

# RECORD OF PROCEEDINGS

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## MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD APRIL 18, 2023

A Regular Meeting of the Board of Directors (referred to hereafter as the “Board”) of Roxborough Village Metropolitan District (the “District”) was convened on Tuesday, the 18<sup>th</sup> day of April, 2023 at 6:00 p.m. at Roxborough Intermediate School, Ridge Room, 7370 Village Circle E, Littleton, Colorado 80125 and via Zoom. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Mathew Hart  
Ephram Glass  
Calvin Brown  
Mark Rubic

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, upon vote, unanimously carried, the absence of Director Jensen was excused.

#### Also In Attendance Were:

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

Kelley Duke, Esq.; Ireland Stapleton Pryor & Pascoe, P.C.

Brenna Karamigios; Gemsbok Consulting Inc. (“Gemsbok”)

Cory France and Dale Draper; Consolidated Divisions, Inc. d/b/a CDI Environmental Contractor (“CDI”)

### CALL TO ORDER

At 6:03 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

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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:** Mr. Loften reviewed with the Board the proposed Agenda for this Regular Meeting.

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown, and, upon vote, unanimously carried, the Board approved the agenda, as amended to remove the Minutes from the February 21, 2023, add an Executive Session and add approval for irrigation for the greenhouse.

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### PUBLIC COMMENTS / HOMEOWNER REQUESTS

There were no public comments.

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### CONSENT AGENDA

The Board considered the following actions:

- Minutes of the following meetings (to be distributed):
  - a. March 21, 2023
  - b. March 29, 2023

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, unanimously carried, the Board approved the Minutes as amended.

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### FINANCIAL MATTERS

**Claims:** The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending March 31, 2023
Total Claims	\$ 94,756.79

Ms. Karamigios reviewed the claims and shared the new details included in the report per the request from the Board. Director Rubic had questions about how the water and electric bills were being broken out to account for the Chatfield Farms agreement and about the high CORE electric bill. Ms. Karamigios and the Board discuss getting the detailed invoices for water and electric added to Bill.com and which bills should be included in the Chatfield Farms agreement. The Board also discussed how the District is billed for electricity usage and fees. Ms. Karamigios will work with Director Glass to include the Chatfield Farms information moving

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forward and the Board will discuss electric billing, fees, and usage at a future meeting.

Ms. Karamigios reviewed the claims and addressed questions from the Board. It was noted Ms. Karamigios will review and get back to the Board regarding the status of United Site Services and the Port-a-Potties, the \$929.86 Metco Invoice, and clarification of the dates for the Ireland Stapleton invoices. Director Rubic asked that additional information be included in the claims analysis in order to verify figures.

Following discussion, upon motion duly made by Director Hart, seconded by Director Brown and, upon vote, carried with Directors Hart, Brown, Jensen and Glass voting aye and Director Rubic opposing, the Board ratified approval of the payment of claims, as presented.

**Unaudited Financial Report:** Ms. Karamigios reviewed the unaudited financial report for the period ending March 28, 2023.

Ms. Karamigios reviewed the detailed report and the executive summary including receipt of the first tax payment. Ms. Karamigios shared that the next tax payment is expected in June/July and that the District's outstanding payables that are overdue is now at less than 15%. Ms. Karamigios also confirmed that Q1 payroll taxes have been filed. Ms. Karamigios also reviewed the new graphs and charts requested by the Board.

The Board had additional question about the Chatfield Farms Agreement. Ms. Karamigios stated that Gemsbok has been working with Attorney Ross and Attorney Duke to better understand the agreement. Gemsbok has also been rebuilding the files from 2000 onward in order to provide clarity and details. The rebuilt reports should be ready for Board review soon.

Atty Duke stated that based on their review of the agreement and conversations with previous legal counsel, there does not appear to be an active developer to be paid as outlined in the agreement. Atty Duke state that the District still needs to follow the contract. Director Glass will work on identifying the lead developer and the Board will wait until the updated files and report is completed by Gemsbok to discuss further action related to the Chatfield Farms Agreement.

The Board requested that Ms. Karamigios adjust the various charts and reports to include additional information. It was noted Director Glass will work with Ms. Karamigios on examples of charts and reports for future meetings.

Following discussion, upon motion duly made by Director Glass, seconded by Director Hart, and unanimously carried, the Board approved the unaudited

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financial report for the period ending February 28, 2023, as presented.

### **OPERATION AND MAINTENANCE MATTERS**

#### **Landscaping Updates- CDI Landscape, LLC:**

*Update Regarding Spring Preparation:* Mr. Draper updated the Board about spring preparation and irrigation repairs and start-up. Mr. Draper stated that CDI is on schedule for Spring maintenance and preparation and has been working through the many items on the list. He confirmed that the softball field has been groomed and the outfield striped. Mr. Draper confirmed that the clean-up has been handled and that it is business as usual on the maintenance front.

