

**MINUTES OF SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
HELD
OCTOBER 3, 2025**

A special meeting of the Board of Directors (referred to hereafter as the “Board”) of the Roxborough Village Metropolitan District (the “District”) was convened on Friday, the 3rd day of October, 2025 at 2:00 p.m. via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance:

Ephram Glass, President
Debra Prysby, Vice President
Clifford Linhardt, Treasurer
Stephen Throneberry, Assistant Secretary

Director Absent:

Ronald Bendall, Secretary

Also In Attendance:

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

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

Lee Johnson, Esq.; Carlson, Hammond & Paddock, LLC

**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. District Manager 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 all Board members with potential conflicts had filed the disclosure statements.

**ADMINISTRATIVE
MATTERS**

Agenda: District Manager Ripko reviewed with the Board the proposed Agenda.

Following discussion, upon motion, duly made by Director Glass, seconded by Director Prysby and, upon vote, unanimously carried, the Board approved the Agenda.

**PUBLIC
COMMENTS**

None.

LEGAL MATTERS

EXECUTIVE SESSION: A motion was made by Director Glass, seconded by Director Prysby, to go into Executive Session pursuant to Section 24-6-402(4)(b), C.R.S. for the purpose of receiving legal advice on the District's water rights. The motion carried unanimously. Attorney Ross certified for the record that the executive session will constitute an attorney-client communication and will not be recorded. The Board went into executive session.

RETURN TO OPEN PUBLIC MEETING: A motion was made by Director Prysby, seconded by Director Linhardt, to come out of Executive Session, the Board reconvened the Special Meeting. The motion passed unanimously.

ADJOURNMENT

There being no further business to come before the Board, upon motion, duly made by Director Prysby, seconded by Director Glass, and, upon vote, unanimously carried, the meeting was adjourned.

APPROVAL:

The foregoing minutes, which have been approved by the affirmative majority vote of the Board of Directors of the Roxborough Village Metropolitan District, are a true and accurate record of the meeting held on the date stated above.



Approved signer

I hereby attest that the information communicated during the Executive Session, which was held for the purpose of receiving advice of legal counsel on the District's water rights, constituted a confidential attorney-client privileged communication.

Dino A. Ross

Dino Ross, Esq.

I hereby attest that the Executive Session was confined to receiving advice of legal counsel as authorized by C.R.S. §24-6-402(4)(b).

Ephram Glass

Ephram Glass, Board President