

**MINUTES OF REGULAR MEETING
OF BOARD OF DIRECTORS OF
EBERT METROPOLITAN DISTRICT**

**December 5, 2023
7:00 P.M.
Zoom Teleconference**

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 via Zoom teleconference:

DATE: December 5, 2023, **TIME:** 7:00 PM

PLACE: Zoom Teleconference

Board of Directors	Office	Term Expiration
Bruce Shibles	President & Co-Treasurer	2025 (Elected)
Murray Hawthorne	Treasurer	2025 (Elected)
Cynthia Barclae	Secretary	2025 (Elected)
Louis Kennedy	Assistant Secretary	2027 (Elected)
Leslie Young	Assistant Secretary	2027 (Appointed)

Also, present via Zoom were:

13 members of the public

Alyssa Ferreira, CLA, LLP – District Accountants

Jerry Jacobs, Timberline District Consulting, LLC – Town Center District Manager

Evan Ela, Cockrel Ela Glesne Greher & Ruhland, P.C. – General Legal Counsel

Kurt C. Schlegel, Special District Solutions, Inc. - District Manager

I. ADMINISTRATIVE ITEMS

a. Call to Order

The Special meeting of the Board of Directors for the Ebert Metropolitan District was called to order at 7:01 PM via Zoom teleconference.

b. Declaration of a Quorum

A quorum of five (5) Directors was established and declared.

c. Approval of Agenda and Meeting Location

Mr. Schlegel stated that the notice and agenda for the Regular Meeting was posted on the District website and distributed to the community via email blast by Westwind Management Group more than 24 hours prior to the meeting, and the Notice of Public Hearing for the 2024 Budget was published in the Denver Post on Thursday – November 30, 2023.

Ms. Ferreira stated that the 2023 Audit Engagement Letter is not listed as an action item on the agenda. Director Young moved that the Board include this item and approve the agenda as amended. Following a second by Director Shibles a vote was taken, and the motion carried unanimously.

d. Disclosure of Potential Conflicts of Interest

Mr. Schlegel stated that conflict disclosures have been filed with the Secretary of State and each Director stated they have no additional potential conflicts of interest to report.

e. Consent Agenda:

Director Shibles moved that the Board approve the Consent Agenda, consisting of the following amended item, as presented:

- Minutes from the September 19, 2023 Regular Meeting

Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

f. Correspondence – None

g. Public Comment – Ms. Howe inquired if any of the Ebert Metropolitan District Directors had been appointed to the Homeowners Association and Metropolitan District Homeowner’s Rights Task Force. Director Shibles informed Ms. Howe that no member of the Ebert Board had been asked to serve on the Metro District Task Force set up by the legislation.

h. Director’s Items – Director Shibles provided an update on the recall election process stating that; the petitioners of the recall effort collected a sufficient number of signatures to proceed; a protest had been filed with the Denver County Clerk & Recorder and that a hearing for that protest will be conducted on December 11, 2023 at 1:00 p.m.; and, if the protest fails, the City and County of Denver's Designated Election Official will initiate a recall election.

II. NEW BUSINESS

- a. **Streamline District Website Hosting** – The State of Colorado passed HB21-1110 (accessibility) which will come into effect on July 1, 2024. The accessibility requirements are significant, and Streamline offers a website hosting system and platform that will aid in maintaining compliance with the legislation. Streamline is also offering their service free for the 1st year if engaged by December 31, 2023. Following discussion Director Hawthorne moved that the Board the Board engage Streamline for their website hosting solution. Upon a second by Director Shibles a vote was taken, and the motion carried unanimously.

- b. **2024 Annual Administrative Resolution**

Mr. Schlegel presented a proposed Annual Administrative Matters Resolution (AAR) for the Board’s consideration. Director Young identified two typographical errors in the proposed Resolution and Mr. Schlegel stated that those will be corrected. Following discussion Director Hawthorne moved that the Board adopt the Resolution No. 2023-12-01; 2024 Annual Administrative Matters Resolution as amended. Upon a second by Director Shibles a vote was taken, and the motion carried unanimously.

- c. **CEGR Law Engagement Letter** – Mr. Schlegell presented a proposed engagement letter from Cockrel Ela Glesne Greher & Ruhland Law for their continued service as District General Counsel to the District for 2024. Director Shibles moved that the Board approve and execute the engagement letter as presented. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

- d. **Special District Solutions, Inc Engagement Letter** - Mr. Schlegell presented a proposed engagement letter from SDS, Inc. for their continued service for District Management for 2024. Director Shibles moved that the Board approve and execute the engagement letter as presented. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

- e. **Clifton Larson Allen, LLP Engagement Letter** - Mr. Schlegell presented a proposed Statement of Work from Clifton Larson Allen, LLP for their continued service as District accountants for 2024. This Statement of Work has been presented to the Town Center Metropolitan District for their review and consideration since that District is the primary party to the agreement, with the Ebert Metropolitan District listed as one of several subordinate entities also covered by this statement of Work. Director Shibles moved that the Board approve the Statement of Work as presented. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

- f. **2023 Special District Association (SDA) Membership and 2024 Insurance Coverage** - Director Kennedy moved that the Board direct the Manager to renew the District’s SDA membership for 2024 and renew the District’s liability insurance coverage with the Special Districts Property & Liability Pool for 2024. Upon a second by Director Shibles a vote was taken, and the motion carried unanimously.

