

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD JANUARY 17, 2023

A Regular Meeting of the Board of Directors (referred to hereafter as the “Board”) of Roxborough Village Metropolitan District (the “District”) was convened on Monday, the 17th day of January, 2023 at 6:00 p.m. via Zoom Meeting. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mathew Hart
Ephram Glass
Calvin Brown
Travis Jensen
Mark Rubic

Also In Attendance Were:

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

Dino Ross, Esq. and Kelley Duke, Esq.; Ireland Stapleton Pryor & Pascoe, P.C.

Brenna Karamigios and Christina Griggs; Gemsbok Consulting Inc.

Cory France and Dale Draper; Consolidated Divisions, Inc. d/b/a CDI Environmental Contractor (“CDI”)

Deputy Jason Blanchard; Douglas County Sheriff

Jim Helm and Tony Delphia; Residents

CALL TO ORDER

At 6:01 p.m. the meeting was called to order.

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

RECORD OF PROCEEDINGS

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 amended the agenda and move Deputy Blanchard to the top of agenda, followed by CDI Environmental Contractor items to accommodate snow removal schedule and to add an Executive Session pursuant to C.R.S. 24-6-402(b) for matters subject to legal advice regarding Metco demand for payment and claims relating to Sturgeon Electric.

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 confirmed that this Board meeting will be held via Zoom. The Board further noted that notice of this meeting format was duly posted and that it has not received any objections to the meeting format or any requests that the meeting format be changed by taxpaying electors within the District's boundaries.

Management Report: Ms. Ripko reviewed with the Board the draft Management Report and discussed potential changes, timelines, and items to be included. It was noted that the report will be included in the Board Meeting Packet and be a part of the Consent Agenda each month. Items that require Board action will be included as separate items on the Agenda. The Board expressed an interest in more frequent updates and communications and discussed potential costs associated with preparing the report. Following discussion, the Board directed SDMS to move forward with the report, including comments submitted via the website, and provide a copy for the February 17, 2023 meeting. Additionally, the Board requested SDMS track the time needed to create the report in order to discuss and determine the frequency of reports moving forward.

GUEST SPEAKER

Safety Concerns with the Douglas County Sheriff's Office: Deputy Blanchard, Douglas County Sheriff Office, spoke with the Board and answered several questions about vandalism and tips to reduce vandalism in the community. The Deputy also suggested the District submit criminal mischief reports for incidents of

RECORD OF PROCEEDINGS

vandalism to raise awareness of the concerns with the Police Department. Deputy Blanchard also discussed the Sheriff Department's ability to enforce rules in the District's parks and ponds, traffic enforcement, and general crime reduction strategies for the community. Deputy Blanchard shared information about Flock Safety cameras and how they are being used in neighboring communities to address crime. Deputy Blanchard also discussed other options for using District owned cameras in high activity areas to potentially identify individuals involved in vandalism and other crimes. Deputy Blanchard encouraged the District, and residents of the District, to report traffic concerns to the Traffic Complaint Line to increase awareness and enforcement. Deputy Blanchard also offered to participate in a Community Forum to discuss concerns and answer questions and/or to provide additional print resources to specifically address concerns within the District.

OPERATION AND MAINTENANCE MATTERS

Prior to beginning discussion of CDI related items on the Agenda, Director Rubic made a motion to further amend the agenda and begin public comment. There was no second to the motion. The motion failed and the Board began discussion of CDI Snow Removal updates.

Snow Removal Updates: Mr. France and Mr. Draper provided an update to the Board about snow removal and addressed the many concerns with recent storm related issues, missed areas, icy conditions, and refreezing. Mr. France discussed the unexpected nature of the storm and the challenges experienced with the allocated equipment being inadequate to effectively address the heavy, wet snow. CDI also discussed their plans to address snow events moving forward and their plans for the storm forecast for the evening of the meeting. Director Rubic brought up numerous concerns with snow removal throughout the 2022/2023 season. Director Rubic raised concerns with CDI's vehicles compacting snow on paths prior to the snow being removed, sidewalks and paths not being cleared edge-to-edge, melting and refreezing leading to icy conditions, and piles of snow being piled in the accessible parking spaces in District parking lots. Director Rubic also expressed concerns that several areas were entirely missed by CDI and concerns that requests to address these areas were not adequately addressed. CDI responded that they were still learning the property and requested further direction and approval from the Board related to ice patrol and following up on storms.

