

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD MAY 12, 2025

A Special Meeting of the Board of Directors (referred to hereafter as the "Board") of Roxborough Village Metropolitan District (the "District") was convened on Monday, the 12th day of May, 2025 at 6:00 p.m. at the Roxborough Library, 357 N Rampart Range Rd # 200, Littleton, CO 80125. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Ephram Glass
Debra Prysby
Clifford Linhardt
Ronald Bendall
Stephen Throneberry

Also In Attendance Were:

Dino Ross, Esq.; Ireland Stapleton Pryor & Pascoe, P.C.
Treg Warnsholz, Resident

CALL TO ORDER At 6:03 p.m. the meeting was called to order.

I. ADMINISTRATIVE MATTERS

Director Glass noted that all oaths of office had been filed with the state and Directors Linhardt, Bendall, and Throneberry were officially seated on the board.

A. 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 Glass 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.

B. Additions/Deletions/Approval of Agenda

Attorney Dino Ross requested an addition to the agenda to discuss drafting a generic HOA easement agreement so the District can legally enter HOA property to perform maintenance as prescribed in the ballot issue that recently passed. Following discussion, upon motion duly made by Director Glass, seconded by Director Linhardt, and, upon vote, unanimously carried, the Board approved the agenda as amended with the added agenda item immediately following public comment.

II. APPOINTMENT OF OFFICERS

A. Appoint officers

The Board discussed the officer appointments. Following discussion, upon motion duly made by Director Glass, seconded by Director Prysby, and, upon vote, unanimously carried, the Board appointed Director Stephen Throneberry to be Assistance Secretary, Director Ronald Bendall to be Secretary, Director Clifford Linhardt to be Treasurer, Director Debra Prysby to be Vice President, and Director Ephram Glass to be President.

B. Determine Bill.com approvers

The Board discussed the invoice approval system and the need for an approver aside from Director Glass. Following discussion, upon motion duly made by Director Glass, seconded by Director Prysby, and, upon vote, unanimously carried, the Board appointed Director Linhardt as the second approver in Bill.com.

III. PUBLIC COMMENTS/HOMEOWNER REQUESTS

There were no public comments.

IV. BOARD DISCUSSION MATTERS

A. Discuss drafting an HOA easement agreement

Attorney Ross noted that with the passing of the ballot issue requiring the District to maintain HOA property, any existing license agreements could be supplanted with a generic easement agreement to allow the District to enter HOA property to perform required maintenance. Following discussion, the consensus of the Board was to direct Attorney Ross to draft the easement agreement.

B. Ratify agreements:

1. Agreement with Metro Maintenance for bathroom cleaning

The Board discussed the bathroom cleaning agreement. Following discussion, upon motion duly made by Director Prysby, seconded by Director Glass, and, upon vote, unanimously carried, the Board ratified the agreement.

2. Agreement with JPL for xeriscape changes and cleaning of trickle channel

Director Glass noted the wrong agreements were included in the packet and the new JPL agreements had not been signed yet. The consensus of the Board was to defer the agreement ratification until the next meeting.

3. Agreement with Diversified for locate services

The Board discussed the locate services agreement. Following discussion, upon motion duly made by Director Glass, seconded by Director Prysby, and, upon vote, unanimously carried, the Board ratified the agreement.

4. Agreement with EcoResources for installation of pond aeration systems

The Board discussed the aeration system agreement. Following discussion, upon motion duly made by Director Glass, seconded by Director Linhardt, and, upon vote, unanimously carried, the Board ratified the agreement.

5. Agreement with CDI for moving logs, installing signs, and planting wildflower plugs

The Board discussed the CDI agreement. Following discussion, upon motion duly made by Director Prysby, seconded by Director Bendall, and, upon vote, four votes were in favor with Director Glass abstained, the Board ratified the agreement.

C. Discuss and consider approval of ESRI GIS subscription.

Director Glass discussed the ESRI invoices. After some discussion, the consensus of the Board was that only the subscriptions were required and the maintenance invoice was not worth the cost. Following discussion, upon motion duly made by Director Glass, seconded by Director Linhardt, and, upon vote, unanimously carried, the Board approved paying the \$1,700.51 subscription invoice.

D. Update on Community Park playground.

Director Glass provided an update to the Board regarding the Community Park playground. AtoZ provided an updated proposal omitting engineering, earthwork, concrete work, and extra equipment. The playground surface will be expanded for future equipment. Farnsworth is putting together a proposal to do the engineering work for the playground concrete and earthwork. Chavez Services will provide an estimate after engineering work is completed.

