

**AMENDED MINUTES OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF
THE TRAILMARK METROPOLITAN DISTRICT
HELD
DECEMBER 14, 2010**

A special meeting of the Board of Directors of the TrailMark Metropolitan District (referred to hereafter as "Board") was held on Tuesday, December 14, 2010 at 6:30 p.m., at the TrailMark Learning Center, 9743 South Carr Way, Littleton, Colorado. This meeting was open to the public.

ATTENDANCE

The special meeting of the Board of Directors of the TrailMark Metropolitan District was called and held, as shown, in accordance with Colorado law. The following directors were present:

Michael Rogers
Catherine LaClair
Sherman Steed
Jack Parsons (arrived at 6:45 p.m.)
Richard Handley

Also present were:

Cathy Noon and Rick Kinkel; Community Resource Services
Wayne Forman; Brownstein, Hyatt & Farber
Chuck Haines; Wright Water Engineers
Blair Leisure; IRIS Mitigation
Community Members

CALL TO ORDER

Director Rogers called the meeting to order at 6:30 p.m. Introductions of the Board and community members were made.

ADMINISTRATIVE ITEMS

Agenda: Ms. Noon presented the Board with the proposed agenda. Upon a motion by Director Handley and a second by Director LaClair, the Board voted unanimously to approve the agenda presented.

Minutes: The minutes of the November 16, 2010 Regular Board meeting were presented to the Board. Upon a motion by Director LaClair and a second by Director Steed, the Board voted unanimously to approve said minutes as presented.

Public Comments: Mr. Strunk brought before the Board the following comments:

- Lack of signage announcing the meeting;
- When a vote to cancel the community center/pool project would occur;
- The need for an Executive Session and could the Executive Session agenda title have more description;
- The need for monthly TMMD Board meetings

In response to the signage item, the Board noted that the wooden sign is broken and will be repaired by Mr. Rogers and that the monument sign went up on December 13th. Concerning the community center/pool project, the Board did not feel a vote to officially cancel this project was necessary, but noted this would be discussed under "Other Business". The Board clarified that the Executive Session was needed to gain legal advice concerning water rights litigation. And lastly, the Board indicated they would be discussing the frequency of Board meetings under "Other Business".

LEGAL

Executive Session Regarding Water Rights – Director Steed moved to go into executive session for the purposes of discussing the water rights legal case and to obtain specific legal advice pursuant to § 24-6-402(4)(b). Upon a second by Director LaClair, the Board voted unanimously to convene the Executive Session at 6:47 p.m. The Board did not engage in substantial discussion of any matter not enumerated in section 24-6-402(4). The Board did not adopt any proposed policy, position, resolution, rule, regulation, or formal action. The executive session meeting was adjourned at 7:40 p.m. on a motion by Director LaClair, seconded by Director Handley and passed on the affirmative vote of all members.

MAINTENANCE AND OPERATIONAL ITEMS

Field Supervisor Update – Mr. Kinkel reported that fencing repairs were complete on 9708 S. Johnson Way, 9718 S.

Johnson Way, 9752 S. Carr Way, 8512 W. Eden Drive and Cambridge Place. Insurance claims will be filed with the TMMD HOA on the Carr Way and Eden Drive issues. Mr. Kinkel further reported that the Beaver Pond outlet was cleared of debris. He indicated conversation has taken place with Centennial Water & Sanitation District and the manufacturer regarding the replacement gauge for Fairview Reservoir #1. Director Steed clarified an invoice for materials with Mr. Kinkel.

Pond & Reservoir Budget Items for 2011 – IRIS Mitigation – Ms. Blair discussed treatment options for the ponds and reservoirs for 2011. Following discussion, the Board instructed Ms. Leisure to provide bids in February for the following:

- Fairview Reservoir #1 – fluridone treatment in April/May, 2 to 3 algae treatments as needed, both solar and powered aeration devices, restocking grass carp and recreational fish
- Provide a treatment plan for Fairview Reservoir #2, ponds A & G (the Board noted nothing would be required for Pond B)

Ms. Blair informed the Board of the need for surface and ground water testing next year at a cost of \$2,500 - \$3,000 with cost-sharing with the Denver Botanical Gardens. Ms. Blair will provide her 2011 – 2012 contract for approval at the February 15, 2011 Board meeting.

