

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD NOVEMBER 29, 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 Tuesday, the 29th day of November, 2022 at 6:00 p.m. at Roxborough Library, 8375 N. Rampart Range Rd., Suite 200, Littleton, CO 80125 and via Zoom Meeting. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mathew Hart
Ephram Glass
Travis Jensen
Calvin Brown

Directors Absent:

Mark Rubic

Also In Attendance Were:

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

Kelley Duke, Esq. (in-person) and Dino Ross, Esq. (via Zoom); Ireland Stapleton Pryor & Pascoe, P.C.

Brenna Karamigios and Christina Griggs; Gemsbok Consulting Inc.

CALL TO ORDER

At 6:00 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 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.

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ADMINISTRATIVE MATTERS

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

Following discussion, upon motion duly made by Director Hart, seconded by Director Brown and, upon vote, unanimously carried, the Board approved adding an Executive Session 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 Hart, seconded by Director Brown and, upon vote, unanimously carried, the Board determined this Board meeting will be held in-person at the Roxborough Library, 8375 N. Rampart Range Road., Suite 200, Littleton, Colorado 80125 and via Zoom.

PUBLIC COMMENTS

There were no public comments.

FINANCIAL MATTERS

Budget Workshop: Ms. Griggs and Ms. Karamigios reviewed with the Board the draft 2023 Budget. The Board discussed changes to the draft 2023 Budget. It was noted Director Rubic resigned as District Treasurer.

LEGAL MATTERS

Executive Session: Pursuant to Section 24-6-402(4)(b), C.R.S., upon motion duly made by Director Brown, seconded by Director Hart and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session for the purpose of receiving legal advice on the Crystal Lake incident. Attorney Ross certified for the record that the executive session will constitute confidential attorney-client communications and will not be recorded.

The Board went into executive session at 7:02 p.m.
The Board came out of executive session at 7:23 p.m.

In accordance with § 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.

Action on Matter Discussed in Executive Session: No action was necessary by the Board.

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OTHER BUSINESS

Agenda and Pre-Agenda Meeting: The Board entered into discussion regarding conducting agenda and pre-agenda meetings.

Conflicts Questionnaire: Attorney Ross discussed with the Board the deadline to return the Conflicts Questionnaire.

Code of Conduct Policy: The Board entered into discussion regarding drafting a Code of Conduct Policy. No action was taken by the Board.

2023 Service Agreements: The Board entered into discussion regarding the 2023 Service Agreements. It was noted the agreements will be discussed at a future meeting.

Meeting Minutes: The Board entered into discussion regarding the expectation for the Minutes to be drafted and posted on the District's website.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Brown, seconded by Director Hart and, upon vote, unanimously carried, the Regular Meeting was adjourned at 7:55 p.m.

Respectfully submitted,

By: Travis C Jensen
Secretary for the Meeting