

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING
OF THE BOARD OF DIRECTORS OF THE
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
HELD
October 20, 2015

A regular meeting of the Board of Directors of the Roxborough Village Metropolitan District (referred to hereafter as "Board") was convened on Tuesday, October 20, 2015 at 6:30 p.m., at the Roxborough Library, Roxborough Market Place (Safeway Shopping Plaza), Meeting Room, 8357 N. Rampart Range Road, Suite 200, Littleton, CO 80125. The meeting was open to the public.

ATTENDANCE

In Attendance were Directors:

Linda Goodrich (left at 7:59 p.m.)
Judi Holden
Steven Sherman
Debra Prysby
Ronald Bendall

Also in Attendance were:

Mathew Mendisco; CliftonLarsonAllen LLP.
Katie James, Esq.; Folkestad Fazekas Barrick & Patoile, P.C.
Eric Keesen, and Tom Baldasare; Brickman Group
Mark Frederick; Summit Services
Scott Barnett; Mulhern MRE, Inc.
Ray Sperger; Ark Ecological

CALL TO ORDER

APPROVE AGENDA

The meeting was called to order at 6:30 p.m. by Director Goodrich. Upon a motion duly made by Director Prysby, seconded by Director Holden and, upon vote, unanimously carried, the Board approved the agenda as amended to include the Ark Ecological Report.

PUBLIC COMMENT

There was no public comment.

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CONTINUED INTERVIEWS WITH SUMMIT SERVICES AND BRICKMAN GROUP FOR 2016 LANDSCAPE MAINTENANCE SERVICES

Mark Frederick with Summit Services presented the history of Summit Services as a company. He indicated that Summit Services provides both snow and landscape services and has about 65 full time employees in the summer, and as many as needed with sub-contractors in the winter for snow removal. Mr. Frederick stated that only one employee has less than seven years with Summit Services. Mr. Frederick would be the project manager for the first few years and would attend the Board meetings regularly.

Director Sherman asked if Summit Services had the crew available for this size of a project. Mr. Frederick confirmed staffing capability, and that this property would fit into their 5-8% growth model.

Director Bendall noted that one of the things the Board has been told is that replacement of the knowledge base is tough and costly. He asked if that would be the case, and if not what would he do to get up to speed on the irrigation system? Mr. Frederick stated that one of the things Summit would want to do is look at the drawings/as-builts and records to find out where everything is and make their own maps to make sure that they have everything in their records.

Director Holden asked whether Summit brings in an outside company to do spraying and fertilizer. Mr. Frederick stated that they do use a small outside company to do that work.

Mr. Barnett asked how Summit would get up and running on a system that does not have as-built plans. Mr. Frederick indicated that they would do a physical inspection and start documenting everything the best they could, and utilize the information they can get from the previous contractor.

The Board thanked Summit Services for their presentation.

Ark Ecological Report

Mr. Sperger apologized for the pond not being planted and stated he felt it could be done in the spring, to which the Board agreed. Mr. Mendisco stated that Mr. Sperger did come once to get the pond banks planted and the barricades were up from the developer.

Mr. Peak asked what the 2016 proposal from Ark. will look like Mr. Sperger stated that there have been no changes from last year to this year.

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Director Goodrich asked whether they drill seed in the ground when doing the plantings. Mr. Sperger stated that they till the ground when they plant. Director Sherman asked if they also do a soil amendment. Mr. Sperger stated that they usually don't have issues with soil because of the type of seed mix they use. Mr. Sperger noted that they might have cheat grass popping up and would address it as needed.

Director Prysby wanted to know if it would be worth treating the cattail area, if there is something that needs to be done to keep it healthy, and whether the willows are beneficial. Mr. Sperger stated that the willows do help filter debris, and chemical treatments could be done if the willows were taken out. He noted that he didn't think removing the cattails was necessary.

The Board thanked Mr. Sperger for his report. Mr. Mendisco requested that the contract be submitted before the next meeting for review.

ADMINISTRATIVE MATTERS

A. Approval of Minutes of the September 29, 2015 Special Meeting

Following review, upon a motion duly made by Director Prysby, seconded by Director Holden and, upon vote, unanimously carried, the Board approved the minutes of the September 29, 2015 meeting as presented.

FINANCIAL ITEMS

A. Review and Consider Approval of Claims through September, 2015

Mr. Mendisco reviewed the claims with the Board. After discussion, upon a motion duly made by Director Prysby, seconded by Director Holden and, upon vote, unanimously carried, the Board approved the September claims as submitted.

B. Review and Consider Approval of Schedule of Cash Position Updated as of October 29, 2015

Mr. Mendisco reviewed the Schedule of Cash Position with the Board. Upon a motion duly made by Director Prysby, seconded by Director Bendall and, upon vote, unanimously carried, the Board accepted the Schedule of Cash Position updated as of October 29, 2015 as presented.

