

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

June 13, 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: June 13, 2023, TIME: 7:00 PM

PLACE: Zoom Teleconference

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

Also, present via Zoom were:

10 members of the public

Shelby Clymer, CLA – District Accountants

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

Evan Ela, Esq. & Harley Gifford, Esq., Cockrel Ela Glesne Greher & Ruhland, P.C. – General Counsel

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

ADMINISTRATIVE NOTE: *This meeting was digitally recorded and posted on the District’s website. However, due to matters unknown, the digital recording began AFTER opening of the topic at item #8 herein. All matters prior to that point are not captured in the digital recordation of this meeting.*

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 7:01 PM via Zoom teleconference.

Declaration of a Quorum: A quorum of three (3) Directors was established and declared. Director Kennedy joined the meeting approximately 7:10 p.m.

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

3. Consent Agenda:

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

- Minutes from the March 14, 2023 Regular Meeting

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

4. Correspondence: None

5. Public Comment: None

6. Director's Items:

Director Hawthorne provided and discussed a letter and information received from the City & County of Denver providing guidance on Accessory Dwelling Units (ADU). He explained that the hyperlink provided in the published agenda, a Denvergov.org PowerPoint presentation, should suffice to answer a majority of questions contemplated by the district's residents.

C. NEW BUSINESS

7. Election of Officers

The May 2, 2023 election was cancelled by the Designated Election Official and Director Kennedy was re-elected via acclamation.

The Board held nominations and voted for Board Officers resulting in the following:

President - Bruce Shibles

Treasurer - Murray Hawthorne

Co-Treasurer - Bruce Shibles

Secretary - Cynthia Barclae

Assistant Secretary - Louis Kennedy

8. Discussion Regarding Appointment to Fill Vacancy on the Board of Directors

The District published a public Notice of Vacancy on 5/20/2023 via Westwind email blast and request for letters of interest to fill the current vacancy on the District's Board of Directors.

One (1) letter of interest, received from Mr. Kelvin Klink, was received after the published deadline for submissions.

Director Shibles emphasized the importance of deadlines with respect to administrative matters.

Director Shibles permitted a district resident, Ms. Gail Bell, to speak in favor of Mr. Klink's consideration.

Director Shibles then allowed Mr. Klink to explain his late submission.

Director Hawthorne cut off Mr. Klink's remarks to return to the order of business.

Director Shibles remarked on resident Mr. Weber's comments pertaining to receipt of notification of district notices.

Director Hawthorne reminded the Board that Westwind's email coverage of the district was about 60% of the district.

Director Shibles responded to Mr. Weber's claim of not receiving January and April notices from Westwind. He reminded listeners that notice of vacancy was published (email blasted by Westwind) in May and that if Mr. Weber was interested in serving on the board to submit a letter of interest.

D. FINANCIAL ITEMS

9. Review of 2022 Unaudited Financial Report & Cash Position Statement Dated April 30, 2023:

Ms. Clymer reviewed the unaudited financial report and cash position statements thru April 2023 for the Directors and answered several questions from the Directors and members of the public regarding these statements.

Director Shibles inquired as to the matter of the Conservation Trust Fund. Ms. Clymer advised that the funds are held by Ebert until such time as Town submits a request to transfer funds to Town for their established purpose, and that at present there is no current or pending requests from Town for such funds.

Ms. Clymer discussed the Debt Service fund and that the interest revenues were favorable. No concerns otherwise.

Ms. Clymer then stated that at present there are no outstanding or current requests from Town on Ebert's Capital Reserve (2018 Bond Fund) and that any payments from this fund would require Ebert Board approval.

Ms. Clymer stated that the CRRF Fund, funded by the 1 mil levy also had no requests for its use.

Ms. Clymer presented the remaining April Financial month end report.

Director Hawthorne asked Ms. Clymer to estimate the time remaining to satisfy the Maximum Service Level described in the 2018 IGA. Ms. Clymer estimated that the timeframe for Ebert to satisfy that obligation is near the end of CY 2025.

Director Shibles submitted a question from the public Chat pool regarding what the capital expenditures are that have been approved by Ebert since the financial statements say 'Capital expenditures approved by Ebert'. Ms. Clymer stated that at present there are no expenditures from the prior year or currently pending that have been approved by Ebert. The same applies to the Conservation Trust Fund.

Ms. Clymer then further clarified that expenditure of the funds would require Ebert Board approval to expend those funds and no other entity would have the authority to expend those funds.

Director Kennedy suggested that the language for that line on the Capital Funds 2018 should be changed to read "Requiring the approval by the Ebert Board". Ms. Clymer stated that she'll make a note to change that beginning with the 2024 budget.