Mr. Draper also discussed the irrigation system and reported that the damage was not as bad as previously thought. He confirmed that minor repairs have been made. Mr. Draper also shared that CDI has some concern about the lack of additional water from RWSD at this time, and concern about potentially going below the threshold if the system is pressurized multiple times to repair damage and prepare the system for the season. He indicated this concern has been exacerbated by the need to turn on the system in April as opposed to May. Mr. Draper indicated that the RWSD timeline to correct/repair the issue with water delivery was still sometime in May. CDI and others will work with RWSD to determine the timelines and if there are other options to deliver water to the District. The Board directed SDMS to include information about this issue in the weekly report.

Director Rubic had questions about some of the larger repairs that had taken place in Community Park. Director Rubic indicated that he had seen digging in the park that had since been covered over and wanted to confirm that repairs had been completed. Mr. Draper was able to confirm that the damage was repaired during the meeting.

Mr. Draper addressed the Board's concern about re-winterizing the system in case of colder weather. Mr. Draper indicated that given the size of the District's lines and backflows that CDI was not concerned about any freeze damage, even if there is a Spring snow event.

*Shelter for CDI's Electric UTV and/or Free Electricity:* The Board discussed the District paying to shelter CDI's electric Utility Task Vehicle ("UTV") and/or providing free electricity. Following discussion, the Board determined the District is willing to help facilitate the process, but was unwilling to spend District funds. Mr. Draper indicated that CDI would move forward with the UTV with the understanding that it would not be stored or charged on District property.

**Grants from Douglas County and Great Outdoors Colorado ("GOCO") to Support a Playground and/or Other Improvements in the District:** The Board

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reported that they did not come to a consensus about applying for GOCO grants during their April 10, 2023 meeting. The Board further discussed options to pursue grant funding and to replace the playground that was removed using District funds. The Board tabled further discussion until later in the agenda.

### **General Updates Regarding Ongoing Projects:**

*Chatfield Farms Planter Facade Replacement:* The Board deferred discussion.

*Electrical fixes on Rampart Median:* The Board deferred discussion.

*Playground Repairs:* Ms. Ripko reported to the Board that the contractor is struggling to locate the needed parts. It was noted further updates will be provided to the Board as they become available.

*Roxborough Water and Sanitation District (“RWSD”) Reclamation of Construction Staging Area:* Director Rubic expressed concerns about the dry weather and asked if the District should request RWSD water the construction staging area. Director Glass indicated that he did not believe this was needed at this time. There was no action taken at this time.

*Graffiti Removal Proposals:* The Board reviewed proposals for graffiti removal services and agreed that SDMS should continue working with CDI to address graffiti and vandalism in the District. The Board directed SDMS to post an announcement on the District website, transmit an email to District residents and signs in the community about how to report vandalism,

**Proposals for Tree Care:** The Board reviewed proposals for tree care services. The Board directed SDMS to obtain estimates from Davey Tree Service for deep root watering/feeding.

Following discussion, upon motion duly made by Director Brown, seconded by Director Rubic and, unanimously carried, the Board approved the proposal from Davey Tree Service, in the amount of \$37,500.

### **District management Updates:**

Updated action item list: The Board deferred discussion.

SDMS Monthly Report: The Board deferred discussion.

*Monthly Invoice from Foothills Park & Recreation re: March 2023 Roxborough Village Resident Use:* The Board deferred discussion.

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### ENGINEERING MATTERS

**District Engineer Services Contract:** The Board discussed the District Engineer Services Contract. No action was taken at this time.

**Other:** There were no other engineering matters to discuss.

### LEGAL MATTERS

**Code of Conduct:** The Board deferred discussion.

**Contract for Mosquito Treatment:** The Board discussed an updated Contract for mosquito treatment. The Board requested that a map be included in the Contract. No action was taken by the Board.

**2<sup>nd</sup> Amendment to CDI Contract to Remove Native Grass Field Mowing Area:** The Board reviewed a 2<sup>nd</sup> Amendment to CDI Contract to remove native grass field mowing area.

Following discussion, upon motion duly made by Director Hart, seconded by Director Glass and, unanimously carried, the Board approved the 2<sup>nd</sup> Amendment to CDI Contract to remove native grass field mowing area.

**3<sup>rd</sup> Amendment to CDI Contract to Add Locate Services:** The Board reviewed a 3<sup>rd</sup> Amendment to CDI Contract to add locate services.

Following discussion, upon motion duly made by Director Hart, seconded by Director Glass and, unanimously carried, the Board approved the 3<sup>rd</sup> Amendment to CDI Contract to add locate services.

**1<sup>st</sup> Amendment to SDMS Contract to Remove Locate Services:** The Board reviewed a 1<sup>st</sup> Amendment to SDMS Contract to remove locate services.

