

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD NOVEMBER 15, 2022

A Regular Meeting of the Board of Directors (referred to hereafter as the “Board”) of Roxborough Village Metropolitan District (the “District”) was convened on Tuesday, the 15th day of November, 2022 at 6:30 p.m. at West Metro Fire Protection District, 6220 N. Roxborough Park Road, Littleton, CO 80125 and via Zoom Meeting. The meeting was open to the public.

#### ATTENDANCE

##### Directors In Attendance Were:

Mathew Hart  
Ephram Glass  
Mark Rubic  
Travis Jensen  
Calvin Brown

##### Also In Attendance Were:

Peggy Ripko and Larry Loftin; Special District Management Services, Inc. (“SDMS”)

Kelley Duke; Ireland Stapleton Pryor & Pascoe, P.C.

Katie James, Esq.; Folkestad Fazekas Barrick & Patoile, P.C.

Brenna Karamigios; Gemsbok Consulting Inc.

Corey France and Dale Draper; Consolidated Divisions, Inc. d/b/a CDI Environmental Contractor

Brenden Coupe, Gale Kramer, F Troy Poff and Debra Prysby; Homeowners

#### CALL TO ORDER

At 6:30 p.m. the meeting was called to order. Due to the meeting space being double booked, the meeting attendees were gathered in the lobby. Director Rubic expressed concerns about meeting in the lobby and suggested that the meeting be recessed until 7:00 when the room would be available or to wait 10 minutes until he could return to his residence. At this point Rubic left the meeting.

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Following discussion, upon motion duly made by Director Brown, seconded by Director Jensen and, upon vote, with Directors Hart, Glass, Jensen and Brown voted yes, Director Rubic was not present, the Board approved starting the meeting as scheduled in the lobby.

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosure of Potential Conflicts 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. Ms. Ripko noted that a quorum was present and requested that members of the Board 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. It was noted that there are no Directors' Disclosure Statements to be filed.

### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Ripko reviewed with the Board the proposed Agenda for this Regular Meeting.

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, upon vote, unanimously carried, the Board approved adding a discussion about utility locates, an update on the electrical repair on Rampart Range Road, a discussion about snow removal approvals, and a discussion about graffiti removal to the agenda, and approved the agenda as amended.

**Confirm Location of Meeting/Posting of Meeting Notices:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board's meeting.

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, upon vote, unanimously carried, the Board determined this Board meeting will be held in-person at the West Metro Fire Protection District, 6220 N. Roxborough Park Road, Littleton, CO 80125 and via Zoom Meeting.

**Excusal of Director Absences:** There were no absences. Director Rubic was not present at the beginning of the meeting but did attend virtually upon his return to his residence.

**Resolution No. 2022-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices:** Ms. Ripko discussed with the Board Resolution No. 2022-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location

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for Posting of 24-Hour Notices.

The Board determined to hold in-person meetings at 6:00 p.m. on the 3rd Tuesday in January - April and on the 3rd Wednesday in May – December, at the Roxborough Library, 8375 N. Rampart Range Rd., Suite 200, Littleton, CO 80125 or if that location is unavailable, at West Metro Fire Protection District, Station 15, 6220 N. Roxborough Park Road, Littleton, CO 80125 and via Zoom Meeting. The meeting location will be designated and posted at least 24 hours in advance of any meeting.

Director Rubic raised objections to having meeting scheduled when the District's Attorney could not be present and stated this was not in the best interest of the District. The Board will consider Resolution No. 2022-11-01; Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices at the December Board meeting.

**§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2023:** Ms. Ripko discussed with the Board §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2023 and directed staff to post the Transparency Notice on the Special District Association's website and the District website.

**Process for Giving Direction to Consultants Between Meetings:** The Board entered into discussion regarding the process for giving expectations of consultants between meetings.

Following discussion, the Board directed Attorneys Ross and Duke to draft a proposal establishing parameters for a 2-member committee of the Board to give direction to consultants. Director Glass made motion that, pending the Resolution establishing parameters, SDMS be the point person for day-to-day decisions, consult with Director Glass and/or Director Hart if additional input is needed, document all decisions and present those decisions to the Board at the next meeting.

Following further discussion, upon motion duly made by Director Glass, seconded by Director Jensen and, upon vote, unanimously carried, the Board authorized Directors Glass and Hart to provide operational directions.

### **PUBLIC COMMENTS**

Ms. Ripko reviewed with the Board the email that Mr. Poff sent to the Board about a potential hazard at the Community Park. The Board instructed SDMS to remove the fencing from the Community Park and install caps on the fencing at Airplane. Mr. Poff expressed gratitude to the Board for a quick response and their service to the community.

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Upon request of Mr. Poff and following discussion, upon motion duly made by Director Rubic, seconded by Director Glass and, upon vote, unanimously carried, the Board approved extending Mr. Poff's time for comment.

Mr. Poff expressed concerns and asked questions about language in the Resolution to Establish Regular Meeting Dates. Attorneys Duke and James clarified that this language allows the District to hold meetings virtually and was not intended to imply that meeting would not be held within the District. Director Rubic also expressed concern about the language in Section 1. Director Glass clarified that the Board had no intention of not holding physical meeting within the District. Attorney Duke clarified that the language in the Resolution was drafted by Attorney Ross and that she would raise the concern with him before the resolution is finalized. Mr. Poff again thanked the Board for their time and consideration.

