

# RECORD OF PROCEEDINGS

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## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH VILLAGE METROPOLITAN DISTRICT HELD OCTOBER 19, 2022

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 19th day of October, 2022 at 6:00 p.m. via Zoom Meeting. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Mathew Hart  
Ephram Glass  
Mark Rubic  
Calvin Brown

#### Also In Attendance Were:

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

Dino Ross; Ireland Stapleton Pryor & Pascoe, PC

Marcia Pryor and Dennis Bedford; BrightView Landscape Services, Inc.

Hanna Burminska, Timothy Barrett and Steven Genders; Keesen Landscape Management, Inc.

### CALL TO ORDER

At 6:06 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 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.

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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 Hart and, upon vote, unanimously carried, the Board approved the agenda, as amended.

**Confirm Location of Meeting/Posting of Meeting Notices:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board's meeting.

Following discussion, upon motion duly made by Director Glass, seconded by Director Hart and, upon vote, unanimously carried, the Board determined this Board meeting will be held via Zoom.

**Excusal of Absence:** Director Jensen was not in attendance and his absence was excused.

Following discussion, upon motion duly made by Glass, seconded by Director Rubic and, upon vote, unanimously carried, Director Jensen's absence was excused.

**Minutes:** The Boards entered into discussion regarding the Minutes of the August 16, 17, and 23, 2022 Meetings.

Following discussion, upon motion duly made by Director Glass, seconded by Director Rubic, and upon vote unanimously carried, the Board approved the Minutes of the the August 16, 17, and 23, 2022 Meetings, as amended.

**PUBLIC COMMENTS**

There were no public comments.

**OPERATION AND MAINTENANCE MATTERS**

**Interviews for Landscape and Snow Removal Services:** The Board conducted interviews with Brightview Landscape, CDI Landscape Services and Keesen Landscape.

Following discussion, upon motion duly made by Director Rubic, seconded by Director Jensen, and upon vote unanimously carried, the Board approved the proposals from CDI Landscape Services for landscape and snow removal, subject to CDI Landscape Services providing acceptable verification of relevant and appropriate irrigation experience/expertise for communities similar in size and complexity to the District and with like irrigation systems with 72 hours of being notified of the conditional approval. Additionally, the award is contingent on the District and CDI Landscape Services executing a mutually agreeable contract within 20 days of CDI Landscape Services being notified of the conditional approval.

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### DIRECTOR MATTERS

**Winterization of Bathroom:** The Board requested that SDMS confirm that the bathroom is winterized before a hard freeze. This is to include working with electrician or contractor to address concerns with the sewage pumps. The Board also asked SDMS to confirm the locks and login information has been transitioned from CliftonLarsonAllen LLP.

**Budget Pre-Meeting:** The Board asked SDMS to schedule a Special Meeting with the Board to review the draft Budget and answer questions prior to the Budget Hearing. It was also requested that possible ratification of the Landscape/Snow contract be added to the agenda for that meeting.

### OTHER BUSINESS

There were no other business matters to discuss.  
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### ADJOURNMENT

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

Respectfully submitted,

By: \_\_\_\_\_  
Secretary for the Meeting