

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF EBERT METROPOLITAN DISTRICT

HELD: Wednesday, the 26th day of February, 2020, at 8:00 a.m., at the Denver Recreation Center, 4890 Argonne Way, Denver, Colorado 80249

ATTENDANCE:

A Regular meeting of the Board of Directors of Ebert Metropolitan District, City and County of Denver, Colorado, was called to order as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Sandra M. Hittman, President
Mikel P. Moore, Secretary (for a portion of the meeting)
Cristine M. Antolak, Treasurer
Yvonne Flood, Director
James Moore, Director

Also present were Charles D. Foster of Foster Consulting, Ltd, outgoing District Manager; Lisa A. Jacoby, incoming District Manager; Debra Sedgeley of CliftonLarsonAllen LLP, District Accountant; Thomas N. George of Spencer Fane LLP, General Counsel; Jerry Jacobs, District Manager of Town Center Metropolitan District and Subdistricts, as well as other members of the public.

CALL TO ORDER/QUORUM:

It was noted that a quorum of the Board was present for the purpose of conducting a regular meeting. The regular meeting of the Board of Directors of the Ebert Metropolitan District was called to order at 8:03 a.m.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST:

No new or additional potential conflicts of interest were identified or disclosed by the Board.

APPROVAL OF MINUTES:

The Board reviewed the Minutes of the meeting of the Board of Directors of Ebert Metropolitan District held on November 13, 2019. Upon motion duly made, seconded and unanimously carried, the Board approved the Minutes, as presented, and authorized the Secretary of the Board to sign the Minutes as constituting true and correct records of the proceedings of the meeting.

DIRECTOR ITEMS:

Introduction of Lisa A. Jacoby as District Manager

Director Hittman introduced Ms. Jacoby as the incoming District Manager and sincerely thanked Mr. Charles Foster (as the outgoing District Manager) for his innumerable contributions and service to the District and the community at large.

RECORD OF PROCEEDINGS – DRAFT PENDING APPROVAL

Ebert Metropolitan District

February 26, 2020

Page 2

Summary of Accomplishments of the Board (in the last two years)

Director Hittman presented the Accomplishments of the Ebert Metro Board from June 2018 to February 2020, incorporated herein:

- ✓ 4 Board members attended an all-day seminar sponsored by Special District Association of Colorado (“SDA”). The conference was focused on learning about special districts, regulations and responsibilities. All Board members received copies of the 2018 SDA manual.
- ✓ 2 Board members participated in an all-day community drive around to review community manager’s performance (was MSI at the time) and process of applying covenants (fall of 2018).
- ✓ Conducted 5 public evening listening sessions to solicit feedback from the community regarding the service from the then community management company (2018). This involved a total of 3 Board members at different times and different meetings.
- ✓ The Board with the help of CLA (CliftonLarsonAllen the District’s accounting firm), Town Center and many consultants successfully refinanced Ebert debt converting it from a 5-year balloon to a 30-year municipal bond.
- ✓ Established a mill levy stabilization fund at refinancing to be used only in the case of significant property value depreciation which could result in a need to make large increases in mill levy to support debt. The fund would draw resources to reduce any shortfalls in this specific case and mitigate the need to increase mill levies.
- ✓ Set aside \$2.3 million of the refinancing to pay for construction and improvements to street and water projects for which the distribution is controlled by and authorized by Ebert before it can be released to Town Center.
- ✓ 2 Board members participated in the review of RFPs (Request for Proposal) and recommendations for award in the selection of the community management company (Westwind).
- ✓ 2 Board members resigned due to moving out of the state of Colorado. These positions were replaced via a solicitation of community member volunteers. The replacements were interviewed by two Board members and Charles Foster, (at the time the District’s manager). They were voted on by the Board and appointed.
- ✓ 2 Board members participated in interviews and solicitation for a new professional manager; Lisa Jacoby of Community Resource Services (“CRS”). This included developing an RFP, delaying the close of RFP to ensure as many possible minority and special business entities could respond, evaluating the RFPs and checking more than 20 references.
- ✓ Worked with CLA to reduce the time utilized in public meetings for financial presentations from more than an hour to less than 20 minutes; focusing on information needs of the Board and early warning signs of problems regarding financials.
- ✓ All Board members received an electronic copy of the updated 2019 Special District Association manual.
- ✓ Negotiated a new amendment to the Town Center/Ebert Intergovernmental Agreement (“IGA”) to allow Ebert to contract directly with their legal counsel rather than receiving services via a Town Center agreement.

