

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF THE
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

HELD

Wednesday, June 9, 2021

A special meeting of the Board of Directors of the Roxborough Village Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, June 9, 2021 at 6:00 p.m. via ZOOM. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Calvin Brown; President
Debra Prysby; Vice President
Ephram Glass; Treasurer
Edward Wagner; Secretary
Garry Cook; Assistant Secretary

Also in Attendance were:

Anna Jones & Rebecca Gianarkis; CliftonLarsonAllen LLP (“CLA”)
Katie James, Esq.; Folkestad Fazekas Barrick & Patoile, P.C.
Rick Stanzyk & Kimberly Armitage; Evolution Builders
Ben Kelly; Strategic Communications Consultant
Jason Simmons; Hilltop Financial Advisors
Mario Trescone; Greater Than Analytics LLC
Kim Crawford; Butler Snow LLP
Greg Clemens; Resident at 10470 Stable Lane
Gloria Gearhart; Resident at 7392 Eagle Rock Drive
Travis Jensen; Resident at 7434 Eagle Rock Drive
Joanna Waldenmyer; Resident at 8106 Eagleview Drive
Mark Rubic; Resident at 7735 Veranda Court
Mat Hart; Resident at 7783 Verandah Court
Chad Bergman; Resident at 7416 Elk Trail Place
Joshua Barnes; Resident
Linda Rothwell; Resident
Jill Lombear; Resident
Jeff Boyce; Resident

CALL TO ORDER

Director Brown called the meeting to order at 6:07 p.m.

DECLARATION OF
QUORUM/DIRECTOR
QUALIFICATIONS/
DISCLOSURE MATTERS

A quorum was declared present. No new conflicts were disclosed.

RECORD OF PROCEEDINGS

APPROVAL OF AGENDA

Following review, upon a motion duly made by Director Prysby, seconded by Director Cook and, upon vote, unanimously carried, the Board approved the Agenda as presented.

PUBLIC COMMENT AND/OR GUESTS

Gloria Gearhart asked whether a survey was distributed polling whether residents wanted to continue with the recreation center planning process. She noted that there is money in the budget for playground maintenance and commented that the amount seemed high especially considering the absence of a restroom. She also requested to connect offline with Mark Rubic.

Mark Rubic expressed concern that information was not provided to the public in advance of Board meetings. He requested that Board members turn video on during the Board meetings.

Greg Clemens, a seven-year resident in Chatfield Farms West, noted that he pays approximately \$4,500 per year in taxes and that he looks forward to the end of the mill levy. He is entirely opposed to additional debt.

Jeff Boyce echoed the sentiments of Mr. Clemens. He expressed an interest in reviewing the initial survey data set to know how many residents were in favor of the recreation center. He believes it is important to know this information prior to spending additional funds in pursuit of the proposal.

Dale O'Neil stated that his family and he are opposed to the recreation center. He does not want fees to be raised and does not believe the community supports the proposal. He also noted that Roxborough Village residents have the opportunity to pay a resident rate to use the Foothills Recreation Center and that the Roxborough community recreation center is therefore unnecessary.

DISCUSS RECREATION CENTER

Updated Design Scenarios: Mr. Trescone summarized his credentials, noting that he has worked in site feasibility studies for about 23 years and with recreation centers specifically for about 14 years.

Mr. Trescone summarized the proforma methodology to include consideration of landscape and market research study and a look at demographics. He noted that all data is applied to the proformas. Mr. Trescone noted that there are no other recreation centers within a five-mile radius, indicating a growth opportunity. Mr. Trescone summarized four different proforma scenarios including 45,000 square feet, 49,000 square feet to include a

RECORD OF PROCEEDINGS

community partner, 55,000 square feet, and 55,000 to include a community partner.

Director Glass commented that the monthly fee for non-residents seemed high compared to other fitness facilities. Mr. Trescone clarified that this proposed center includes a variety of other community-based amenities that increases the estimated value of membership

Director Prysby clarified whether the five-mile radius includes Sterling Ranch. Director Glass confirmed that it does.

Updated Capital and Operating Cost Estimates: Jason Simmons presented projected mill levies. He summarized the difference among market, actual, and assessed home values. He presented a formula for residents to determine to tax impacts to homeowners if a recreation center were to be approved.

Don Dethlefs and Steve King presented the updated recreation center design renderings. Director Wagner summarized the rationale behind the design and the importance of incorporating every segment of the community as much as possible.

Director Wagner discussed the background for design including site visits to four other recreation centers in the Denver metro area. He noted that the middle school, which would be walking distance from the proposed recreation center, does not have a gym and the library expressed an interest sharing the community space. Director Brown approved of the design and is eager to consider possible partners moving forward. Director Brown also noted that several high schools in the area expressed a need for swimming pools and other facilities.

Director Glass discussed a few elements he believes are missing in the design including community rooms with access to views and terraces so that they can be rented for events such as conferences. Mr. Dethlefs confirmed that power lines in the Xcel easement cannot be buried and that only a parking lot can be built within the Xcel easement.

Updated Revenue Assumptions: Mr. Simmons presented projected operating revenues and expenses. Director Glass asked about whether the membership would be free. Mr. Trescone clarified that under current assumptions, membership would be free for those residents paying the taxes within the Metro District and there would likely be optional fees for residents for special programs, etc.

