodriguez will obtain bids for the survey. Following a motion by Director Steed, seconded by Director Chavez, the Board unanimously approved an amount not-to-exceed \$5,000 to survey the site.

LEGAL & ELECTION ITEMS

Approval of a Resolution by the Board of Directors Regarding the Community Center/Pool Project: To provide the community with details regarding the November 3rd election, Director Chavez motioned, Director Parsons, seconded, and the Board unanimously approved a resolution outlining the details of the November 3, 2009 election. Said resolution is attached to, and made a part of, these minutes.

OTHER BUSINESS

Illegal Use of TrailMark Logo on non-TMMD website: Director Chavez informed the Board that the website www.trailmark4nonewtaxes.org had a logo very similar to the TMMD trademarked logo. Director Chavez had contacted the administrator of the website to request the logo be removed and

RECORD OF PROCEEDINGS

administrator of the website to request the logo be removed and was awaiting a reply. The Board directed Ms. Noon to follow up if the logo was not removed within 72 hours.

UPDATE OF MAINTENANCE AND RESPONSIBILITY MAP:

The HOA would like to have the map updated to accurately reflect the responsibility of each entity within TrailMark on specific parcels. A committee is being formed and Director Steed will represent the District to work on this map. Ms. Noon informed the Board that Brett Collins with South Suburban Park and Recreation District stated that he had the map in CAD and she will seek to obtain a copy for the District's use.

UPDATE ON NEW HOA MANAGEMENT

REPRESENTATIVE: Director Millsbaugh informed the Board and Ms. Noon that Karl Block with Hammersmith Property Management is the new manager for the TrailMark HOA. Director Millsbaugh will share Mr. Block's contact information with Ms. Noon.

2009 BUDGET PUBLIC HEARING: The Board discussed the date for the 2009 Budget hearing and selected November 12, 2009 to be held in conjunction with the TrailMark HOA budget presentation. The hearing will be held at the TrailMark Learning Center. Ms. Noon was informed that a PowerPoint presentation opportunity would be available as Mr. Block with Hammersmith was providing equipment.

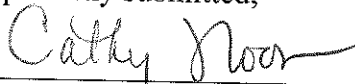
PUBLIC COMMENT

Mike Rogers inquired as to the content of the Resolution passed by the Board earlier in the evening. A brief description was provided with the instruction to check the District website the following day as it would be posted.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Parsons, seconded by Director Chavez, and passed unanimously, the meeting was adjourned at 7:42 p.m.

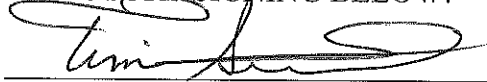
Respectfully submitted,



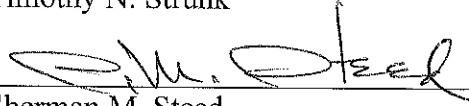
Secretary for the Meeting

RECORD OF PROCEEDINGS

THESE MINUTES ARE APPROVED AS THE OFFICIAL
SEPTEMBER 15, 2009 MINUTES OF THE TRAILMARK
METROPOLITAN DISTRICT BY THE BOARD OF
DIRECTORS SIGNING BELOW:



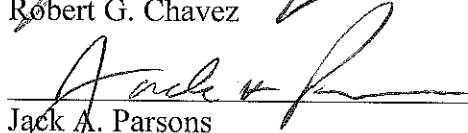
Timothy N. Strunk



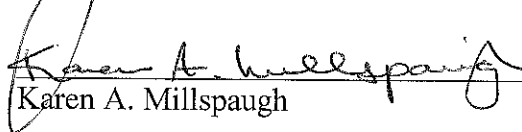
Sherman M. Steed



Robert G. Chavez



Jack A. Parsons



Karen A. Millspaugh

MEETING DATE: 09.15.09

[illegible]

**RESOLUTION OF THE BOARD OF DIRECTORS
REGARDING THE COMMUNITY CENTER/POOL PROJECT**

TrailMark Metropolitan District

WHEREAS, the Board of Directors (Board) of the TrailMark Metropolitan District (District) surveyed the community in May 2009 to obtain community input on proceeding with design and construction of a community center and/or swimming pool and;

WHEREAS, the input from the community was in favor of proceeding with said community center and swimming pool as indicated by the following results:

| | |
|---|-------------------------------|
| Leave the School Site as it is today | 246 votes |
| Build a Community Center on the School Site | 320 votes |
| If a Community Center is built, should a Pool be included in the improvements | YES 314 votes NO 247 votes |

and;

WHEREAS, the Board formally approved the conduct of an election to be held on November 3, 2009, to ask the eligible electors of the District for funding authorization for said community center and pool; and

WHEREAS, the Board desires to outline in this Resolution the estimated costs associated with construction of the community center and pool, as well as providing additional information to the eligible electors of the District regarding the upcoming election and other pertinent matters that may be of benefit to the community; and

WHEREAS, the Board supports construction of the community center and swimming pool because they will:

- provide a much needed indoor and outdoor gathering place for the community that can be utilized year-round, daytime or evening;
- further enhance TrailMark's community attributes for activity and fitness;
- be carefully crafted to fit into the existing look, feel and character of TrailMark;
- become a community asset, enhancing the value of property while reinforcing the sense of community.

NOW, THEREFORE, be it resolved by the Board of Directors of the TrailMark Metropolitan District in Jefferson County, State of Colorado, that:

1. The Board holds a District meeting on the third Tuesday of each month at 6:30 p.m. at the TrailMark Learning Center. This meeting is open to the public.
2. The Board has established a website at www.tnmd.org, which allows the community access to the approved Board meeting minutes, and posting of agendas for upcoming meetings, in addition to other District business.

3. The Board has approved the conduct of an election on November 3, 2009, as the District is unable to issue additional debt in the amount of \$2.5 million without the favorable vote of the eligible electors of the District.

4. This ballot is a separate ballot from the county ballot that may be received by eligible voters. The TrailMark Metropolitan District ballot must be received no later than 7:00 p.m. on November 3, 2009 at either the office of the Designated Election Official (3855 N. Lewiston Street, Suite 140, Aurora, CO) or at the drop-off location within the District at the TrailMark Learning Center (9743 South Carr Way, Littleton, CO).

5. The certified ballot question for said election may be found at www.tnmd.org.

6. The District currently collects sufficient funds from each household within the District to cover the debt service and operations budget of the new facilities. There will be no increase in the current annual tax level to the residents of the District.

7. The District's debt service schedule will be extended to the year 2024 or earlier depending on the actual funding and interest rate the District will negotiate on the new bonds if the election passes.

8. South Suburban Park and Recreation District has approved a resolution consenting to the construction and operation of the community center and pool, which meets the statutory requirements for preventing duplication of services and dual taxation between it and the District. The resolution may be found at www.tnmd.org.

9. After extensive interviews, the Board retained Sink, Combs & Dethlefs as its design team for the project. Neighborhood meetings will be scheduled for community input and said meetings will be posted on the website referenced above. A "Facilities Design Committee" comprised of District residents will be established.

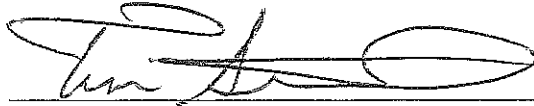
10. The preliminary design and platting must be approved by the City of Littleton.

11. The project summary may be found at www.tnmd.org.

12. The project timeline may be found at www.tnmd.org.

13. Sue Blair of Community Resource Services will serve as the District's Designated Election Official. Her contact information and other election documents have been posted on the District's website referenced above.

ADOPTED AND APPROVED this 15th day of September, 2009.



President

ATTEST:

