

## **RECORD OF PROCEEDINGS**

### **MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF EBERT METROPOLITAN DISTRICT**

**HELD:** Wednesday, the 10<sup>th</sup> day of July, 2019, at 6:00 p.m., at the City and County of Denver Green Valley Ranch Recreation Center, 4890 Argonne Way, Denver, Colorado 80249

#### **ATTENDANCE:**

A special meeting of the Board of Directors of Ebert Metropolitan District, City and County of Denver, Colorado, was called 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  
Cristine M. Antolak, Treasurer  
Mikel P. Moore, Assistant Secretary  
Yvonne Flood, Director

Also present were Charles D. Foster of Foster Consulting, Ltd, District Manager; Kevin Collins of CliftonLarsonAllen LLP, District Accountant; Thomas George, Esq. of Spencer Fane LLP, General Counsel; and members of the public.

#### **CALL TO ORDER/QUORUM:**

It was noted that a quorum was present for the Board for the purpose of conducting a special meeting. The special meeting of the Board of Directors of the Ebert Metropolitan District was called to order.

#### **DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST:**

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

#### **APPROVAL OF MINUTES:**

The Board reviewed the minutes of the regular meeting of the Board of Directors of Ebert Metropolitan District held on April 10, 2019. Following discussion and upon motion duly made, seconded and unanimously carried, the Board approved the minutes, and authorized a Secretary or Assistant Secretary of the Board to sign the minutes as constituting the true and correct record of the proceedings of the meeting.

#### **FINANCIAL MATTERS:**

Financial Reports. Mr. Collins presented the financial statements, letter of financial position and cash fund report to the Board. Director Hittman had questions regarding the reserve study and

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whether Mr. Collins thought the District was being appropriately vigilant in maintaining and funding the reserve fund. Mr. Collins stated that the Board was being sufficiently vigilant, but that revisions and updates to the reserve study needed to be made and the Board should thereafter revisit its reserve fund planning. The Board concurred. Discussion ensued. Upon motion duly made, seconded and unanimously carried, the Board accepted the financial statements as presented.

2018 Audit. Mr. Collins presented the 2018 Audit Report to the Board. Following discussion, upon motion duly made, seconded and unanimously carried, the Board approved and authorized the filing of the 2018 Audit Report.

### **DIRECTOR ITEMS:**

Consider Appointment of Yvonne Flood to the Board. Noting that the Board currently had two vacancies, the Board considered the appointment of Yvonne Flood to the Board. Following discussion, upon motion duly made, seconded and unanimously carried, the Board approved the appointment of Yvonne Flood to the Board. Director Hittman administered an Oath of Office to Ms. Flood.

Proposals for District Management. Director Hittman expressed interest in forming a subcommittee to review proposals received in response to the District's Request for Proposals to provide District management services. Following discussion, it was agreed that Director Hittman and Director Flood will serve on the subcommittee. It was noted that the District's RFP should be circulated as widely as possible, and that individuals within the District may be qualified and interested in responding to the RFP. The Board directed Mr. Foster to provide the RFP to members of the public present and anyone else who requests it.

Schedule Special Meeting for September 2019. Following Discussion, upon a motion duly made, seconded and unanimously carried, the Board approved scheduling a special meeting on Wednesday, September 11, 2019 at 8:00 a.m. at the City and County of Denver Green Valley Ranch Recreation Center, 4890 Argonne Way, Denver, Colorado.

### **ATTORNEY'S ITEMS:**

Engagement of Spencer Fane LLP. Following discussion, upon motion duly made, seconded and unanimously carried, the Board approved the continued engagement of Spencer Fane LLP as the District's legal counsel through December 31, 2019.

### **MANAGER ITEMS: UPDATE ON RESERVES, FILING 63 INCLUSION FOR SERVICES, CAPITAL IMPROVEMENTS AND ASSESSMENT REVIEW:**

Mr. Foster presented his report to the Board. No action was taken.

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Director Hittman opened the public hearing on the Petition for Inclusion. Mr. George reported that the notice of public hearing had been published in accordance with statutory requirements. Following comments from members of the public present and discussion among the Board, Director Hittman closed the public hearing on the Petition for Inclusion. Upon motion duly made, seconded, and unanimously carried, the Board approved the authorizing resolution as presented, approving the Petition for Inclusion and directing legal counsel to complete the inclusion process consistent with state law.

**OTHER BUSINESS:**

Councilwoman Gilmore's representative provided comments and announcements regarding City activities within the District and answered questions.

**PUBLIC COMMENTS:**

The Board heard comments from the public and responded as appropriate. Several members of the public expressed their interest in filling the last current vacancy and serving on the Board. Mr. Foster provided his contact information to interested individuals and agreed to meet or talk with interested individuals at a later date.


**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 7:36 p.m. The Board noted that the next special meeting of the Board is scheduled for 8:00 a.m. on Wednesday, September 11, 2019, at the City and County of Denver Green Valley Ranch Recreation Center, 4890 Argonne Way, Denver, Colorado.

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

  
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Secretary of the Ebert Metropolitan District