RECORD OF PROCEEDINGS

Engaging Net Zero Consultant: Ms. Jones summarized the staff recommendation to wait on hiring a net zero consultant at this time. The Board unanimously agreed to wait for clarification prior to further investigation.

LEGAL MATTERS

Interview with Kim Crawford, Butler Snow. Consider a Resolution Hiring Bond Counsel to Assist in Feasibility Study and Possible TABOR Vote: Attorney James presented Ms. Crawford to the Board, noting this is a specialized role. She reminded the Board that they will need to engage bond counsel if they decide to put a question on the ballot regarding recreation center funding.

Ms. Crawford introduced herself as a bond attorney and summarized the role of a bond attorney including assistance with the TABOR notice and crafting of a ballot question that complies with TABOR. Ms. James clarified that Ms. Crawford's role would begin if the Board decides to put the question on the ballot.

Directors Cook and Glass requested two other firms be evaluated for consideration. Attorney James will bring two additional firms for consideration at the next Board meeting.

Per Board approval, Attorney James reviewed and answered the questions that had been submitted via the meeting chat feature.

Attorney James summarized the Board meeting format including public comment time at the start of the meeting per the agenda. Ms. James reminded residents that Board member names are listed on the district website in addition to meeting minutes once they are approved. She clarified that community members' questions are directed to those who are best qualified to provide an answer. She further clarified that the decision to build a recreation center requires a community vote under TABOR.

Attorney James noted the following questions will be posted to the FAQ page on the District website. Will Rampart Range Road be widened if the recreation center is built? Why were the two state parks not included in the fitness facility programming? How will the recreation center impact traffic flow in five-mile radius around the recreation center? Information regarding Mr. Trescone's presentation will also be included.

OTHER BUSINESS

Quorum for June 9, 2021 Special Meeting via ZOOM: A quorum was confirmed.

RECORD OF PROCEEDINGS

ADJOURNMENT

There being no further business to come before the Board, upon a motion duly made by Director Prysby, seconded by Director Wagner and, upon vote, unanimously carried, the Board adjourned the meeting at 8:42 p.m.

Respectfully submitted,

By: Calvin Brown
Calvin Brown, President

Attest:

By: Ed Wagner
Ed Wagner, Secretary

Certificate Of Completion

Envelope Id: C357EAFCD0694170B426B180D7FCC93A

Status: Completed

Subject: Please DocuSign: RVMD - Minutes 06-09-2021.pdf

Client Name: Roxborough Village Metro District

Client Number: 011-070155

Source Envelope:

Document Pages: 5

Signatures: 2

Envelope Originator:

Certificate Pages: 5

Initials: 0

Natalie Herschberg

AutoNav: Enabled

220 South 6th Street

Enveloped Stamping: Enabled

Suite 300

Time Zone: (UTC-06:00) Central Time (US & Canada)

Minneapolis, MN 55402

Natalie.Herschberg@claconnect.com

IP Address: 73.153.120.72

Record Tracking

Status: Original

Holder: Natalie Herschberg

Location: DocuSign

8/24/2021 4:14:09 PM

Natalie.Herschberg@claconnect.com

Signer Events

Calvin Brown

calvinbrown@roxboroughmetrodistrict.org

Security Level: Email, Account Authentication
(None)**Signature**DocuSigned by:

E6435AFFFE7E45C...**Timestamp**

Sent: 8/24/2021 4:15:53 PM

Viewed: 8/26/2021 10:08:08 AM

Signed: 8/26/2021 10:09:32 AM

Signature Adoption: Pre-selected Style

Using IP Address: 12.151.182.46

Electronic Record and Signature Disclosure:

Accepted: 8/26/2021 10:08:08 AM

ID: 7ef315a2-33ca-495a-bd2d-a2bff32f9024

Ed Wagner

edward.wagner99@gmail.com

Security Level: Email, Account Authentication
(None)DocuSigned by:

7D9BACB4D52C4E3...

Sent: 8/26/2021 10:09:33 AM

Viewed: 8/26/2021 11:42:10 AM

Signed: 8/26/2021 11:42:35 AM

Signature Adoption: Pre-selected Style

Using IP Address: 73.153.231.234

Signed using mobile

Electronic Record and Signature Disclosure:

Accepted: 8/26/2021 11:42:10 AM

ID: 1a8c43ff-82a4-40e6-a817-623ba4b815ef

In Person Signer Events**Signature****Timestamp****Editor Delivery Events****Status****Timestamp****Agent Delivery Events****Status****Timestamp****Intermediary Delivery Events****Status****Timestamp****Certified Delivery Events****Status****Timestamp****Carbon Copy Events****Status****Timestamp****Witness Events****Signature****Timestamp****Notary Events****Signature****Timestamp**

Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	8/24/2021 4:15:53 PM
Certified Delivered	Security Checked	8/26/2021 11:42:10 AM
Signing Complete	Security Checked	8/26/2021 11:42:35 AM
Completed	Security Checked	8/26/2021 11:42:35 AM

Payment Events	Status	Timestamps
-----------------------	---------------	-------------------

Electronic Record and Signature Disclosure

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact CliftonLarsonAllen LLP:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: BusinessTechnology@CLAconnect.com

To advise CliftonLarsonAllen LLP of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at BusinessTechnology@CLAconnect.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from CliftonLarsonAllen LLP

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with CliftonLarsonAllen LLP

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.