

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD OCTOBER 3, 2023

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of Roxborough Village Metropolitan District (the “District”) was convened on Wednesday, the 3rd day of October, 2023 at 6:00 p.m. at the Roxborough Library, 8375 N. Rampart Range Rd, Littleton, CO 80125 and via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Mark Rubic
Debra Prysby
Mathew Hart
Ephram Glass
Travis Jensen

Also In Attendance Were:

None.

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. Director Rubic 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: The Board reviewed the proposed Agenda for this Special Meeting.

Following discussion, upon motion duly made by Director Prysby, seconded by Director Rubic, and, upon vote, unanimously carried, the Board approved the agenda, as amended.

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PUBLIC COMMENTS

None.

AGENDA PRIORITIES

Playground Equipment: Director Rubic updated the Board on the playground equipment. It was noted that he has not received anything. Mr. Hunsaker is working on the grant proposal, no updates on progress.

2024 BUDGET PLANNING

2024 Budget: The Board discussed the 2024 Budget. Director Rubic will give Gemsbok the go ahead using prior discussed details.

BOARD DISCUSSION MATTERS

Chatfield Farms Inclusion Agreement: The Board discussed the Inclusion Agreement. It was noted that the district management has not been properly allocating costs for the Chatfield Farms inclusion agreement.

Direct Maintenance Costs: The Board discussed the direct maintenance costs for Chatfield Farms, which have not been designated as direct costs and were allocated on a percentage basis.

Maintenance Costs for Non-Chatfield Farms Expenses: The Board discussed the maintenance costs for Non-Chatfield Farms expenses, which have gotten an allocation to Chatfield Farms when they should not have.

Calculation for Allocating Costs for Chatfield Farms: The Board discussed the calculation for allocating costs for Chatfield Farms, which when applicable, has never been recalculated to match the definition in the inclusion agreement (homes in Chatfield Farms/homes in the whole district).

Capital Contributions: The Board discussed capital contributions (i.e. the dollars earmarked for replacing capital assets), which are based on a 1999 list of projected capital projects some of which were not done or were replaced with other infrastructure. The capital contributions were never updated to reflect inflation or changes in the costs of materials and labor (so they are way too low as are the capital reserves earmarked thus far).

To ensure the district is in compliance with the Inclusion Agreement and mitigates any liability to the developer, the District needs to remedy the above problems. Based on figures already calculated, if we fix these items, the apparent obligation to pay the developer several hundred thousand dollars will be flipped and the district will have no obligation to pay the developer anything. It should be noted that the capital reserves for Chatfield Farms are not restricted to Chatfield Farms -

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this is an accounting on paper to show we have enough money to maintain things we are already maintaining.

Recommended Steps:

Chatfield Farms Allocation: The Board needs to review old invoices and give Gemsbok direction on how to allocate them properly. It was noted that Director Glass has done the analysis already for the invoices in bill.com. Rather than going through all the old invoices, the Board might need to base older invoices on an allocation based on recent expenditures.

The Board also needs to have Gemsbok recalculate what the percentage allocation for things not directly attributable to Chatfield Farms. This may need to be based on an assumption that built houses have a certificate of occupancy since Douglas County can't/won't give that to us.

Chatfield Farms Capital Contributions:

The Board needs to create a list of the actual infrastructure installed in Chatfield Farms (built by the developer, or at a minimum, referred to in the inclusion agreement).

The Board needs to identify the replacement costs of the items in #1. Much of this was done by SDMS already when they updated our insurance numbers.

The Board needs to identify the expected lifespan of the capital items in #1.

The Board needs to have Gemsbok perform a calculation based on #2 and #3 to generate the catch-up contribution needed and the annual capital contribution going forward.

The above recommended actions would be a small expense (a few thousand dollars) to mitigate a very large liability (a few hundred thousand dollars).

To ensure the District is in compliance and limit liability - correct as much as the District can, the Board needs to review old invoices (soccer field rework & playground) that can be corrected and make a list of the actual infrastructure installed in Chatfield Farms for capital contributions.

ColoTrust: The Board discussed ColoTrust. It was noted that there was no added overhead from SDMS or Gemsbok.

CWPP: The Board discussed some issues with Homeowners stating things are wildfire issues. It was noted that Grants from Dept of Agriculture can be obtained.

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The Board directed SDMS to reach out to see what is needed for these grants.

Wildfire Mitigation Proposals: The Board discussed the wildfire mitigation proposals. Director Rubic is in contact with one Vendor and will follow up.

Concrete: Director Glass and Director Rubic discussed with the Board the concrete issues. They marked things up with Chavez. The estimates have been sent. The Board generally agrees to do all but the new path. The issues will be discussed at the next meeting.

Pumps: There was no update at this time. Director Glass has resources from the SDA Conference. It was noted that there were pictures of the pump detail to send to the repair shop to investigate.

Signage: There were no updates at this time.

Drainage Issues: Director Rubic and Director Glass met with Steve from Douglas County and agreed to plan of action. The Board sent notice and posted on website. The plan is set to start on October 9, 2023.

Survey: The Board reviewed the professional survey on what people would like done. The Board will discuss what are their concerns and seek input before suggesting things. The Board will Investigate the price and regroup.

Town Hall Community Meeting: The Board discussed the Statutory Town Hall Community Meeting. Director Rubic believes Ms. Ripko did get the Facebook account added to the community page. The Board does not want to schedule until the District has broken ground on playground.

Permits: There were no updates at this time.

OTHER MATTERS

CF 1A: The Board discussed the CF 1A. The District will approach developers on behalf of the HOA and continue through November 2024 since original says 2023.

Maintenance: The Board discussed landscaping, water and electric bills to be entirely for the HOA.

Softball Field: The Board discussed the softball field.

GIS: The Board discussed the GIS proposal. Director Glass will look into getting a quote from IMEG.

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September 29, 2023: The Board discussed the Volunteer day at the Middle School on September 29, 2023.

ThunderRidge Update: Director Glass will compile and consolidate a list and will verify with Attorney Ross what can be included.

October 18, 2023 Meeting: It was noted that someone from the Norris family is going to attend.

September 12, 2023 Meeting: The Board had follow up discussions from the September 12, 2023 meeting regarding Foothills verification and Fertilization.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Prysby, seconded by Director Jensen, and upon vote, unanimously carried, the Special Meeting was adjourned at 7:50 p.m.

Respectfully submitted,

By: Travis C Jensen
Secretary for the Meeting