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, upon vote, unanimously carried, the Board approved CDI to return to the District in days following a storm to apply additional ice melt and shovel as needed to address ice hazards and other concerns.

Deadline for CDI to Convert Vehicles to Electric Vehicles for Trash Removal: Mr. France updated the Board and informed them that Electric Vehicles are still being researched. Mr. France stated that the goal was to have Electric Vehicles in place

RECORD OF PROCEEDINGS

and ready to go by April 1, 2023. The Board agreed that this was reasonable and directed CDI to proceed with the April 1, 2023 deadline.

Public Comment: Following discussion, upon motion duly made by Director Rubic, seconded by Director Glass, and upon vote, unanimously carried, the Board approved opening public comment specifically to discuss concerns with snow removal before proceeding with the rest of the agenda.

Mr. Helm addressed the Board to express concerns with the “abysmal” snow removal for all storms in 2022 and 2023. Mr. Helm expressed concerns about slick/icy areas not being addressed, a lack of response from CDI and SDMS about hazards, and inadequate equipment being used to remove snow contributing to problems. Mr. Helm also stated that the snow removal on sidewalks and streets was unacceptable, and the residents were not getting the value for their tax money. He also expressed concerns about areas in the District that do not receive sunlight and need additional ice melt treatments.

Graffiti Removal: Mr. Draper provided an update to the Board including recent efforts to paint over vandalized areas and remove graffiti from the Skate Park. Director Rubic indicated that CDI needed to do a better job removing graffiti quickly and indicated that there were areas that were missed and or needed to be readdressed. Director Rubic also stated that graffiti was a bad billboard for the District and should be addressed quickly. The Board confirmed their preference that CDI attempt to cover graffiti quickly, even if weather conditions are not ideal for paint. CDI agreed to continue this practice and shared with the Board that they recently received new cleaning supplies that should better address stubborn areas. CDI confirmed that these new products are eco-friendly and will provide specifications to the Board. The Board also gave direction to SDMS to file Criminal Mischief reports with the Sheriff’s Office and coordinate removal with CDI upon a report being filed. SDMS to create a procedure for Board review and approval.

Chatfield Farms HOA Scope Addition to Snow Removal: CDI and the Board discussed providing options to HOA’s in the District to contract/partner with CDI for snow removal. Attorney Ross reviewed the contract/agreement language with the Board. The Board directed SDMS to reach out HOA’s with information about how to contact CDI to pursue a potential agreement.

PUBLIC COMMENTS

There were no additional public comments.

RECORD OF PROCEEDINGS

CONSENT AGENDA The Board considered the following actions:

- Approve the Minutes of the September 20, and December 12, 2022 Special Meetings.
- Approve Monthly Invoice from Foothills Park & Recreation re: December 2022 Roxborough Village Resident Use.

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, upon vote, unanimously carried, the Board approved and/or ratified approval of the Consent Agenda items.

FINANCIAL MATTERS

Claims: The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending Dec. 31, 2022
Total Claims	\$ 67,480.41

The Board discussed the claims including questions from Director Brown about Bank Fees and from Director Rubic about invoices from Metco Landscape, LLC. Following discussion, the Board tabled further discussion in order to do additional research for review. It was noted the Board will continue to use the Bill.com approval process in the meantime.

Unaudited Financial Report: Ms. Karamigios reviewed the unaudited financial report for the period ending December 31, 2022.

The Board had questions about outstanding 2022 expenses and how they will be accounted for. Ms. Karamigios stated that these will be booked in 2022. The Board asked that Ms. Karamigios confirm any invoices not reflected in Bill.com and expressed concern about expenditures potentially exceeding allocations once all of the outstanding invoices are accounted for. It was noted Ms. Karamigios will follow-up with Melissa Christopher with Gemsbok and communicate with the Board. Ms. Karamigios also indicated that Gemsbok is still working on obtaining W-9s from several vendors.

The Board requested the PNL for Chatfield Farms be included in the Board Packets moving forward. Director Glass also indicated that he would send an additional spreadsheet/resource that may help provide a template for information the Board is requesting.

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, upon vote, carried with Directors Glass, Brown, Hart and

RECORD OF PROCEEDINGS

Jensen voting aye and Director Rubic voting nay, the Board accepted the unaudited financial report for the period ending December 31, 2022, as presented.