Director Hawthorne asked Town Center Metropolitan District's District Manager, Mr. Jerry Jacobs, if he knew what capital projects remained to finish the Ebert Metropolitan District with respect to capital projects. Are the medians in Tower Rd. north and south of GVR Blvd a district responsibility? Mr. Jacobs stated that the medians are the responsibility of the City and County of Denver. Mr. Jacobs stated that the medians are not district project and there are not shared costs between Denver and the District for the medians. Director Hawthorne then asked Mr. Jacobs what remains to finish out the district stating that Tower Farms was already funded by the \$2.9 million. Mr Jacobs asked if Director Hawthorne was referring to the remaining \$860K in the Bond Fund to which Director Hawthorne confirmed the same. Mr. Jacobs then said those funds are for replacement capital projects within the district boundaries. Mr. Jacobs then said that the only remaining capital project might be a street light or two to cost share with an adjacent district.

Director Hawthorne then explained the language in the 2018 IGA pertaining to funding for facilities and acquisitions compared to repairs and replacements. Mr. Jacobs opined that Director Hawthorne's understanding was the opposite of his understanding. Ms. Clymer state that she'd follow up with the person on the TCMD's side to get clarification after this board meeting.

No further questions or concerns were presented to Ms. Clymer by the Board.

10. Review of District Payables

Ms. Clymer reviewed the payables that have been reviewed and approved since the Board's last meeting on March 14, 2023.

Ms. Clymer mentioned that two prior years of Denver's Special District Management fees were not paid which comprised \$6,000. Director Shibles, Kennedy and Ms. Clymer discussed accounting details in the accounting books.

[Administrative Note: Investigation by Director Hawthorne revealed that the two missed payments of \$3,000 each, coincided with the change in District Management service provider. The first change occurred in June of 2021 when Community Resource Services (aka CRS) terminated its contract with TCMD without notice in violation of contract terms. The second change occurred in August 2022 when Timberline District Consulting, who was not formally contracted by TCMD but instead operating under the terms of the 2018 IGA, was replaced by Special District Services. The invoice due dates are June 30th of each year and the address to which the

invoices were mailed were the district management service providers at the time. The invoices were not forwarded to the District President by the “mailed to” district management service provider. See Item #13 below for the District’s response to this repeat failure mode.]

Ms. Clymer added comments about the 2022 Audit that she’ll get the draft to the District Tres., Pres., and Legal Counsel without delay. Ms. Clymer expressed optimism that the audit will be completed and processed on time.

E. DISTRICT MANAGER’S REPORT

11. Westwind Covenant Compliance and Enforcement Status Report:

Mr. Schlegel started that a report was received from Westwind Property Management and he had emailed a copy to all Directors prior to this meeting. No specifics were discussed for privacy reasons.

Director Hawthorne remarked that the current report format is unusable in its present form....367 pages of itemized covenant violations. Ms. Jacobs stated that Westwind can produce meaningful graphic reports. Ebert’s DM agreed to work with Jerry to get a meaningful report from Westwind.

12. District Work Order Status Report:

Mr. Jacobs briefly reviewed the current report for the Directors and responded to several questions regarding open work order from members of the public.

Mr. Jacobs commented on a stolen vehicle that was driven thru the district fence on Maxwell east of Napal resulting in insurance claims.

Director Hawthorne remarked on Canadian thistle and observed places that need current abatement along Dunkirk north of First Creek Trail, along 56th Ave from Argonne to Picadilly, then south on Picadilly to Highline Canal Trail, and in the Serenity Park and GVR GC 14th tee box. Mr. Jacobs noted the locations.

Director Hawthorne and Mr. Jacobs discussed the need for painting of the iron railing fence along the First Creek Trail and paralleling E 54th Pl and down Espana St.

A resident remarked that his iron fence near the FV Clubhouse was due to be painted last fall and was not due to weather. As of this meeting it is still unpainted.

Mr. Jacobs stated that the iron fence painting is being conducted in a “phased schedule”, suggesting certain segments at a time are to be painted starting with the worst first...tackling it in a “phased approach”. No further detail on dates or locations were provided.

Mr. Jacobs stated that he’d follow up with the resident’s (Mr. Klink’s) work order that was submitted.

13. Statutory Compliance:

Mr. Schlegel stated that the District is current and is in compliance with the State's Special District Compliance Calendar. The next deadline is for the submission of the 2022 Financial Audit on July 31, 2023. Ms. Clymer stated that she believed the Draft Audit will be ready for review and acceptance prior to the July 31, 2023 deadline.

Upon Director Hawthorne's request that the DM make sure the District doesn't miss another City and County of Denver annual fee invoice, Mr. Schlegel stated that he added the annual City and County of Denver Special District \$3,000/yr fee, to his district 'tickle file' so we don't miss it again going forward.

F. REVIEW OF CHAT

A transcript of Chat Items is included with these meeting minutes.