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**CONSENT AGENDA** The Board considered the following actions:

- Approve the Minutes of the October 18, 2022 Regular Meeting.

Director Rubic noted for the Board that he had corrections for the October 18, 2022 Minutes. Ms. Ripko asked that Director Rubic submit corrections to SDMS and that the Minutes will be approved at the next meeting. No action taken was taken by the Board.

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**FINANCIAL MATTERS**

**Claims:** There were no claims available at this time.

Ms. Karamigios discussed with the Board the invoices that were entered into Bill.com and sent to the Board via email by Melissa Christopher. Director Rubic expressed a concern that he had not reviewed the invoices and that the Board was being asked to approve payment. Director Hart indicated that several of the invoices in question had been reviewed by him and Director Glass.

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown, and, upon vote, unanimously carried, the Board authorized Director Rubic to approve the invoices that were approved by Directors Glass and Rubic for payment.

**Financial Statements:** There were no financial statements available at this time.

**2022 Audit:** The Board reviewed the proposal from Wipfli LLP to perform the 2022 Audit.

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Following discussion, upon motion duly made by Director Glass, seconded by Director Jensen and, upon vote, unanimously carried, the Board approved the engagement of Wipfli LLP to perform the 2022 Audit, for an amount not to exceed \$5,775.

**Amended 2022 Budget Public Hearing:** Ms. Ripko opened the public hearing to consider the Resolution to Amend the 2022 Budget and discuss related issues.

It was noted that publication of the notice stating that the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District and duly posted on the District's website. No written objections were received prior to or at this public hearing. No public comments were made at the public hearing.

Following discussion, the Board determined to keep the public hearing open until December 12, 2022.

**2023 Budget Hearing:** Ms. Ripko opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that publication of the notice stating that the Board would consider adoption of the proposed 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District and duly posted on the District's website. No written objections were received prior to or at this public hearing. No public comments were made at the public hearing.

Ms. Karamigios provided an update to the Board the timeframe when they will receive updated financials and corrected information.

Following discussion, upon motion duly made by Director Jensen, seconded by Director Glass and, upon vote, unanimously carried, the Board tabled the discussion of the proposed 2023 Budget to the December 12, 2022 meeting. After discussion, the Board decided to hold a Special Meeting on November 29, 2022 at 6:00 PM to discuss the proposed 2023 budget upon receipt of updated information from Gemsbok Consulting Inc; the Board further decided to cancel Regular Meeting on December 20, 2022

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### **OPERATION AND MAINTENANCE MATTERS**

**Proposal from CDI Environmental Contractor for Landscape and Snow Services:** The Board reviewed a proposal from CDI Environmental Contractor for landscape and snow services.

Following discussion, upon motion duly made by Director Jensen, seconded by

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Director Glass and, upon vote, unanimously carried, the Board ratified approval of the proposal from CDI Environmental Contractor for landscape and snow services.

**Snow Removal**: This topic was discussed with process for giving expectations of consultants between meetings during Administrative Matters.

**Graffiti Removal**: This topic was discussed with process for giving expectations of consultants between meetings during Administrative Matters.

**Electrical Repair**: Mr. Loften reported to the Board that based on additional information and pictures received from BrightView Landscaping Services that the damage appeared to be in several locations, including the service areas for both CORE and Xcel Energy. Mr. Loften further explained that the known impact of the damage was a loss of power to irrigation controllers and the power for the holiday lights. The Board directed SDMS to reach out to CORE and Xcel Energy to determine who was responsible for the damage, obtain additional estimates for the repairs, and instruct BrightView Landscaping Services to pause the holiday light installation.

**Other**: There were no other operation and maintenance matters to discuss.

### **ENGINEERING MATTERS**

**Engineering RFP**: The Board deferred discussion.

### **LEGAL MATTERS**

**Election Resolution**: The Board deferred discussion.

**Insurance Claim for Tree Damage/Loss in Storm**: The Board deferred discussion.

**Reimbursement from Sturgeon Electric for Main Line Repairs**: Attorney Duke provided an update to the Board regarding the reimbursement from Sturgeon Electric for main line repairs. She noted she has been attempting to make contact with Sturgeon Electric with limited success and minimal response. She will continue to reach out to Sturgeon Electric, but if there continues to be no response, she will discuss with the Board, options for the Board to pursue legal action.

**Options for Addressing Homeowners' Encroachments on District Property**: The Board deferred discussion.

**Proposal to Amend Service Plan and Consider Ballot Question to Allow the District to Explore Improved Broadband for Resident Use**: Mr. Coupe asked the Board pursue options to improve broadband access in the community. Attorney's Duke and James discussed options and potential timelines for moving this forward, including amending the Service Plan and petitioning Douglas County

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for additional resources/support/attention.

**Homeowner Survey Regarding Ranked Choice Voting:** The Board deferred discussion.

**Conflict-of-Interest Questionnaire:** There was no update available at this time.

**Other:** There were no other legal matters to discuss.  
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**DIRECTOR  
MATTERS**

**Greenhouse:** The Board deferred discussion.  
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**OTHER BUSINESS**

There was no other business to discuss.  
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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Brown, seconded by Director Jensen and, upon vote, unanimously carried, the Regular Meeting was adjourned at 9:30 p.m.

Respectfully submitted,

By: Travis C Jensen  
Secretary for the Meeting