Outstanding BrightView Invoices: Director Glass discussed with the Board the outstanding BrightView invoices, including issues with GPS and or photos not being attached. Director Glass recommended approving payment based on the work being completed in order to close out the account.

Following discussion, upon motion duly made by Director Glass, seconded by Director Jensen, and upon vote, unanimously carried, the Board approved completing the approval process in Bill.com to allow invoices to be paid.

**OPERATION AND
MAINTENANCE
MATTERS
CONTINUED**

Responsibility for Repairs to Electrical and Irrigation Lines: Mr. Loften updated the Board on electrical repairs and shared information provided by potential contractors. The Board directed SDMS to follow-up with contractors when snow melts and provides reasonable access to areas requiring repairs in order to provide detailed estimates. Mr. Loften also suggested that the Board work with the new engineer and a GIS company to identify and map any other potential electrical utilities that are the responsibility of the District.

Outstanding/Ongoing Operation and Maintenance Matters: Mr. Loften updated the Board on requests for proposals to repair the planter by the playground. The Board clarified that the proposal should be for stone veneer, not stucco and requested additional bids.

Mr. Loften updated the Board on the Excel Energy construction project and confirmed that the project will resume in early February 2023 and will include lane closures. Mr. Loften noted he is continuing to investigate the damage and vacuum truck issues from last week and verify if the District received a locate request from UNCC/811.

Grants from Douglas County and Great Outdoors Colorado: The Board entered into discussion regarding grants from Douglas County and Great Outdoors Colorado to support a playground and/or other improvements in the District. Attorney Duke informed the Board that they were unable to identify a Grant Writer that they could vouch for and offered to reach out to SDA to explore additional resources. The Board directed SDMS to reach out to Great Outdoors Colorado and Douglas County to request information about the grants process and what information would be required to submit one.

Utility Locates Invoices and Process: Mr. Loften updated the Board about ongoing communications with Diversified Underground, Inc., UNCC/811, and others to clarify maps, requests, and truck roll charges. Mr. Loften also informed

RECORD OF PROCEEDINGS

the Board that CDI could perform this work. The Board requested Mr. Lofton to obtain additional information from CDI about this process, including minimum charges and response time frame.

Proposal(s) from Game-Set-Match, Inc. and CDI for Tennis Court Cleaning and Windscreen Maintenance: The Board reviewed a proposal from Game-Set-Match, Inc. for tennis court cleaning and windscreen maintenance. The Board requested that the contract be updated to state that cleanings will occur once per quarter, no money be paid up front, dates service being confirmed with the District prior to work being performed, and pictures taken to verify work.

Following discussion, upon motion duly made by Director Jensen, seconded by Director Glass, and upon vote, unanimously carried, the Board approved the proposal from Game-Set-Match, Inc. for tennis court cleaning and windscreen maintenance, subject to the Board's requested changes.

Pickle Ball Court Lining: The Board entered into discussion regarding the pickle ball court lining. The Board directed SDMS to request an estimate from Game-Set-Match, Inc. to paint the pickle ball court, including providing the Board with the proposed paint colors for the lines.

Sherwin Williams Improvement Plan: Director Glass discussed the proposal with the Board and shared the concerns that were communicated to the Developer. Attorney Duke confirmed that there had been no response to requests to meet with the Board to discuss concerns and that there had been several HOA's that had not received notice due to concerns with the Jefferson County system. Director Glass also raised concerns about the Developer's plans for wildlife mitigation related to the prairie dogs on the site, expressing an interest in relocating them within the boundaries of the District as opposed to eradicating them. Following discussion, the Board directed Attorney Duke to reach out to the Developer to request information about their plans for the prairie dog population. Pending the response SDMS is to reach out to various entities to explore options and locations for relocating the prairie dogs.

Bailey Tree Proposal: The Board reviewed a proposal from Bailey Tree LLC for the 2023 tree service. Following discussion, the Board Director SDMS to request proposals from SavATree, LLC and Davey Tree Expert Company to complete the same work.

Sterling Ranch Development Process: The Board discussed the notice from Commissioner Thomas regarding an extension for installing parks and directed SDMS to draft a communication to the Commission expressing the concerns of the District and requesting that the extension not be granted.

RECORD OF PROCEEDINGS

The Board also discussed the impact that the lack of parks and recreation facilities in Sterling Ranch was having on the District's residents and facilities. The Board discussed potentially implementing a priority reservation system for the residents and other approaches to better serve the residents of the District.