Following discussion, upon motion duly made by Director Hart, seconded by Director Glass and, unanimously carried, the Board approved the 1<sup>st</sup> Amendment to SDMS Contract to remove locate services.

**Other:** There were no other legal matters to discuss.

### DIRECTOR MATTERS

**Flock Cameras and Installing Cameras in Problem Spots:** The Board deferred discussion.

**Various Small Jobs (Fence Repair, Paint, etc.):** The Board discussed engaging

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SDMS for field services to perform up to 10 hours of work as needed for the District. It was noted Director Rubic expressed concern about timeline and availability.

Following discussion, upon motion duly made by Director Brown, seconded by Director Hart and, upon vote, carried with Directors Brown, Hart and Glass voting aye and Director Rubic abstaining, the Board approved the engagement of SDMS for field services. The Board further directed SDMS to include information about field services work in the weekly and monthly reports.

**Softball Field Reservation Forms:** The Board discussed the proposed revisions to softball field reservation forms. The Board directed SDMS to update the forms on the website to further clarify what the District is responsible for regarding striping and to update the fee information for Out of District permits. The Board further discussed adding additional information to all permits regarding abiding by District rules, vehicle restrictions and parking. The Board requested that requests be sent to the Board for review prior to approval. It was noted the Board may, at its discretion, provide additional guidance and requirements related to parking. The Board further directed SDMS to send updated forms for signature to all permit holders with approved reservations in order to maintain the permit and to follow-up with CDI about any costs associated with marking irrigation and other concerns.

**Rules & Regulations Regarding Vehicles 1.17:** The Board discussed concerns about vehicles being driven on District sidewalks and fields. The Board further discussed reasonable accommodations under the American with Disabilities Act (“ADA”). The Board directed Attorney Duke to review the proposed Rules and Regulations and provide an updated draft for discussion and approval at a future meeting.

**Public Meeting Notice, Agenda, Meeting Packet and Director, Consultant, or Vendor Expectations:** The Board deferred discussion.

**Dog Station Trash Can Replacements:** The Board deferred discussion.

**Removal of Easement for 16B Homeowners Association (HOA”) Monument:** The Board discussed the easement and potential solutions. It was noted Director Glass will contact the HOA to discuss potentially reassigning the easement to the HOA.

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### **Authorize Purchase of Pots, Soil, Watering and Planting Equipment for the Greenhouse:**

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, unanimously carried, the Board approved the purchase of equipment and supplies for the greenhouse not to exceed \$4000.00.

### **Authorize One-Time Funding to Install Required Irrigation in the Greenhouse:**

Following discussion, upon motion duly made by Director Glass, seconded by Director Brown and, unanimously carried, the Board approved the one-time funding to install irrigation for the greenhouse not to exceed \$4500.00.

**Softball Field Outfield Grass Improvements:** The Board deferred discussion.

**Public Calendar File:** The Board deferred discussion.

**Mosquito Treatment Maps/Scope:** The Board deferred discussion.

**Proposed Revisions to Softball Field Reservation Forms:** The Board deferred discussion.

**Proposed Update to the Rules & Regs Regarding Vehicles 1.17:** The Board deferred discussion.

**Proposed Public Meeting Notice, Agenda, Meeting Packet and Director, Consultant, or Vendor Expectations:** The Board deferred discussion.

### **OTHER MATTERS**

**Executive Session:** Pursuant to Section 24-6-402(4)(b), C.R.S., upon motion duly made by Director Glass, 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 regarding the tennis courts. Attorney Duke 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 7:34 p.m.  
The Board came out of executive session at 7:52 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.



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**Landscape Maintenance Agreement:** The Board discussed the Landscape Management Agreement with Attorney Ross to clarify section numbering and other items. No action was taken by the Board

**United Site Services:** Mr. Loften provided an update to the Board on United Site Services and the status of the port-a-potties. The Board directed Mr. Loften to provide a notice to individuals with reservations and post a notice on the District's website if the port-a-potties will be further delayed.

**Potential Water Main Break:** The Board discussed the potential water main break at Rampart Range Road caused by construction and potential next steps. The Board directed Attorney Ross to continue to contact Xcel Energy Inc. and other contractors to address reimbursement concerns related to charging and re-winterizing the system. The Board also directed Mr. Loften to contact Diversified Underground Inc. to obtain detailed records and documentation related to utility locates and to provide Attorney Ross with additional contact information for the project. SDMS will contact CDI Environmental Contractor to request any additional information or images from the location of the damage. The Board took no action regarding approving the pressurization of the system at this time.

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### **ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Glass, seconded by Director Brown, and upon vote, unanimously carried, the Special Meeting was adjourned at 8:13 p.m.

Respectfully submitted,

By: Travis C Jensen  
Secretary for the Meeting