

RECORD OF PROCEEDINGS

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

HELD

Tuesday, November 19, 2019

A special meeting of the Board of Directors of the Roxborough Village Metropolitan District (referred to hereafter as the "Board") was convened on Tuesday, November 19, 2019 at 6:30 p.m., at West Metro Fire Station 15, 6220 N. Roxborough Park Road, Littleton, Colorado 80125. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Calvin Brown
Debra Prysby
Steve Sherman
Edward Wagner
Ron Bendall

Also in Attendance were:

Katie James, Esq.; Folkestad Fazekas Barrick & Patoile, P.C.
Scott Barnett; Mulhern MRE Inc.
Bill Barr; Metco Landscaping
George Bidenstein and Steve Bailey; Bailey Tree
Anna Jones, Janece Soendker, Patrick Shannon and Andrew Williams; CliftonLarsonAllen LLP
Bob Clinard; 7218 Red Mesa Court
Tara Ham; 7565 Brown Bear Way
Ephram Glass; 10196 Cavaletti Drive
Tim Moore; 8057 Eagleview Drive

CALL TO ORDER

The meeting was called to order at 6:31 p.m. by Director Brown.

**DECLARATION OF
QUORUM/DIRECTOR
QUALIFICATIONS/
DISCLOSURE MATTERS**

Director Brown declared a quorum was present, all directors are qualified.

APPROVE AGENDA

Upon a motion duly made by Director Prysby, seconded by Director Sherman, and upon vote unanimously carried, the Board approved the agenda, as presented.

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PUBLIC COMMENT and/or GUESTS

Mr. Clinard thanked Mr. Barr for repairing the damage in the back of his property.

CONSENT AGENDA

- A. Consider Approval of the November 4, 2019 Special Meeting Minutes
- B. Review and Accept the September 30, 2019 Financial Statements, November 13, 2019 Cash Position and Property Tax Schedule

Upon a motion duly made by Director Sherman, seconded by Director Wagner, and upon vote unanimously carried, the Board approved the Consent Agenda, with amendments made to the minutes.

DISCUSSION AGENDA

ACTION ITEMS

- A. Review and Consider Approval of Current Claims, Approve Transfer of Funds, and Ratify Payment of Autopay Claims and Ratify Approval of Previous Claims

After review, upon a motion duly made by Director Prysby, seconded by Director Sherman, and upon vote unanimously carried, the Board approved the current claims the transfer of funds and ratified payment of Autopay claims and previous claims.

- B. Update on Bailey Tree Planting and 2020 Plans – George Biedenstein
 - 1. Proposal for 2020 Tree Maintenance - \$83,165

Mr. Biedenstein reviewed the 2020 tree maintenance proposal. Discussion ensued regarding the current contract versus previous years. The Board again asked to remove tree stump on Village Circle West.

Mr. Barr expressed concerns about the communication between Bailey Tree and the District. Bailey Tree agreed to improve communications and to use Ms. Jones as the contact person for the Board. Ms. James discussed the fact that trees were supposed to have been planted in 2018 but was never done. She also pointed out that the District was not charged. Mr. Barr would like the locations of new tree plantings to be relayed to the Board.

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Bailey Tree reported that ten trees that are under warranty have died and will be replaced in the spring.

Ms. Jones would like Bailey Tree to develop a spreadsheet/mechanism to track the scope and trend of tree work to anticipate future cost trends and maintenance, and to improve communication and efficiency. Steven Bailey agreed that Bailey would undertake a tracking system and communicate with CLA directly regarding progress. Director Sherman agreed and mentioned that this spreadsheet would be beneficial during the master planning process.

- C. Conduct Public Hearing to Consider Adoption of 2020 Budget; Appropriate Sums of Money and Set Mill Levy; Consider Approval of Resolution No. 2019-11-01, Resolution to Adopt 2020 Budget; Resolution No. 2019-11-02, Resolution to Appropriate Sums of Money; and Resolution No. 2019-11-03, Resolution to Set Mill Levy

Upon a motion duly made by Director Brown, the Board opened the public hearing at 7:08 p.m.

There was no public comment. Upon a motion duly made by Director Brown, members of the Board closed the public hearing at 7:09 p.m.

Ms. Soendker reviewed the 2020 budget with the Board, noting the debt service mill levy dropped from 34.000 mills to 10.200 mills, bringing the total mill levy for 2020 to 22.287 mills.

Ms. Jones discussed the capital projects budget for 2020. Director Sherman asked that the Master Plan line item be changed to “Master Plan Implementation”.

Following discussion, upon a motion duly made by Director Prysby, seconded by Director Sherman, and upon vote unanimously carried, the Board adopted the 2020 budget and approved Resolution No. 2019-11-01 Adopting the 2020 budget, Resolution No. 2019-11-02 Appropriating Sums of Money and Resolution No. 2019-11-03 Setting the Mill Levy subject to final assessed valuations.

- D. Review and Consider Approval of Resolution No. 2019-11-04, 2019 Audit Engagement Letter with Stratagem

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After review and discussion, upon a motion duly made by Director Sherman, seconded by director Bendall, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-04, 2019 Audit Engagement Letter with Stratagem.