- g. **DLG-70 Certification of Tax Levies** - Director Shibles moved that the Board direct the District’s accountant, CLA, LLP, to prepare, sign, and file the DLG-70 Certification of Tax Levies for the 2024 Budget Year with the Board of County Commissioners and other interested parties. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

III. FINANCIAL ITEMS

- a. **2023 Audit** – Ms. Ferreira stated that WIPFLI, LLP has conducted financial audits for the District for several years and presented a proposed engagement letter for the conduct of the 2023 financial audit with WIPFLI, LLP. Director Shibles moved that the Board approve and execute the engagement letter with WIPFLI for the 2023 Audit as presented. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

- b. **2024 Budget** - Mr. Schlegel stated that the required Notice of Public Hearing was published and posted as required. Director Hawthorne moved that Board open the public Hearing. Upon a second by Director Shibles a vote was taken, the motion carried unanimously, and the Public Hearing was opened at 7:29 p.m.
Ms. Ferreira presented the proposed 2024 Budget for the Directors consideration. Following discussion and hearing no additional comments, Director Shibles moved that the Public Hearing be closed. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously, and the Public Hearing was closed at 7:42 p.m.
Director Hawthorne moved that the Board approve and adopt Resolution No. 2023-12-02 Adopting the 2024 Budget, pending the receipt of Final Assessed Valuation from the Denver County Assessor, and Appropriate Sums of Money required for District Operations and Debt Service for 2024. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.
Director Shibles then moved that the Board approve and adopt Resolution No. 2023-12-03 to Approve the Setting of the District’s MILL Levy for the 2024 Budget Year, pending the receipt of Final Assessed Valuation from the Denver County Assessor. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

- c. **2025 Budget** - Director Shibles moved that the Board direct the District’s accountant, Clifton Larson Allen, LLP to prepare the District’s 2025 Budget. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

- d. **Review of Cash Position and Financial Statements** - Ms. Ferreira presented the District’s Financial Statements dated October 31, 2023 for the Board’s review.

- e. **Ratification and Approval of District Payments** - Ms. Ferreira presented the District’s payables for the period of September 13, 2023 through November 29, 2023 for the Board’s review. Director Shibles moved that the Board ratify and approve the payables as presented. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

IV. DISTRICT MANAGER:

- a. **Westwind Covenant Compliance and Enforcement Status Report** - No Report was presented because the information requested of Westwind was not provided by Westwind.

- b. **District Work Order Status Report** - Mr. Jacobs presented a chart depicting the numbers of work orders and their status.

- c. **Statutory Compliance** - Mr. Schlegel stated that the District is in substantial compliance with the State’s Special District Compliance Calendar and will ensure that all required documents are filed with the State and County prior to and no later than the required deadlines.

V. **REVIEW OF CHAT** - Mr. Schlegel will include the transcript of Chat Items with these meeting minutes.

VI. **OTHER BUSINESS**

- a. **Executive Session:** Director Shibles moved that the Board enter into an Executive Session in accordance with §24-6-402(4)(b) and (e), C.R.S., for a conference with the District’s General Counsel to receive answers to specific legal questions and to discuss negotiation strategy for mediation related to ongoing litigation between the Ebert Metropolitan District and the Town Center Metropolitan District. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

Members of the public were disconnected from the Zoom public session and the Board entered into Executive Session at 7:59 p.m.

Following discussion, Director Shibles moved that the Board conclude the Executive Session and reconvene the public session. Upon a second by Director Hawthorne a vote was taken, the motion carried unanimously, and the Executive Session was terminated at 8:36 p.m.

The public session reconvened at 8:37 p.m.

VII. **ADJOURNMENT**

- a. There being no further business to come before the Board of Directors, Director Hawthorne moved that the Board adjourn the meeting. Upon a second by Director Kennedy a vote was taken, the motion carried unanimously, and the meeting was adjourned at 8:38 p.m.

The next Regular Meeting is scheduled for Tuesday, March 26, 2024, at 7:00 PM and shall be noticed in accordance with CRS 32-1-902 and 24-6-402, on the District’s webpage <https://ebertmd.colorado.gov>

Please reach out to Westwind Management Group for questions and concerns related to Green Valley Ranch North.

Association Business Manager

April Delgado

(303) 369-1800 ext. 135 April@westwindmanagement.com

Administrative Assistant

Audrey Brown

(303) 369-1800 ext. 117 Audrey@westwindmanagement.com

CERTIFICATION CONCERNING RECORD OF
EXECUTIVE SESSION HELD ON DECEMBER 5, 2023

I hereby certify that it is my opinion that the discussion held during the executive session convened near the end of the regular meeting of the Board of Directors of Ebert Metropolitan District held December 5, 2023, constituted privileged attorney-client communication, and therefore no record or electronic recording was required to be kept for such executive session pursuant to Section 24-6-402, C.R.S. I further certify that I was in attendance by Zoom tele-video conference and participated in the discussions for the entire executive session commencing at 7:59 pm and adjourning at 8:36 pm. The privileged discussions during executive session concerned specific questions of legal counsel concerning ongoing litigation with Town Center Metropolitan District over violations and enforcement of the Master Declaration of Covenants, Conditions, and Restrictions for Green Valley Ranch North in accordance with Section 24-6-402(4)(b), C.R.S.

Dated this 15th day of December, 2023.

By: _____



Evan D. Ela, General Counsel
Ebert Metropolitan District

00:13:19 Dr. Patricia Davis: I can provide that to you, Rogene, or to anyone who would like to attend