

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD NOVEMBER 7, 2022

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of Roxborough Village Metropolitan District (the “District”) was convened on Monday, the 7th day of November, 2022 at 6:00 p.m. via Zoom Meeting. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Ephram Glass
Mark Rubic
Travis Jensen

Also In Attendance Were:

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

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

Christina Griggs and Brenna Karamigios; Gemsbok Consulting Inc.

CALL TO ORDER

At 6:04 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. Mr. Loften 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: Mr. Loften reviewed with the Board the proposed Agenda for this Regular Meeting.

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Director Rubic expressed concern with the late notice for the meeting and asked that this be corrected moving forward.

Following discussion, upon motion duly made by Director Rubic, seconded by Director Glass and, upon vote, unanimously carried, the Board approved removing the word “enclosures” for items that were not included in the packet, and removing approving Agreements with CDI – Environmental Contractor for Landscape Maintenance Services and Snow and Ice Removal Services Agreement , 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 Rubic, seconded by Director Glass and, upon vote, unanimously carried, the Board determined this Board meeting will be held via Zoom Meeting.

PUBLIC COMMENTS

There were no public comments.

FINANCIAL MATTERS

Draft 2023 Budget: The Board requested an update on the third quarter financials. Ms. Griggs indicated that Gemsbok Consulting Inc. is still completing transferring information from CliftonLarsonAllen and plans to have updated and accurate financials soon. There was a discussion about the readiness for the Budget Hearing on November 15, 2022 given the lack of clarity on Year-to-Date actuals.

Ms. Griggs requested additional communication from SDMS about meetings and a to include Christina Griggs, Brenna Karamigios, and Melissa Christopher.

Following discussion, the Board opted to move forward with the November 15, 2022 Budget Hearing with the understanding that the Public Hearing can be continued to a later date if needed. Based on current Year-to-Date information it was determined that a Resolution to Amend the 2022 Budget would not be needed. The Board directed SDMS to publish Notice of the Budget Hearing as soon as possible and include updated draft budget information online as it becomes available. The Board directed Attorney Ross to provide an updated notice reflecting no 2022 Budget Amendment is needed and Ms. Griggs to provide an updated draft budget that reflects changes made during this meeting.

Ms. Griggs reviewed the 2023 Draft Budget in detail with the Board. The Board discussed several line items and adjusted the 2023 draft numbers in several cases to reflect current goals and understanding.

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The Board also discussed working to ensure that Capital Expenditures are being accurately reflected in the Capital Projects Fund moving forward in order better track current and plan for future expenditures.

The Board further discussed the potential impact of assessed valuation and legislative changes may have on revenues. Attorney Ross discussed the potential of a Revenue Stabilization Ballot Initiative to allow the Board to maintain funding levels to meet the needs of the District as a potential future discussion item.

OPERATION AND MAINTENANCE MATTERS

Limited Notice to Proceed to CDI – Environmental Contractor: Attorney Ross reviewed the Limited Notice to Proceed to CDI – Environmental Contractor.

Following discussion, upon motion duly made by Director Rubic, seconded by Director Glass and, upon vote, unanimously carried, the Board ratified approval of the issuance of Limited Notice to Proceed to CDI – Environmental Contractor.

The Board also discussed the pending Snow Removal Contract with CDI and if/how staking should be included in the agreement. Attorney Ross is waiting on a response from CDI and will follow-up once that is received.

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Other:

Capital Planning Work Session: The Board discussed scheduling a Capital Planning Work Session to discuss and plan for Capital Projects for the next 5-10 years. Ms. Griggs noted Gemsbok Consulting Inc. has a program that can help in the process, including accounting for inflation and other items that will make budget planning easier moving forward.

Proposal from Bailey Tree: The Board discussed the tree proposal from Bailey Tree and general plans for tree vendors moving forward. The Board directed SDMS to pursue proposals from additional vendors for tree care (excluding the Tree Analysis Group).

Irrigation Invoices from Bright View: The Board discussed irrigation invoices from Bright View that are potentially in dispute with Roxborough Water District that are not construction related. It was determined that more information was needed from the District and Brightview about the disputed invoices prior to payment.

Following discussion, upon motion duly made by Director Rubic, seconded by Director Jensen and, upon vote, unanimously carried, the Board suspend payment to Brightview pending more information.

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ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Jensen, seconded by Director Rubic and, upon vote, unanimously carried, the Regular Meeting was adjourned at 8:42 p.m.

Respectfully submitted,

By: _____
Secretary for the Meeting