RECORD OF PROCEEDINGS – DRAFT PENDING APPROVAL

Ebert Metropolitan District

February 26, 2020

Page 3

- ✓ Developed a mission statement, By-laws and two policies specifically focused on Public Communication and Comment and Social Media.
- ✓ Worked with CLA to develop answers to the items addressed in a Department of Local Affairs (“DOLA”) document designed to educate buyers of homes in special districts.
- ✓ Developed a graphic representation of the Mill Levy Tax history from 2013 to 2018 and distributed at the September 2019 meeting.
- ✓ Moved to have two evening meetings of the Board in each of the last two years. There are now 2 day-time meetings and 2 evening meetings.
- ✓ 1 newly appointed Board member attended the three-day special district management association conference and attended many workshops to enhance knowledge of special districts.
- ✓ Developed a Board member led landscaping committee with community members in the fall of 2019.
- ✓ Applied for and received approval through the Statewide Internet Portal Authority of Colorado (“SIPA”) for a permanent branded web address for Ebert Metro District (“ebertmd.colorado.gov”) and worked to ensure a user-friendly website as a repository for all Ebert Documents. (Scheduled to become live in mid-June 2020).
- ✓ Participated in Town Center Budget planning meetings requesting additional funds for a reserve study prior to the refinancing and in 2020 budget requested updated reserve study and added details for all-subdistricts reserves.
- ✓ Changed relationship with Town Center Board to a collaborative working partnership.

Appointment of an Ebert MD Board Member to the Town Center MD Board of Directors

Discussion ensued regarding the status of the Town Center MD Board of Director’s work towards qualifying and appointing a representative of the Ebert MD Board to a position on the Town Center MD Board, with the goal of promoting a more successful collaboration of the Districts. No action was taken.

Evaluate Town Center MD Subdistrict Nos. 1-5 Relationship with the Ebert MD

Director Hittman noted that further exploration and evaluation was required to determine the structure and resources that would be required in the event that there was a desire and compelling argument for shifting responsibilities associated with the Subdistricts from the Town Center MD to the Ebert MD. No action was taken.

Status of Statewide Internet Portal Authority (“SIPA”) Website

Director Flood presented information on the State of Colorado’s free website platform via SIPA. It was noted that the District’s website address could be accessed, once launched, via “ebertmd.colorado.gov”. However it was noted by Ms. Jacoby that due to the large volume of requests from entities, such as Ebert MD, for creation of free State hosted website, the expectation is that the website would be launched in mid-June 2020, and may be delayed further.

RECORD OF PROCEEDINGS – DRAFT PENDING APPROVAL

Ebert Metropolitan District

February 26, 2020

Page 4

Board/Resident Landscape Committee

Director Mikel Moore reported on the status of the landscape committee's work since the last Ebert MD Board meeting. He reported that he had contacted the City and County Parks and Recreation separate representatives assigned to each park regarding evaluation and recommendation for successful plant life species for the community. Director M. Moore noted that preparation of recommended tree species and installation guidelines will be undertaken.

LEGAL ITEMS:

Joint Resolution of Ebert MD and Town Center MD Regarding Formation of the Landscape Committee and Appointment of 2 "Ebert Members" to the Committee

Attorney George presented the proposed Resolution to the Board, noting that it was a joint resolution of both Town Center MD and Ebert MD and a joint effort of the Boards to ensure that the community at large has input and an organized method by which to communicate concerns to the Districts regarding landscaping within the community.

Upon motion duly made, seconded and unanimously carried, the Board approved adoption of the Joint Resolution of the Ebert MD and Town Center MD regarding Formation of a Landscape Committee, and appointed Director Mikel Moore as one of the "Ebert Members," taking under consideration an additional "Ebert Member" for future appointment.

