

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING, SPRING WALK THROUGH OF
THE BOARD OF DIRECTORS OF THE
LIVERPOOL METROPOLITAN DISTRICT
HELD
MAY 18, 2009

A regular meeting of the Board of Directors of the Liverpool Metropolitan District (referred to hereafter as "Board") was convened on Monday, the 18th day of May, 2009, at 8:00 A.M., at R. S. Wells, 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
Mike Vinson; SEMSWA
William P. Ruzzo, P.E., LLC
Chuck Reid and Bob Blodgett; R. S. Wells, LLC

Call to
Order

President Bellamy called the meeting to order at 4:02 p.m. and approved the agenda.

Visiting
Guests

Southeast Metro Storm Water Authority (SEMSWA) representative Mike Vinson was introduced. Mr. Vinson explained the formation and funding of SEMSWA. Mr. Vinson went on to explain the work that SEMSWA is doing within the Greenfield sub-division noting that SEMSWA was contacted by the HOA to work on an area that would not drain. SEMSWA cut the channels last year and noted that a dirt drainage channel will be installed north of the pond with three grouted rip rap drop structures. SEMSWA is currently mobilizing their contractors on this project and the thirty day construction is expected to begin and end in June. At the completion of the project SEMSWA expects a constant flow of water and SEMSWA will re-vegetate the site. Once the site is re-vegetated the Liverpool Metropolitan District can move forward

with pond improvements. Mr. Vinson also noted that there will be a sediment pond just north of the sidewalk that will be part of this project. The HOA will still maintain the property after the project is complete.

The Board next discussed the Piney Creek culvert at Liverpool and Arapahoe Road with Mr. Vinson. Mr. Vinson pointed out that Aurora maintains the culvert and Ms. Mitchell provided Mr. Vinson copies of pictures of the culvert operations. Mr. Vinson did note that SEMSWA is responsible for Piney Creek stream stability and is currently mapping the stream corridor.

Mr. Ruzzo was introduced to the Board. Mr. Ruzzo discussed the operations of the pond with the Board. Mr. Ruzzo introduced himself and his back ground expertise with both water quality and pond management. Mr. Ruzzo noted that he works with Keaton Industries on pond health projects and noted that sediment removal tends to run \$25.00 and \$30.00 per cubic yard. Mr. Ruzzo specifically noted that various non chemical applications can be used to improve the quality of the pond and recommended that grass carp, along with white Amur fish be considered for introduction into the pond. The Board noted their appreciation for Mr. Ruzzo's attendance and indicated they will follow up with the additional direction to the Manager as needed.

Mr. Blodgett introduced himself to the Board as a soon to be Principal with Clifton Gunderson/R. S. Wells and indicated that if the Board ever has any issues or concerns with the District Manager to contact him.

Financial Matters

A. Claims:

Mr. Reid reviewed the current claims for the period ending May 18, 2009, totaling \$4,420.71 and the ratification claims for the period ending April 20, 2009, totaling \$31,859.73. The Board requested that on future meeting expenses identified by JBK as "other", that descriptions be provided and the Board requested that the JBK (approximate) \$3,500.00 invoice be moved to landscape design in the capital improvement project fund, instead of the general fund. Upon motion duly made by Director Houck, seconded by Director Fish and, upon vote, unanimously carried, the Board approved payment of the current claims for the period ending May 18, 2009 and April 20, 2009.

B. Financial Statements:

Ms. Hunsche reviewed the financials statements with the Board. Following discussion, Director Houck moved and Director Lagrave seconded a motion accepting the financial statements as presented. The motion passed unanimously.

C. 2008 Audit:

Ms. Hunsche distributed the 2008 Draft Audit to the Board noting that the Auditor Dawn Schilling will be doing the field work in June. Ms. Hunsche requested approval of the draft audit subject to any requested amendments by the Board, Manager or Attorney and requested that comments be provided in the next week which will allow the audit to be filed by July 31, 2009 pursuant to statute. Following discussion, Director Lagrave moved and Director Houck seconded a motion to approve the 2008 Draft Audit subject to comments received by the Board, Manager and Attorney by June 8, 2009. The motion passed unanimously.