Other: Director Rubic requested a follow-up on a previous request for information about Roxborough Water's plan to remediate the staging area and expressed concern that this information was not provided. Director Glass provided an update on information he was aware of. The Board directed Attorney Duke to reach out to Roxborough Water to request their plans for remediation including maps, and to provide this information to the Board for review and comment.

ENGINEERING MATTERS

Engineer Interviews for Approved Request for Proposals ("RFP"): The Board reviewed the updated RFP. Director Rubic expressed concern that the RFP had not been posted and that dates had not been set for the interviews. Ms. Ripko informed the Board that they would be receiving communication from SDMS requesting availability for interviewing Engineering Firms and upon a date being set the RFP would be posted and identified Engineering Firms would be invited to apply.

Other: There were no other engineering matters.

LEGAL MATTERS

Update on Options for Addressing Sturgeon Electric Failure to Pay for Main Line Repairs:

Executive Session: Pursuant to Section 24-6-402(4)(b), C.R.S., upon motion duly made by Director Glass, seconded by Director Jensen and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 9:46 p.m. for the purpose of receiving legal advice relating to Metco's demand for payment and claims relating to Sturgeon Electric.

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the this executive session that, in the opinion of the District's general counsel, constitutes privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

Also pursuant to § 24-6-402(4), C.R.S., the Board did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Board reconvened in regular session at 10:13 p.m.

RECORD OF PROCEEDINGS

Update Regarding Metco Receivership Demand for Payment: This topic was discussed in executive session.

Other: There were no other legal matters to discuss.

DIRECTOR MATTERS

Resolution Concerning Board Member Compensation and Expense Reimbursement: The Board reviewed Resolution Concerning Board Member Compensation and Expense Reimbursement.

Following discussion, upon motion duly made by Director Jensen, seconded by Director Glass, and upon vote, unanimously carried, the Board approved Resolution Concerning Board Member Compensation and Expense Reimbursement.

Project Management Software: The Board discussed utilizing a Microsoft Excel spreadsheet for the purposes of project management and tracking for practical and cost purposes. The Board discussed the ability to review the process moving forward and determine if this is working or if a more robust platform is needed. The Board also discussed adding items to the spreadsheet during meetings and formatting the spreadsheet moving forward.

OTHER MATTERS

Transparency Notice: Director Rubic asked if the 2023 Transparency Notice had been filed. Ms. Ripko confirmed that the notice was filed by the deadline and provided a copy to the Board via email. Ms. Ripko also informed the Board that the Notice would be posted to the District's website soon.

Roxborough Library Invitation: Director Glass shared with the Board that the Library invited the Board to present at the Library in May 2023. Director Glass volunteered to attend the meeting on behalf of the Board. The Board was supportive of Director Glass attending the meeting on the District's behalf.

Self-Nomination Forms and Other Election Materials: Director Rubic asked why the Self-Nomination Forms and other election materials were not posted to the District's website and asked what the status of the posting is. Ms. Ripko informed the Board that forms could not be posted until January 22, 2023 and that the forms, posting, and communications to the District were in process according to statute.

Board Meeting without Consultants: Director Glass and Hart expressed an interest in scheduling a meeting for the Board *with no Consultants in attendance*. Director Brown expressed concern about this having the potential to be perceived as the Board circumventing the normal process and failing to be transparent.

RECORD OF PROCEEDINGS

Attorney Ross indicated that such a meeting would be allowed as long as Notice was posted, the public could attend, and agenda was included that would allow the public to determine if they wanted to attend.

Following discussion, upon motion duly made by Director Glass, seconded by Director Hart and, upon vote, carried with Directors Glass, Hart, Jensen and Rubic voting aye and Director Brown voting nay, the Board approved scheduling a Board meeting with no Consultants in attendance.

Meeting Date: The Board discussed a date for the above meeting and determined that February 15 or February 16, 2023 as potential dates. The Board directed SDMS to reach out to the Roxborough Library, West Metro Fire, and Roxborough Intermediate School to determine available space on these dates and communicate with the Board.

District's Website: Director Rubic expressed concern with the state of the District's website and listed several areas that needed to be updated and corrected. SDMS noted they will work to update the website in the near future.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Glass, seconded by Director Brown and, upon vote, unanimously carried, the Regular Meeting was adjourned at 10:59 p.m.

Respectfully submitted,

By: _____
Secretary for the Meeting