

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

**March 14, 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: March 14, 2023, **TIME:** 7:00 PM

PLACE: Zoom Teleconference

Board of Directors	Office	Term Expiration
Cynthia Barclae	President	2020-2025 (Elected)
Murray Hawthorne	Treasurer	2020-2025 (Elected)
Bruce Shibles	Co-Treasurer	2020-2025 (Elected)
Louis Kennedy	Secretary	2020-2023 (Elected)
Jennifer Woods	Assistant Secretary	2020-2023 (Elected)

Also, present via Zoom were:

6 members of the public

Shelby Clymer, CLA – District Accountants

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

Sarah Leutjen, Cockrel Ela Glesne Greher & Ruhland, P.C. – General Counsel

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

A. ADMINISTRATIVE ITEMS

- 1. Call to Order:** The Regular meeting of the Board of Directors for the Ebert Metropolitan District was called to order at 7:04 PM via Zoom teleconference.

Declaration of a Quorum: A quorum of four Directors was established and declared.

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 conflicts of interest to report.

2. Approval of Agenda:

Mr. Schlegel announced the notice and agenda of the Regular Meeting was posted on the District website and distributed to the community via email blast by Westwind Management Group.

Director Shibles moved that the Board amend the agenda to include a Finance Operations Committee update, and Director Hawthorne moved to add an item under New Business to discuss requirements for the Family and Medical Leave Insurance Program (FAMLI). Upon a second by Director Kennedy, a vote was taken and the motion carried unanimously.

3. Consent Agenda:

Director Shibles moved that the Board approve the Consent Agenda consisting of the following:

- Minutes from the December 6, 2022, Regular Meeting

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

4. Correspondence: None

5. Public Comment:

Mr. Pegues stated that he had submitted a report to the Town Center Metropolitan District regarding an incident involving his wife who fell while walking on a community trail that borders the golf course.

6. Director's Items:

Director Shibles provided an update on activities of the Finance Operations Committee and stated that they are reviewing the latest version of the reserve study for subdistricts 1 -5 and the Town Center common area. Mr. Schmidt has provided some information requested regarding District reserves. Director Shibles stated that he is trying to connect with the Town Center Board of Directors to obtain information on related revenues and expenditures.

B. UNFINISHED BUSINESS

7. May 2, 2023 Election Update:

Ms. Leutjen stated that one self-nomination and acceptance form was received from Director Kennedy for the May 2, 2023 election. Since there were fewer self-nomination forms received than Director positions available, the May 2, 2023 regular election has been cancelled. Director Woods' term will run through May 2, 2023 and at that time a vacancy will exist on the District's Board of Directors.

Directors Shibles and Hawthorne thanked Director Woods for her service to the residents of the District.

8. Status of District Accounting Services Provider:

Director Hawthorne stated that SDMSI has withdrawn their interest in engaging with the District to provide accounting services, and that owing to the provisions of the 2018 IGA with TCMD, Town is responsible for providing for the districts accounting services and that Clifton Larson Allen (CLA) has agreed to continue to providing accounting services for the District in accordance with the terms of their Master Agreement with Town.

Director Hawthorne moved that the Board rescind the previously approved confirmation and acknowledgement to engage SDMSI for accounting services and development of the 2024 budget. Director Shibles moved to amend the motion to include the provision that CLA will resume responsibility for accounting services and the development of the District's 2024 budget. Upon a second by Director Kennedy, a vote was taken, and the motion as amended carried unanimously.

C. NEW BUSINESS

9. Family and Medical Leave Insurance Program (FAMLI):

Director Hawthorne stated that the District is required to determine its level of participation in Colorado's Family and Medical Leave Insurance (FAMLI) Program no later than March 31, 2023 in order to establish whether the District shall participate in payroll premium deductions and processing for district employees. He read several items contained in the FAMLI FAQ provided by on the Department of Labor and Employment (DLE) website. The requirement is formal Board action by Board vote, to "Opt-Out" of the Colorado Family and Medical Leave Insurance (FAMLI) Program, and to submit of evidence of such board action to DLE no later than March 31st to avoid being responsible for Q1 2023 FAMLI premiums. Director Hawthorne read the FAQ entitled "Are elected officials counted in employment numbers?" and reiterated that per the FAMLI Act elected officials are not considered employees. Director Hawthorne moved that the District officially "Opt-Out" of the Colorado FAMLI Program effective immediately. Upon a second by Director Shibles, a vote was taken and the motion carried unanimously.

D. FINANCIAL ITEMS

10. Review of 2022 Year-End Unaudited Financial Report & Cash Position Statement:

Ms. Clymer reviewed the unaudited 2022 year-end financial report and cash position statement for the Directors and answered several questions regarding these statements.

11. 2022 Audit Engagement:

Ms. Clymer presented a proposed engagement letter received from WIPFLI for the 2022 financial audit. WIPFLI has performed previous years audits and has provided a good service to the District. Director Shibles moved that the Board approve and execute the engagement letter with WIPFLI for performance of the 2022 financial audit. Upon a second by Director Hawthorne, a vote was taken and the motion carried unanimously.

E. DISTRICT MANAGER'S REPORT

12. Westwind Covenant Compliance and Enforcement Status Report:

Director Hawthorne stated that a report was received from Westwind and that he is working with their staff to better understand their processes and timelines for action regarding Covenant enforcement activities.

13. District Work Order Status Report:

Mr. Jacobs briefly reviewed the report for the Directors. Mr. Jacobs also requested that all issues requiring work orders should be reported to Westwind so that items are logged for action in their system. If needed, items will be escalated to Timberline for action if Westwind is unable to address.

14. Statutory Compliance:

Mr. Schlegel provided a copy of the 2023 Compliance Calendar and stated that the District has met all statutory requirements and is in compliance with the State's Special District Compliance Calendar.

F. REVIEW OF CHAT

Mr. Schlegel will include the transcript of Chat Items with these meeting minutes.

G. OTHER BUSINESS

The Directors all thanked Director Woods for her service to the community and wished her well.

Director Hawthorne reminded the Board that at the next regular meeting on June 13th, the Board will be electing Board Officers (President, Treasurer, Secretary) and any board member who's interested in serving in a particular officer's role, to please start thinking about it prior to the June 13th meeting.

H. ADJOURNMENT

There was no further business to come before the Board of Directors. Upon a motion from Director Shibles, seconded by Director Hawthorne and carried unanimously, the meeting adjourned at 8:08 PM.

The next Regular Meeting is scheduled for Tuesday, June 13, 2023, 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