E. Review 2020 Budget Process

1. December 15, 2019 – Mill Levy Certified

Ms. Jones reviewed the 2020 budget process with the Board.

F. Discuss Bill.com

Ms. Soendker reviewed the Bill.com process with the Board, noting concerns regarding emergency payment and approval process. After discussion, the Board deferred this matter.

MANAGER MATTERS

A. Discuss Master Plan Next Steps and Proposed December Meetings (enclosed)

Ms. Jones reported that Livable Cities Studios is submitting a plan timeline that she will distribute to the Board. Ms. Jones noted that she will ask for comments on outline within the week. The first draft of the plan will be distributed on December 17th, with comment due by January 6th. The final document will be produced in February.

Director Sherman noted that he has not posted the survey on Facebook, and asked the Board to review the survey, indicating he will post on social media soon.

B. Discuss Newsletter

Ms. Jones noted they can either continue producing the newsletter through Livable Cities Studio or it can be taken in house at CLA. The Board agreed that CLA will assume responsibility in the second quarter allowing Livable Cities to complete the version deliverable in January/February. She would like to advertise the mill levy drop and the Master Plan wrap up. Ms. Jones and Ms. James will draft content and send it to the Board for review. The draft will be to the Board by December 17th.

C. Discuss Holiday Lights Installation Proposal

Mr. Shannon reviewed the Metco lighting proposal with the Board. Mr. Barr noted that they will store and take down the lights within the proposed price. After discussion, upon a motion

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duly made by Director Wagner, seconded by Director Sherman, and upon vote unanimously carried, the Board approved the proposal for the holiday installation of lights.

D. Update on Bathroom

Mr. Shannon provided an update to the Board. The Board requested that CLA obtain additional prices for the installation of steel toilets.

E. Discuss Holiday Party

The Board discussed conducting a shorter meeting and getting together afterward for a celebration.

LANDSCAPE MAINTENANCE

A. Metco Landscape Report

Mr. Barr reviewed the October and November monthly Landscape Report with the Board.

B. Review and Consider Approval of Proposals:

1. Rampart Range Road and Village Circle West Branch Cutting \$1,850

Mr. Barr presented the proposal to the Board. Discussion ensued. After discussion, upon a motion duly made by Director Sherman, seconded by Director Bendall, and upon vote unanimously carried, the Board approved the proposal for replacement for the branch cutting in the amount of \$1,850 and requested a proposal for the installation of 10 trees in 2020.

C. Other

None.

ENGINEERING MATTERS

A. Discuss Enhancement, Spillway and Trail Design

Discussion ensued. After discussion, the Board directed Mr. Barnett to work with Livable Cities Studios to move forward with the spillway design

Mr. Barnett presented quotes to the board to repair the railing across the creek for review.

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B. Update on Water Quality Analysis

Mr. Barnett reported that he has been in communication with Aqua Sierra. They will be doing a sampling and providing options for 2020. Discussion ensued regarding installing an aerator in the triangle pond. Mr. Barnett will discuss this further with Aqua Sierra.

Mr. Barnett discussed the estimated cost to run power to pond aerators (\$20k). He noted that this might be a beneficial item if the District is looking to use the area for recreational purposes. The Board discussed the possibility of adding this as an item for the Master Plan.

C. Update on Irrigation Analysis

No update.

D. Embankment Stabilization/Wetlands Planting

Mr. Barnett reported he is looking for new contractors.

LEGAL MATTERS

A. Review and Consider Approval of Resolution No. 2019-11-01, 2019 Annual Administrative Matters Resolution

Ms. James reviewed the resolution with the Board. After review, upon a motion duly made by Director Prysby, seconded by Director Bendall, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-01, 2019 Annual Administrative Matters Resolution.

B. Review and Consider Approval of Resolution No. 2019-11-05, Engagement Letter with Folkestad Fazekas Barrick & Patoile, P.C. for 2019 Legal Services

Ms. James reviewed with the Board, noting the rate increase of 6%. After review, upon a motion duly made by Director Sherman, seconded by Director Prysby, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-05, Engagement Letter with Folkestad Fazekas Barrick & Patoile, P.C. for 2019 legal services.

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- C. Review and Consider Approval of Resolution No. 2019-11-06, Approving Renewal of Foothills Intergovernmental Agreement for Roxborough Village Metropolitan District Resident Use of Foothills Recreation Amenities for 2020

Ms. James reviewed with the Board. After discussion upon a motion duly made by Director Prysby, seconded by Director Sherman, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-06, approving of Foothills Intergovernmental Agreement for Roxborough Village Metropolitan District Resident Use of Foothills Recreation Amenities for 2020 and increasing the expenditures to \$20,000.

- D. Review and Consider Approval of Resolution No. 2019-11-07 Approving Renewal of Management Services with CliftonLarsonAllen LLP

Ms. James reviewed with the Board. After review, upon a motion duly made by Director Prysby, seconded by Director Wagner, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-07 Approving Renewal of Management Services with CliftonLarsonAllen LLP.

