RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE TRAILMARK METROPOLITAN DISTRICT HELD April 12, 2012

A special meeting of the Board of Directors of the TrailMark Metropolitan District (referred to hereafter as "Board") was held on Thursday, April 12, 2012 at 6:30 p.m., at the TrailMark Park (Playground), 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 Sherman Steed Richard Handley

Absent were Directors LaClair and Parsons whose absences were excused.

Also present were:

Curtis Fankhouser; Board Member Elect

CALL TO ORDER

Director Rogers called the meeting to order at 6:32 p.m.

ADMINISTRATIVE ITEMS

Agenda: Director Rogers presented the Board with the proposed agenda. Upon a motion by Director Steed and a second by Director Handley, the Board in attendance voted unanimously to approve the agenda as amended to note that Section 11, Item B should be Filing #2.

Public Comments: There were none.

MAINTENANCE AND OPERATIONAL ITEMS

Approve Contract with Nelson Tree – A bid was received from Nelson Tree Service to wrap the trees impacted by beaver activity for \$4,800. The Board discussed authorizing the amount of \$6,000 for this project as there are more trees to wrap than initially thought and to allow Nelson Tree Service to complete the job without further Board approval. Additionally, the Board discussed a materials cost, to be purchased at Home

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Depot, of \$2,000. Upon a motion by Director Steed and a second by Director Handley, the Board in attendance voted unanimously to approve the expenditure for beaver mitigation (tree wrapping) around Fairview Reservoir #2 (Beaver Pond) in an amount not to exceed \$6,000 (\$12/tree) for labor and \$2,000 for materials.

Approve Filing #2 Painting Contract with Gantner — Upon a motion by Director Steed and a second by Director Handley, the Board in attendance voted unanimously to approve the contract with Gantner in the amount of \$22,068.04 for the 2012 painting of fences in Filing #2. It was noted that this amount includes the previously approved not to exceed amount of \$10,000 for materials to be invoiced at the time of purchase and that the remainder of the contract would be billed at completion and after an inspection of the work.

OTHER BUSINESS

Public Comments - There were none.

ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Steed, seconded by Director Handley, and passed unanimously, the meeting was adjourned at 7:08 p.m.

Respectfully submitted,

Secretary for the Meeting

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THESE MINUTES ARE APPROVED AS THE OFFICIAL APRIL 12, 2012 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