

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
LIVERPOOL METROPOLITAN DISTRICT
HELD
January 19, 2009

A regular meeting of the Board of Directors of the Liverpool Metropolitan District (referred to hereafter as "Board") was convened on Monday, the 19th day of January, 2009, at 4:00 P.M., at R S Wells, LLC, 8390 E. Crescent Parkway, Suite 500 Greenwood Village, Colorado.

ATTENDANCE

Directors In Attendance Were:

Dave Bellamy
Carrie Houck
Margie Fish
Dean Lagrave
Cathy Mitchell

Also In Attendance Were:

Eric Plouffe; JBK, Inc. Landscaping
Sarah Hunsche; Clifton Gunderson, LLP
Chad Klever; R.S. Wells, LLC

CALL TO
ORDER

Director Bellamy called the meeting to order at 4:00 p.m.

FINANCIAL
MATTERS

Claims: Ms. Hunsche reviewed the financial statements and claims for the District.

Following review and discussion, upon motion duly made by Director Lagrave, seconded by Director Fish and, upon vote, unanimously carried, the Board approved of the November and December claims for check numbers 2014 through 2029, totaling \$23,079.75.

Ms. Hunsche presented the December 31, 2008 Financial Statement to the Board.

Following review and discussion, upon motion duly made by Director Fish, seconded by Director Lagrave and, upon vote, unanimously carried, the Board accepted the December 31, 2008 financial statement as presented.

Ms. Hunsche presented the Clifton Gunderson, LLP engagement letter to the Board.

Following review and discussion, upon a motion duly made by Director Lagrave, seconded by Director Fish and, upon vote, unanimously carried, the Board approved the Clifton Gunderson, LLP engagement letter as provided.

Ms. Hunsche departure at 4:25 p.m.

LANDSCAPE
MAINTENANCE

Landscape Updates / Discuss Irrigation Invoices from ECCV: Mr. Plouffe described the situation with East Cherry Creek Valley Water and Sanitation District (ECCV) with regards to the read dates and the actual bill dates on the invoices. Mr. Plouffe pointed out that although three of four weeks of usage were in September and one week was in October the irrigation bill was pushed into the tier two rates because it was judged on the lower October allocation amount, rather than a September allocation.

After some discussion, Mr. Plouffe offered to set up a meeting with Ms. Monica Holland at ECCV and discuss their billing practices and their rate tiers. The Board concurred.

Liverpool Streetscapes: Mr. Plouffe presented the plans for the Liverpool Streetscape with specific design of the area between Fair and Weaver Streets. Some discussion followed including the use or adaptation of more native grasses and additional reduction of irrigation.

Following Discussion, upon a motion duly made by Director Houck, the Board approved the planning

concept and requested the next iteration from JBK for the total length of Liverpool Street, seconded by Director Fish and was approved by a vote four to one with Director Mitchell opposed.

Revised plans are scheduled for review at the April meeting.

Ratify Tree Order: Following discussion, upon a motion made by Director Fish, seconded by Director Lagrave the Board ratified the tree order placed by Director Mitchell.

The Board agreed to allow Director Mitchell to meet with Mr. Plouffe about placing trees in the landscape that have been purchased through the Trees Across Colorado program.

DISTRICT
MANAGER

Dumpster Day: The Board discussed holding a dumpster day in the Spring of 2009 as well as in the Fall of 2009. After some discussion it was agreed that a community wide dumpster day would be scheduled for the second Saturday in May pending verification that it would be one week after the community garage sale. The Board requested using the website, the HOA newsletter and signs through out the neighborhood for promotion. Mr. Klever agreed to contact Cherry Creek School District for use of their site on Fair Avenue for this purpose.

ADMINISTRATIVE
MATTERS

Meeting Location/Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board further noted that notice of this location was duly posted and that it has not received any objections to the location or requests that the meeting place be changed by residents or taxpaying electors within the District's boundaries.

Minutes: The Board reviewed the minutes of the November 17, 2008 special meeting.

Following review, upon motion duly made by Director Fish, seconded by Director Lagrave and, upon vote, unanimously carried, the Board approved the meeting minutes, as presented.

Resolution 2009:01-01 Establishing Regular Meeting Dates, Time and Location and Designating Locations for Posting 72-Hour and 24-Hour Notices:

It was noted that in the future no meeting should be held on State or Federal Holidays.

2009 Annual Administrative Matters Resolution:

Upon motion duly made by Director Lagrave, seconded by Director Fish and, upon vote, unanimously carried, the Board approved 2009 Annual Administrative Matters Resolution.

Review and Adopt Records Retention Schedule:

Upon motion duly made by Director Lagrave, seconded by Director Fish and, upon vote, unanimously carried, the Board adopted the Records of Retention Schedule.

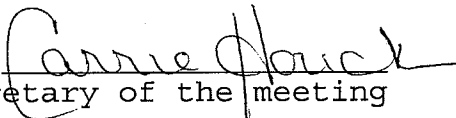
BOARD MEMBER
ITEMS

The Board entered into a discussion of how the Greenfield HOA and the Metropolitan District could work together on some large scale projects that are scheduled for the future including complete reconstruction of the swimming pool facility. Director Bellamy agreed to present this opportunity to the HOA Board specifically in regards to future debt service for the pool improvements versus using assessments or other funding capabilities available to homeowner associations in Colorado.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Fish, seconded by Director Lagrave and, upon vote, unanimously carried, the meeting was adjourned at 6:35 p.m.

Respectfully submitted,

By: 
Secretary of the meeting

THESE MINUTES APPROVED AS THE OFFICIAL January 19,
2009 MINUTES OF THE LIVERPOOL METROPOLITAN DISTRICT
BY THE BOARD OF DIRECTORS.