

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE LIVERPOOL METROPOLITAN DISTRICT HELD JULY 15, 2009

A special meeting of the Board of Directors of the Liverpool Metropolitan District (referred to hereafter as "Board") was convened on Wednesday, the 15th day of July, 2009, at 4:00 P.M., at Greenfield Club House, 20601 E. Fair Avenue, Centennial, Colorado.

Attendance Directors In Attendance Were:

Dave Bellamy
Carrie Houck
Margie Fish
Dean Lagrave
Cathy Mitchell

Also In Attendance Were:

Chad Klever
Eric Plouffe; JBK, Inc. Landscaping
Keith Wood, CSU Extension Office
Shannon Scott; HOA Board
Chuck Reid; R. S. Wells, LLC

Call to
Order

President Bellamy called the meeting to order at 4:08 p.m. and approved the agenda.

Visiting
Guests

President Bellamy introduced guest Keith Wood who believes the newly planted trees (purchased through the "Trees Across Colorado Program") look good, and the trees on Jericho will continue to be a problem. Mr. Wood recommends direct injections as opposed to soil injections to handle the disease. Mr. Wood will provide additional information about the 2010 program at a later date.

Financial
Matters

A. Claims:

The Board reviewed the current claims for the period ending July 15, 2009, totaling

\$5,806.55 and the ratification claims for the period ending June 20, 2009, totaling \$30,456.98. Upon motion duly made by Director Fish, seconded by Director Houck and, upon vote, the motion passed unanimously.

B. Financial Statements:

Mr. Reid briefly presented the Cash Position, there were no questions asked by the Board.

Landscape
Items

A. JBK Work Order:

Mr. Plouffe presented a work order to the Board. Mr. Plouffe recommends sticking with Maple Trees and will identify new plantings to track growth. JBK will also be identifying trees that need growth enhancement products now for feeding in the spring of 2010. Mr. Plouffe will take a look at the State Street Maple Tree as recommended by Mr. Wood. Following additional information there was a motion to approve the work order made by Director Fish, seconded by Director Lagrave. The motion passed unanimously.

The Board also indicated that they are comfortable with replacing existing streetscape trees without Board approval and requested that when this happens they be notified.

B. Streetscape Design:

The Board discussed the Liverpool Streetscape Design, Mr. Plouffe noted that the Board had requested new Pine Trees be planted along Liverpool. JBK made the decision to wait until the Streetscape Design was complete and reviewed before planting the new Pine Trees in case the Streetscape Design changed any of the planning for those regions. Mr. Plouffe introduced the revised plans for Liverpool, noting that the existing irrigation can be extended. Mr. Plouffe noted that most of the design work is on the north end of Liverpool and at the recently approved but not yet built curb cut for the new development that has been approved by the City of Centennial. The Board spent a substantial amount of time discussing what if anything to do with this location. Ultimately it was decided that final plans should anticipate two bid packages, one where there is no planting at the curb cut and one where planting is incorporated that would be removed later by the Developer at which point in time the District would pursue a landscape reimbursement agreement. Mr. Klever provided several recommendations to the Board regarding the proposed plan as follows:

- Use sandstone slabs or boulder from Siloam Stone in Canon City. Very reasonable cost per ton and will fit the landscape / context much better than standard pink/gray granite.

- Ask City / County about including landscape boulders between walk and curb. If okay, use boulders to shield trees and other plants from snow plowing damage and errant vehicles.
- Remove trees from plans to preserve views into open space / drainage.
- Use perennials and clump grasses (instead of shrubs) between the sidewalk and curb to minimize winter plowing damage of plants.
- Remove severely acute angles where steel edger meets walk or curb. Remove compound curves in favor of simpler curves. Both suggestions will provide for a cleaner look and simplify irrigation / mowing maintenance.
- Simplify plans at corner monument of Smoky Hill and Liverpool. Can't compete with visual and physical clutter of light poles, signal poles, utility boxes, etc. Make one or two simple bold gestures. Also add additional pavement for pedestrian movements - especially strollers, etc.
- No transplants. Leave tree in place or cut it down and replace. Preferably the former.
- Extend perennial beds to cover walk-to-curb along Smoky Hill - area is too narrow to maintain continuous cobble along curb.

The Board additionally discussed improvements proposed along Smoky Hill Road. Mr. Plouffe noting that the design intent is to break up the rock line. There appeared to be Board consensus to let the Developer make improvements to this area when the property adjacent develops. The Board also discussed that the Colorado Tree Grant Program would be good trees to plant along Smoky Hill Road as well as the potential curb cut location as the District investment in this area would then be nominal. Following discussion, Director Houck moved and Director Lagrave seconded a motion to approve the design with the modifications discussed. The motion passed unanimously with recognition by the Board that construction plans may modify certain portions of the design to actually fit in the field. Mr. Plouffe did note that he would bring back the plan for planting of Pine Trees along Liverpool to the August meeting.

District
Manager

A. Professional Services Agreement With Chad Klever:

The Professional Services Agreement with Chad Klever had been previously approved by the Board. It was noted that the agreement is now executed.

B. Dock Repair Bids:

The Board considered the two dock repair bids provided. Following discussion, there was a motion to approve the bid submitted by Flying Colors for \$1,750 made by Director Fish moved and Director Houck seconded . The motion passed unanimously.

Administrative
Matters

A. Minutes:

The minutes of the meeting held May 18, 2009 were tabled to the next meeting

Board Member
Items

A. Ponds:

The Board noted they are looking forward to taking a more holistic look at creating a healthy pond and that the completion of the SEMSWA project will allow the Board to move forward with improvements to the ponds that will improve the ponds health. As an update to the SEMSWA project it was noted that the rains had slowed the project down and the estimated time for completion of the project is the end of July.

B. Annual HOA Meeting:

Shannon Scott noted that the Annual HOA Meeting is the second Monday in August and that the pool improvements that were made to address concrete problems were interim improvements that may last the rest of the pool season and that additional repairs will be needed.

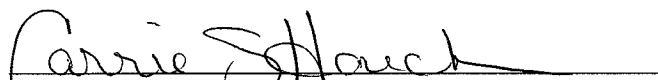
C. Dumpster Day:

The Board asked that a Fall Dumpster Day be placed on the August meeting agenda.

Adjournment

There being no further business to come before the Board at this time, the meeting adjourned at 5:37 p.m.

Respectfully submitted,


Secretary for the Meeting