E. Discuss and consider approval of the proposal to fix cracks in the larger Community Park parking lot.

Director Glass noted that there were safety concerns with regard to the cracks in the Community Park parking lot. The cost difference for doing all the work immediately versus just the cracks was only a few hundred dollars. Following discussion, upon motion duly made by Director Glass, seconded by Director Prysby, and, upon vote, unanimously carried, the Board approved paying Chavez Services \$19,179.00 to fix the cracks only and defer the remainder of the parking lot work until after the Community Park playground was installed.

F. Discuss and consider approval of Douglas County maintenance agreement.

Director Glass noted the draft maintenance agreement with Douglas County was sent shortly before the meeting. After a short explanation of why the maintenance agreement was needed, discussion and approval of the agreement was deferred to the next meeting.

G. Consider applying for Human Bear Conflict Reduction Grant.

Director Glass stated that the Human Bear Conflict Reduction grant was a new state grant that could be used for both replacing trash receptacles in the district as well as to fund a Service Plan amendment that would allow the District to enforce trash policies that would reduce conflicts with bears. After some discussion, the consensus of the Board was to proceed with the grant application.

H. Discuss implementing a District communication strategy including sending out a regular newsletter.

Director Glass noted that the District has been very bad at communicating with residents and had limitations in its reach due to its limited email distribution list and restrictions to responding on Facebook and other social media sites due to open meeting laws. He recommended issuing a newsletter listing recent District accomplishments and ongoing projects with the addition of requesting that residents sign up for future newsletters and announcements as well as a survey to get community input. After some discussion, the consensus of the Board was to ask the District Manager to draft the newsletter with everything listed in the packet except for the pond aeration, signage, and bear/mountain lion/coyote awareness topics which would be included in future newsletters. The consensus of the Board was that the first newsletter would be mailed as well as electronically

distributed, while future newsletters would only be sent and posted electronically. The Board also discussed the benefits of hiring a part time employee to manage social media interactions in addition to other work.

I. Discuss hiring employees.

Director Glass briefly noted that costs for landscape maintenance and snow removal were rapidly increasing and, in his opinion, it made financial sense to hire employees. Due to time constraints at the meeting, he noted that a full discussion of the topic would happen in June.

J. Discuss planting new trees in the District.

The Board discussed where to plant new trees. Directors Glass and Prysby noted that a plan had been proposed in March to plant trees on the east and west sides of the Community Park parking lot where new drip lines would be run to the new trees as well as to existing trees that were stressed. After discussion, the consensus of the Board was to proceed with the original plan while omitting the tree in the southwest corner to avoid potential conflict with a planned overlook.

K. Discuss and consider approval of softball field fence.

The Board discussed the Little League request to install temporary outfield fences in the softball field. After discussion, the consensus of the Board was that it made sense for the District to hire the fence contractor to install the fence sleeves and have the Little League contract to install the fence themselves. Following the discussion, upon motion duly made by Director Glass, seconded by Director Linhardt, and, upon vote, unanimously carried, the Board approved paying the fence contractor a not-to-exceed price of \$2,000 to install the fence sleeves.

L. Discuss and consider approving request to provide free music events.

Director Glass noted a resident of Roxborough Park had asked if the District was interested in him organizing free music events where he would find sponsors to fund the events. After some discussion, the consensus of the Board was that it was a great idea and that the current permits could be used. Attorney Ross asked if the current permits had noise restrictions or time limits for noise. Director Glass noted that they did not. After further discussion, the Board directed Attorney Ross to draft a short addendum to the permit to address noise.

M. Review lists of current approved and requested community permits, if any. (Sports Field Use, Park Areas & Gazebo, Food Truck Vendors, etc.) and/or any new resident inquiries or correspondence.

There were no new permit requests.

V. OTHER MATTERS

A. Other

Director Bendall asked if there were any planned landscape walkthroughs. Director Prysby noted that she had wanted to try to schedule some. After some discussion, the consensus of the Board was to direct the District Manager to schedule a few 2-hour landscape walkthroughs with two 6-seat golf carts.

VI. PUBLIC COMMENTS/HOMEOWNER REQUESTS

There were no public comments.

VII. ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Glass, seconded by Director Prysby, and upon vote, unanimously carried, the Special Meeting was adjourned at 7:58 p.m.

Respectfully submitted

A handwritten signature in black ink, appearing to read "Ron Bendall".