

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 HELD SEPTEMBER 20, 2011

A Special Meeting of the Board of Directors of the Great Western Park Metropolitan District No. 2 (referred to hereafter as "Board") was convened on Tuesday, the 20th day of September, 2011, at 9:00 A.M., at the offices of the District, 141 Union Boulevard, Suite 150, Lakewood, Colorado. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Charles Church McKay, President
Gregg Bradbury
Brian Daly
Jeff L. Nading
Creig Veldhuizen

Also In Attendance Were:

AJ Beckman, Elise LoSasso and Meric Lallier; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Sisneros, P.C.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Mr. Beckman noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Becher noted that the Directors' Disclosure Statements for all of the Directors have been filed.

ADMINISTRATIVE MATTERS

Agenda: Mr. Beckman distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

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Following discussion, upon motion duly made by Director Bradbury, seconded by Director Veldhuizen and, upon vote, unanimously carried, the Agenda was approved.

Approval of Meeting Location: 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. Following discussion, upon motion duly made by Director Bradbury, seconded by Director Veldhuizen and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within its boundaries to conduct this meeting, it was determined to conduct the meeting at the above-stated location. The Board further noted that notice of this location was duly posted and that the Board has not yet received any objections to the location or any requests that the meeting place be changed by tax paying electors within the District's boundaries.

Consent Agenda: The Board considered ratifying approval of the following actions:

- Minutes of the November 30, 2010 Special Meeting.
- Resolution No. 2011-06-01 regarding 24-hour posting place.
- Unaudited Financial Statements for the period ending May 31, 2011.
- Preparation, execution and filing of the Application for Exemption from Audit for 2010.
- Appointment of the District Accountant to prepare the 2012 Budget.
- First Amendment to Memorandum of Understanding by and among Great Western Park Metropolitan District Nos. 1, 2, and 3.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Daly and, upon vote, unanimously carried, the Board ratified approval of all the above actions.

Minutes: The Board reviewed the Minutes from the June 28, 2011 Regular Meeting.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Nading and, upon vote, unanimously carried, the Minutes from the June 28, 2011 Regular Meeting were approved.

November 22, 2011 Regular Meeting: The Board discussed cancelling the November 22, 2011 Regular meeting due to Holiday conflict.

Following discussion, the Board determined to cancel the November 22, 2011 Regular Meeting due to Holiday conflict and scheduled a Special Meeting for Tuesday, November 29, 2011 at 1:00 p.m. at the regular meeting place.

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FINANCIAL MATTERS

2011 Preliminary Assessed Valuation: The Board reviewed the 2011 Preliminary Assessed Valuation from the City and County of Broomfield.

2012 Budget: Mr. Lallier reviewed the 2012 draft Budget with the Board. No action was taken.

LEGAL MATTERS

Public Hearing on the Inclusion of Approximately 1.193 Acres of Property Owned by Arvada Residential Partners, LLC: President McKay opened the public hearing.

It was noted that publication of Notice stating that the Board would consider the exclusion of the property and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

Following discussion, upon motion duly made by Director Bradbury, seconded by Director Veldhuizen and, upon vote, unanimously carried, the Board approved the exclusion of the property as described in the Petition. A copy of Resolution No. 2011-09-01 Resolution for Inclusion of Real Property is attached hereto and incorporated herein by this reference.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned.

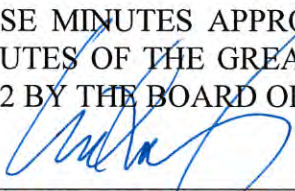
Respectfully submitted,

By


Secretary for the Meeting

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THESE MINUTES APPROVED AS THE OFFICIAL SEPTEMBER 20, 2011
MINUTES OF THE GREAT WESTERN PARK METROPOLITAN DISTRICT
NO. 2 BY THE BOARD OF DIRECTORS SIGNING BELOW:



Charles Church McKay



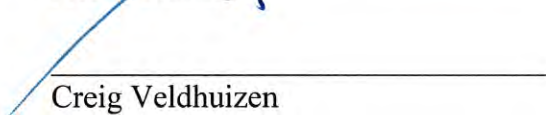
Gregg A. Bradbury



Brian Daly



Jeff L. Nading



Creig Veldhuizen


937.9000 A
.0063R

CERTIFICATION

I hereby certify that the attached is a true and correct copy of Resolution No. 2011-09-01, Resolution of the Board of Directors of Great Western Park Metropolitan District No. 2, Resolution for Inclusion of Real Property.