May 5, 2020 Director's Election

Attorney George discussed the status of the May 5, 2020 Director's Election, and various questions and concerns from the public regarding the election were addressed. It was noted that a total of 8 candidates have submitted their self-nomination forms to date; that the District would conduct an independent mail ballot election; and discussion ensued regarding the restrictions associated with fair campaign practices, holding a candidate forum for the community to meet the candidate, and the limitations related to the use of District resources for same. Attorney George recommended to the Board that in the event an election was to be held, CRS should be engaged to assist Spencer Fane in the conduct of the election.

Following discussion, upon motion duly made, seconded and unanimously carried, the Board approved the engagement of CRS to assist Spencer Fane in conducting the May 5, 2020 election. It was noted that a CRS representative may be appointed by the Designated Election Official ("DEO") as an assistant DEO for the conduct the election, in the discretion of legal counsel, in the manner most efficient and effective to conduct to the election.

FINANCIAL MATTERS:

Financial Report and Budgets. Ms. Sedgeley presented the December 31, 2019 unaudited financial statements. It was noted that the 2020 adopted Budget was also included as an enclosure in the meeting packet.

Following discussion, upon motion duly made, seconded and unanimously carried, the Board accepted the December 31, 2019 unaudited financial statements.

RECORD OF PROCEEDINGS – DRAFT PENDING APPROVAL

Ebert Metropolitan District

February 26, 2020

Page 5

2019 Audit

Discussion ensued regarding the solicitation of auditors to perform the 2019 Audit for the District. It was noted that solicitation of women/minority firms had been actively solicited; however only 2 firms responded. It was further noted that performing audits for special districts was a specialized industry, with a limited number of firms that possess the expertise.

Upon motion duly made, seconded and unanimously carried, the Board approved the engagement of WIPFLI, LLP to perform the 2019 Audit for an amount of \$4,500. It was noted that this company possessed a 22% women/minority ownership as compared to the industry average of 14%.

OTHER BUSINESS:

Mr. Jerry Jacobs provided clarification regarding the relationship between tax revenues and expenditures utilizing mapping which delineated the boundaries of maintenance responsibilities for the Town Center MD, the Town Center MD Subdistricts and Ebert MD.

Town Hall – State House Representative Coleman

Director Hittman discussed the upcoming Representative Coleman’s follow-up “Town Hall” meeting regarding special districts. It was noted that the meeting is scheduled for March 6, 2020 to be held at the GVR recreation center from 5 – 7 p.m. The meeting is open to the public.

PUBLIC COMMENT:

The Board received public comment regarding various matters, including but not limited to public comments regarding creation of a newsletter to communicate more effectively the accomplishments of the District, a request for an update on projects funded by the Ebert MD, and on election matters.

Ms. Melissa Sotelo, Council Aide to Council Member Stacie Gilmore, provided a report regarding various subjects including, but not limited to; the Census; the status of the interchange at 56th Ave./Pena Blvd; the Property Tax Relief Program; a meeting to be held with the developer of 27th near Maxwell Elementary on Green Valley Ranch Blvd; the additional traffic light study for Ireland St./56th Ave. and the Elmendorf Dr./Tower Rd. traffic light study.

EXECUTIVE SESSION AS NEEDED TO HEAR LEGAL ADVICE FROM COUNSEL PURSUANT TO C.R.S. SECTION 24-6-502(4)(B):

None.

ADJOURNMENT OF MEETING:

There being no further business to come before the Board and upon motion duly made, seconded and unanimously carried, the meeting was adjourned at 9:38 a.m.

The Board noted that the next regular meeting of the Board is scheduled for 6:00 p.m. on Tuesday, May 26, 2020, at the Denver Recreation Center; 4890 Argonne Way, Denver, Colorado.

RECORD OF PROCEEDINGS – DRAFT PENDING APPROVAL

Ebert Metropolitan District

February 26, 2020

Page 6

The foregoing Minutes constitutes a true and correct copy of the proceedings of the above-referenced meeting/work session and were approved by the Board of Directors of Ebert Metropolitan District.


Secretary of the Meeting