- E. Review and Consider Approval of Resolution No. 2019-11-08 Approving Renewal of Accounting Services with CliftonLarsonAllen LLP

Ms. James reviewed with the Board. After review, upon a motion duly made by Director Prysby, seconded by Director Wagner, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-08 Approving Renewal of Accounting Services with CliftonLarsonAllen LLP.

- F. Review and Consider Resolution No. 2019-11-09 Approving the 2020 Landscape Maintenance Services Agreement with Metco Landscape, LLC

Ms. James reviewed with the Board. After review, upon a motion duly made by Director Prysby, seconded by Director Wagner, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-09 Approving the 2019 Landscape Maintenance Services Agreement with Metco Landscape, LLC.

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G. Review and Consider Resolution No. 2019-11-10 Approving the 2020 Snow Removal Services Agreement with Metco Landscape, LLC

Ms. James reviewed with the Board. After review and discussion, upon a motion duly made by Director Prysby, seconded by Director Wagner, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-10 Approving the 2020 Snow Removal Services Agreement with Metco Landscape, LLC with the updates discussed.

H. Review and Consider Resolution No. 2019-11-11 Approving Service Agreement with Altitude Athletic Surfaces, LLC for Pickleball Line Installation

Ms. James reviewed with the Board. After review and discussion, upon a motion duly made by Director Prysby, seconded by Director Wagner, and upon vote unanimously carried, the Board approved Resolution No. 2019-11-11 Approving the Service Agreement with Altitude Athletic Surfaces, LLC for Pickleball Line Installation.

I. Discussion Regarding Possible Fence Encroachment

Ms. James reported that a letter was sent to the homeowner via Certified Mail. She has not yet received a response. Director Prysby noted that there is another encroachment in Chatfield Farms. Director Sherman noted that it was approved by the HOA. Ms. James will need to send a letter to the HOA.

J. Update Regarding Final Water Due Diligence Filing and Executive Session pursuant to C.R.S., Section 24-6-402(4)(B) and for the Purposes of Receiving Legal Advice on Specific Legal Questions, if requested

There was no update needed.

K. Executive Session Pursuant to C.R.S. Section 24-6-401(4)(b) for Purposes of Receiving Legal Advice on a Special Legal Question

Director Brown opened the Executive Session at 9:11 p.m. by stating “The Board will now go into Executive Session, the topic of the Executive Session to be held by the Board is to discuss chain of command, authority of the Board, and authority of the Board to direct District actions. Director Prysby closed the

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Executive Session at 9:33 p.m. Upon reconvening into regular session, Director Brown stated that "No policy, position, resolution, rule, regulation, or formal action occurred in the Executive Session. For the record, if any person who participated in the Executive Session believes that any substantial discussion of any matters not included in the Motion to go into the Executive Session occurred during the Executive Session, or that any improper action occurred during the Executive Session in violation of the open meetings law, I would ask that you state your concerns for the record." Director Brown heard no concerns and the Board returned to open session.

No action was taken.

L. Other

There were no other legal matters.

A. Confirm Quorum for December 17, 2019 Regular Meeting (if necessary)

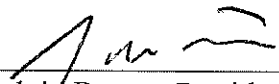
OTHER BUSINESS

A quorum was confirmed.

ADJOURNMENT

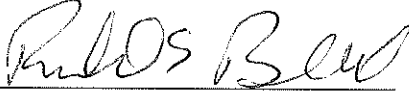
Upon a motion duly made by Director Brown, the Board adjourned the meeting at 9:35 p.m.

Respectfully submitted,

By: 

Calvin Brown, President

Attest:

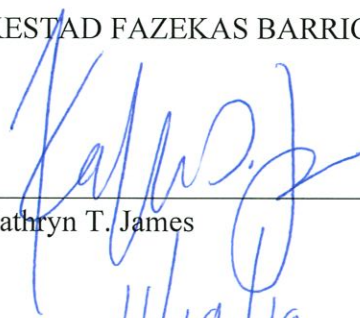
By: 

Ronald Bendall, Secretary

**ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
ATTESTED STATEMENT OF ATTORNEY
REGARDING EXECUTIVE SESSION**

Pursuant to C.R.S. § 24-6-402(4)(b) and (e), the undersigned, attorney for the Roxborough Village Metropolitan District, hereby attests that in her opinion the Executive Session of the Board of Directors of the Roxborough Village Metropolitan District which was held on Tuesday, November 19, 2019, at a regular meeting of the Board which Executive Session began at approximately 9:11 P.M. and which ended at approximately 9:33 P.M., which was not recorded, constituted a privileged attorney-client communication. The purpose of the Executive Session was for the Board of Directors to discuss chain of command and authority of Board to direct District actions, and for the Board to confer with its legal counsel for the purpose of receiving legal advice on specific legal questions related thereto.

FOLKESTAD FAZEKAS BARRICK & PATOILE, P.C.

By: 

Kathryn T. James

Date: 11/19/19