GREAT WESTERN PARK METROPOLITAN
DISTRICT NO. 2

Date: 9/20/11

By: 
AJ Beckman, Secretary

MAC

RESOLUTION NO. 2011-09-01

RESOLUTION OF THE BOARD OF DIRECTORS OF
GREAT WESTERN PARK METROPOLITAN DISTRICT NO. 2 FOR INCLUSION OF
REAL PROPERTY

WHEREAS, Great Western Park, LLC, a Colorado limited liability company, the 100% fee owner of the Property (hereinafter defined) has petitioned the **Great Western Park Metropolitan District No. 2** (the "District") for the inclusion into the District's boundaries of the real property hereinafter described ("Property"); and

WHEREAS, Public Notice has been published in accordance with law, calling for a public hearing on the request for approval of said Petition; and

WHEREAS, the statutory requirements of Section 32-1-401(1)(a), C.R.S., for submission of petitions for inclusion to the Board of Directors of the District ("Board"), including a legal description of the Property, a statement that assent to the inclusion of the Property was obtained by the 100% fee owner thereof and acknowledgment in the same manner as required for conveyances of land, were presented to and have been satisfied and approved by the Board; and

WHEREAS, the District may consider the enlargement or extension of its facilities in the exercise of discretion as a governmental function in the interest of public health, safety and welfare; and

WHEREAS, the District is capable of serving the Property with facilities of the District.

NOW, THEREFORE, BE IT RESOLVED:

1. That the Board of Directors of the District shall and hereby does order the inclusion of the Property described herein within the boundaries of the District.
2. The name and address of the Petitioner and the legal description of the Property are as follows:

Petitioner: Great Western Park, LLC, a Colorado limited liability company

Address of Petitioner: 10050 Wadsworth Blvd.
Westminster, CO 80021

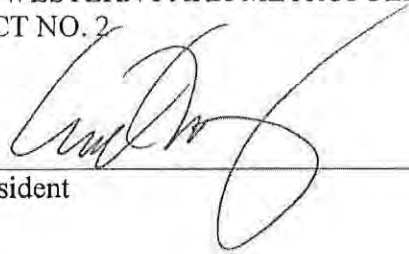
Legal Description: Approximately 1.193 acres of land legally described on **Exhibit A**, attached hereto and incorporated herein by this reference.

3. That approval of this inclusion is further subject to the following:

(a) On and after the effective date of this inclusion (which shall be the date of recording of the Court Order approving the inclusion by the Clerk and Recorder of the City and County of Broomfield, Colorado, unless otherwise specified in the Court Order), the Property shall be subject to the rules and regulations of the District, and the payment of any and all taxes, fees, rates and charges of the District.


Dated this 20th day of September, 2011.

GREAT WESTERN PARK METROPOLITAN
DISTRICT NO. 2

By: 

President

Attest:



Secretary

EXHIBIT A

Legal Description of the Property

**GREAT WESTERN PARK
TRACT AA-2**

A PARCEL OF LAND BEING A PORTION OF TRACT AA GREAT WESTERN PARK – FILING NO. 4 AS RECORDED AT RECEPTION NUMBER 2009004077, ALL LOCATED WITHIN THE NORTHWEST QUARTER OF SECTION 8, TOWNSHIP 2 SOUTH, RANGE 69 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY AND COUNTY OF BROOMFIELD, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHERLY CORNER OF SAID SECTION 8; THENCE, S89°39'46"W ALONG THE NORTHERLY LINE OF SAID SECTION 8, A DISTANCE OF 504.16 FEET; THENCE, DEPARTING SAID NORTHERLY SECTION LINE, S00°20'14"E A DISTANCE OF 60.00 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF WEST 112TH AVENUE AS RECORDED AT RECEPTION NUMBER F1182497 AND THE NORTHERLY LINE OF SAID TRACT AA AS RECORDED WITH GREAT WESTERN PARK-FILING NO. 4 FINAL PLAT BEING THE POINT OF BEGINNING; THENCE DEPARTING SAID SOUTHERLY RIGHT-OF-WAY LINE OF SAID WEST 112TH AVENUE S00°09'28"E, A DISTANCE OF 316.86 TO THE SOUTHWESTERLY LINE OF SAID TRACT AA; THENCE ALONG SAID SOUTHWESTERLY LINE N46°14'53"W A DISTANCE OF 455.40 FEET TO A POINT ON THE SOUTHERLY RIGHT-OF-WAY LINE OF SAID WEST 112TH AVENUE; THENCE ALONG SAID SOUTHERLY RIGHT-OF-WAY LINE OF WEST 112TH AVENUE, N89°39'46"E A DISTANCE OF 328.09 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 1.193 ACRES (51,978 SQUARE FEET), MORE OR LESS

BASIS OF BEARING:

BEARINGS ARE BASED ON THE NORTH LINE OF THE NORTHEAST QUARTER OF SECTION 8, TOWNSHIP 2 SOUTH, RANCE 69 WEST WHICH IS MONUMENTED AT THE NORTHEAST CORNER OF THE SECTION WITH A 2" PIPE WITH A 2-1/2" CAP (L.S. NUMBER IS ILLEGIBLE) AND AT THE NORTH QUARTER CORNER WITH A 2-3/8" PIPE WITH A 3-1/4" CAP (L.S. 23904) AND WHICH BEARS N89°39'51"E

PREPARED BY DAVID A LOVATO
REVIEWED BY RICHARD A NOBBE, PLS
FOR AND ON BEHALF OF:
MARTIN/MARTIN, INC.
12499 WEST COLFAX AVENUE
LAKEWOOD, CO 80215
JULY 28, 2011