Discussion Regarding Protocol for Fence Repairs – The Board discussed how the protocol for fence repairs should be handled with residents, the HOA and the TMMD management companies. Director LaClair will send the District agreed upon protocol to the HOA Board for their input. It is proposed that the HOA management company will begin the process when a fence repair is reported, determine whether an insurance claim is warranted and then contact the District for repair by the Field Supervisor according to the District's policies.

Ratification of Fence Repairs – Upon a motion by Director Parsons and a second by Director Handley, vote was taken and the Board voted unanimously to ratify the fence expenditures for 9708 S. Johnson Way, 9718 S. Johnson Way, 8512 W. Eden Road, 9752 S. Carr Way and on West Cambridge Place.

FINANCIAL ITEMS

Review and Approve Payment of Claims: After review, upon a motion by Director Steed and a second by Director Parsons, the Board voted unanimously to approve the claims as presented.

Review Cash Position: Ms. Noon reviewed the cash position as amended with the Board for the period ending November 30, 2010 and the Board accepted the cash position as presented.

Financial Statements: Ms. Noon reviewed the financial statements dated November 30, 2010. After review, the Board accepted the financial statements as presented.

Ratify Record of Proceedings for the 2011 Budget: Director Steed moved, Director LaClair seconded and the Board voted to unanimously ratify the 2011 budget.

2010 Audit Proposal from Schilling & Co. – Director LaClair moved, Director Handley seconded and the Board voted unanimously to approve Schilling & Co. to conduct the 2010 audit.

COMMITTEE
UPDATES/COMMUNICA-
TIONS

By-laws Committee – There was no update.

Communications Committee – Director LaClair presented a proposal from McMahon Consulting for administration of a new TMMD website being constructed in conjunction with the TMMD HOA (www.trailmark.org). Upon a motion by Director LaClair and a second by Director Handley, the Board voted unanimously to approve \$75/month for web hosting services. Director LaClair will consult with the District's attorney, Mr. Rowley, regarding the contract with McMahon Consulting and the advisability of providing non-pdf documents to McMahon Consulting to enable a searchable database on the website.

TRAILMARK HOA/STAR
CANYON HOA UPDATE

There was no update.

OTHER BUSINESS

2011 Annual Administrative Resolution – Following discussion, upon a motion by Director Parsons and a second by Director Steed, the Board voted unanimously to approve said Resolution as amended.

Littleton Fire Service – It was noted that Director Steed and members of the TMMD HOA are to meet with Littleton Council Members Stahlman and Brinkman to discuss Littleton Fire service.

Gift to TrailMark Learning Center – Discussion ensued on a joint TMMD District and HOA thank you gift to the TrailMark Learning Center for the use of the meeting room. Director Rogers will work with the HOA on this item.

Community Center/Pool Project - In response to a request from Mr. Strunk for an official vote to cancel the community center/pool project, Director Steed motioned, Director Handley seconded and the

Board unanimously approved a motion for the TMMD not to move forward at this time on the Community Center/Pool Project based on: the 2009 TABOR election results, the unavailability of the land, and the lack of support for the project from the Littleton City Council.

2011 Board Meeting Dates – Following discussion, the Board stated that the District meeting dates for 2011 would be on the third Tuesday in February, April, June, August, October and December with the budget meeting being held in November. The meetings will begin at 6:30 p.m. and will be held at the TrailMark Learning Center located at 9743 S. Carr Way, Littleton, CO.

Coffee at the Playground – This event will be held in May, July and September of 2011.

2011 District Management Contract – Upon a motion by Director LaClair and a second by Director Steed, the Board unanimously voted to engage Community Resource Services of Colorado, LLC for management of the District for the calendar year 2011 contingent upon the current pricing remaining in effect.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Steed, seconded by Director LaClair, and passed unanimously, the meeting was adjourned at 10:35 p.m.

Respectfully submitted,

A handwritten signature in blue ink, reading "Cathy A. Noon". The signature is written in a cursive style and is positioned above a horizontal line.

Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL DECEMBER
14, 2010 MINUTES OF THE TRAILMARK METROPOLITAN
DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:



Michael R. Rogers



Catherine H. LaClair



Richard A. Handley



Sherman Steed

Jack Parsons