D. Sarah Hunsche:

Mr. Reid noted that Sarah Hunsche is now a Certified Public Accountant.

Landscape
Items

A. Community Tree Planting Event:

Mr. Plouffe began his report by noting that JBK's estimate for the community tree planting event was \$2,300 but the actual tree planting cost was \$1,300, the Board expressed their appreciation to Mr. Plouffe for JBK's assistance with this project.

B. Spring Walk-through Items:

Mr. Plouffe distributed a work order for dog stations and trashcans as discussed during the Spring Walk-through. Following discussion, Director Mitchell moved and Director Lagrave seconded a motion to approve a revised work order with revisions being a reduction in the number of dog stations going from nine to five, and two trash cans for a total contract of \$5,460.00. The motion passed unanimously.

C. Liverpool Conceptual Design:

Mr. Plouffe was provided a copy of the final development plan for the Spectrum Retirement Community that was provided by Director Bellamy and JBK will submit a revised work order for additional design to the Liverpool streetscape design. As part of the additional work, the Board requested a price for only the work that occurs between the curb and sidewalk from Smoky Hill to Fair. Additionally the Board discussed the triangle at Liverpool and Piney Creek. Mr. Plouffe recommended that no planting occur in this triangular section until the full Liverpool plans are approved, and will check if the adjacent irrigation can be extended to cover this triangular area. Director Mitchell specifically requested whether additional pine trees could be planted at various locations along Liverpool. Mr. Plouffe estimated this cost at \$600.00 per tree. Following discussion, Director Mitchell moved and Director Fish seconded a motion to approve the purchase and planting of ten pine trees along Liverpool subject to the Board's review of the proposed placement of those trees. The motion passed unanimously.

District
Manager

A. CEM Lake Management 2009:

Mr. Reid presented the 2009 CEM Lake Management contract to the Board. Following discussion related to the earlier discussion with SEMSWA and Mr. Ruzzo, Director Fish moved and Director Lagrave seconded a motion to approve the contract with CEM Lake Management. The motion passed unanimously. The Board then directed the Manager to begin the process of requesting scopes of services for 2010 for the pond and requested that those scopes of services take a larger and a more holistic look at pond health.

Administrative
Matters

A. Minutes:

The Board reviewed the minutes of the regular meeting of the Board held on January 19, 2009, and April 20, 2009, and upon motion duly made by Director Fish, seconded by Director Houck and unanimously carried, the minutes were approved as presented.

Board Member
Items

A. R. S. Wells 2006 Contract:

The Board discussed the 2006 R. S. Wells contract, noting that they had worked to create a list of expectations they would like followed up on. The Board stated that the community is facing many landscape issues and as a result they really appreciated the fact that Chad Klever had specific landscape experience. Following additional conversation the Board indicated their interest in considering a contract with Chad Klever for certain projects and to review the proposed JBK Liverpool plan and requested the Manager speak with Mr. Klever on what the terms of that contract might look like.

B. Pool:

Director Houck updated the Board regarding the HOA discussion on the pool operations. It was noted that an HOA representative was expected at the Liverpool Metropolitan District meeting and the Board feels they have made every effort to improve communication between the District and the HOA.

C. Spring Clean Up Day:

The Board would like to look at adding a chipper for branches and lumber for the next spring clean up day. The spring clean up day was very successful and a lot of the trash received was possible to recycle with the chipper.

D. Unscheduled Visitor:

Tom Givens with Green Valley Ranch Metropolitan District introduced himself to the

Board and provided samples of GIS development and mapping management that he has been working on and has available if the Liverpool Metropolitan District would be interested in receiving any of these services. Mr. Bellamy recommended that Mr. Givens speak with the HOA and express their appreciation for the time he took to show the GIS system.

E. Maintenance of the Box Culvert:

The Board requested that the Cherry Creek School system provide thoughts on the maintenance of the box culvert to see if this would provide any additional incentive to the City of Aurora to come in and provide preventative maintenance area.

Adjournment

There being no further business to come before the Board at this time, the meeting adjourned at 6:15 p.m.

Respectfully submitted,


Secretary for the Meeting