C. Review of 2016 Draft Budget

Mr. Mendisco presented the 2016 draft budget to the Board. The Board asked whether Mr. Mendisco had allocated monies for the baseball field. Mr. Mendisco confirmed that he had allocated additional funds for the

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fields based on the information he had received from the sources investigated on best management practices for baseball fields. He also indicated that he would be getting a quote from the company in Roxborough that manages maintenance of baseball fields.

Mr. Mendisco reviewed the budget with the Board, noting that the AV had gone up and allowed staff to drop the mill levy in the debt fund.

DIRECTOR ITEMS

There were no Director items.

LEGAL MATTERS

None.

LANDSCAPE MAINTENANCE

- A. Review Landscape Maintenance Monthly Report – October 15, 2015

Mr. Baldasare stated that as of October, Brickman has done mowing, weekly maintenance and aeration, sprayed for weeds throughout the rock beds, and will be out to do stump grinding next week. Brickman has removed all of the small or dead trees and cut branches at no charge. Mr. Baldasare noted that an hourly worksheet was attached so the Board can see the hours spent on irrigation. Native grasses had been removed, temporary irrigation at Crystal Lake was removed, pressure relief valve was fixed, and because of the weather everything was greening up. Mr. Baldasare stated that the temporary work was installed at the galvanized channel.

Director Holden took over as presiding officer, and Director Goodrich excused herself from the meeting.

The Board discussed the channel work. Scott Barnett will meet Brickman and Director Sherman to evaluate and install the final product.

Upon a motion duly made by Director Sherman, seconded by Director Prysby, and upon vote unanimously carried, Director Sherman was authorized to help Director Prysby on a site visit with Brickman to the galvanized channel.

Mr. Keesen addressed the holiday lighting, stating that the amount was \$8,000 for the current plan.

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Upon a motion duly made by Director Sherman, seconded by Director Prysby, and upon vote unanimously carried, the Board approved the lighting subject to the final locations being laid out by Brickman.

Director Holden addressed the planter boxes, saying that if they used caps, then they should have someone go out and mortar the sides and top. She also inquired about the painting of the shelter. Brickman will follow up on both proposals.

- B. Review and Consider Approval of Work Order from The Brickman Group

See item A.

- C. Discussion of Tract E, Filing 1-B Maintenance in Chatfield Farms

The Board discussed the HOA's request that the District take back responsibility for maintenance. After discussion it was determined that nothing on the site had changed, therefore no action will be taken and the District will not take back responsibility for maintenance

ENGINEERING MATTERS

- A. Engineering Report

1. Discussion of Erosion Control Planting Project at 7 Acre Pond
2. Discussion on Future Capital Improvement Planning

These were both tabled.

MANAGER ITEMS

- A. Discussion of Possible Foothills Parks and Recreation Partnership

Mr. Mendisco explained that Foothills Parks and Recreation has approached the District about a possible membership for District residents with several options. The Board stated they were open to further investigation. Mr. Mendisco will invite the executive director to the December meeting.

Other

Mr. Mendisco asked the Board whether they had received enough information to make a decision on moving forward with a landscape company. The Board discussed at length the pros and cons of each company. After discussion, upon a motion duly made by Director Prysby, seconded by Director Sherman, and upon vote unanimously carried, the Board approved management to enter into negotiations with The Brickman Group for a contract for 2016 with the following provisions:

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1. They honor the credit offering as previously stated for 2016 and to include \$2,000 per month credit to be applied in the months of May through September 2016;
2. Brickman understands that 2016 will be a probationary period;
3. Robyn Price is to be the new account manager; and
4. That a credit for the hours discrepancy for irrigation and repairs will be presented by Brickman.

Subject to these provisions, Mr. Mendisco will negotiate a contract with Brickman and report back to the Board at the next meeting if Brickman has agreed with the provisions.

OTHER BUSINESS

- A. Quorum for Next Meeting – November 17, 2015 at 6:30 p.m. at the Roxborough Library

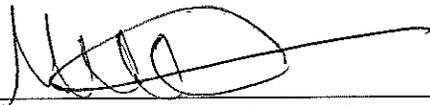
A quorum was confirmed.

ADJOURNMENT

There was no further business. Upon a motion duly made by Director Prysby, seconded by director Holden and, upon vote unanimously carried, the Board adjourned the meeting at 8:59 p.m.

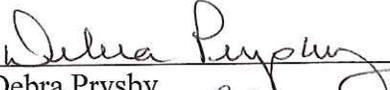
Respectfully submitted,

By: _____

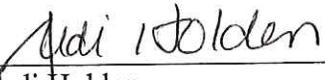

Secretary for the Meeting

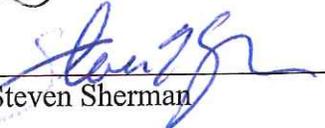
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THESE MINUTES ARE APPROVED AS THE OFFICIAL OCTOBER 20, 2015 MINUTES OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:


Debra Prysby


Linda Goodrich


Judi Holden


Steven Sherman

Ronald Bendall