G. Executive Session

Director Shibles moved that the Board enter into Executive Session for a Conference with the District's General Counsel to receive legal advice on specific legal questions in accordance with §24-6-402(4)(b), C.R.S. and pertaining to restrictive covenants applicable to real property within the District. Director Hawthorne motioned to enter Executive Session for the aforementioned purpose. The motion was seconded by Director Shibles. A vote was taken, and the motion carried unanimously.

Director Hawthorne suggested that Mr. Schlegel disconnect the public en mass and to reconnect them at 8:45.

Members of the public were requested to disconnect from the public session and the Board entered into Executive Session at 8:09 PM and to rejoin the public meeting at 8:45 PM.

Following discussion, Director Shibles moved that the Board conclude the Executive Session and reconvene the public session. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

The public session was reconvened at 8:45 p.m.

H. Other Business

14. Covenant Enforcement

- a. Director Hawthorne moved that the Board Authorize the Ebert Metropolitan District to Pursue Legal Action with respect to Enforcement of District Covenants with the express purpose of ensuring they are evenly applied across the District for the express purpose of supporting the Master Declarations - Article 1, Section 1.2 which specifically says to enhance and protect the quality value and aesthetic nature, desirability and attractiveness of the community area. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.
- b. Director Shibles moved that the Board create a litigation committee to assist with this particular legal action, consisting of Directors Hawthorne and Shibles in order to confer with District Counsel and not violate the Colorado Open Meetings Law. This Committee will have authority to approve the final version of the legal action that is filed, however all substantive decisions in the legal action including settlement discussions or agreements must be brought to the full Board for consideration. Upon a second by Director Hawthorne a vote was taken, and the motion carried unanimously.

15. Town Center Metropolitan District Negotiations

Based on the Officer elections held earlier in this meeting, Mr. Ela requested confirmation of the Committee members for district transition negotiations with the Town Center Metropolitan District. Director Shibles confirmed that these Committee members are Director Shibles and Director Hawthorne.

16. Review of Chat

A transcript of additional Chat Items is included with these meeting minutes.

17. Public Comment

A resident requested an explanation of what took place in the Executive Session.

A resident also requested comment on an alleged rumor regarding the relationship between Fairway Villas and the Town Center Metropolitan District.

I. 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 8:55 PM.

The next Regular Meeting is scheduled for Tuesday, September 19, 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

CERTIFICATION CONCERNING RECORD OF
EXECUTIVE SESSION HELD ON JUNE 13, 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 June 13, 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 myself and associate counsel Harley Gifford were in attendance by Zoom tele-video conference and participated in the discussions for the entire executive session commencing at 8:09 pm and adjourning at 8:45 pm. The privileged discussions during executive session concerned specific questions of legal counsel concerning 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 June 2023.

By: _____



Evan D. Ela, General Counsel
Ebert Metropolitan District

00:25:36 Kelvin Klink: I would like to explain how the "late" happened.
00:27:31 Nick Weber: I would like to know where these email blasts are distributed. As a resident, I did not receive any information related to the election or need for an additional candidate.
00:29:54 Kelvin Klink: Mr Weber, Did you receive the email Blast which announced this meeting?
00:40:26 Kelvin Klink: What are the 862,917 of "Capital Expenditures Approved by Ebert"? And WHEN/HOW were those expenditures Approved? Where is that Approval documented?
00:41:31 Kelvin Klink: YThen WHY does the budget line Item say it is already Approve4d?
00:42:48 Kelvin Klink: Need to get those words changed.
00:44:41 Kelvin Klink: Shelby,
00:45:49 Nicole Elliott: Hello. I am a resident in GVR. I have been fined \$200 for my landscaping that has been done for 2 years. I was told by Audrey Brown that I would have to join this call, present my emails showing I have complied with everything Westwind has required from me, to be able to expunge this fee. Will there be time allotted for me to do this or was I misinformed? Thank you.
00:46:10 Kelvin Klink: Shelby, The timeliness of your Financial Reports for Ebert MD is sincerely appreciated. It is appreciated. Kel Klink
00:47:24 Kelvin Klink: It is extremely disappointing that TCMD Financials are NOT provided being provided in timely manner.
00:49:17 Jerry Jacobs: Jerry Jacobs
00:49:27 Jerry Jacobs: Jacobs@timberlinedc.com
00:50:07 Nicole Elliott: Reacted to "Jacobs@timberlinedc...." with ðŸ˜¸
00:50:14 Nicole Elliott: Removed a ðŸ˜¸ reaction from "Jacobs@timberlinedc...."
00:50:23 Nicole Elliott: Replying to "Jacobs@timberlinedc...."

Thank you.

00:55:48 Kelvin Klink: Wh4n will April be back?
00:57:02 Kelvin Klink: Good idea Murray. Long time in coming to get meaninhful information for public consumption.
00:58:43 jeffshelton: Canada Thistle - thank you!
00:59:09 Leslie Young: What happened to work orders prior to 2022 that were never addressed? In fact I received an email stated my work order had been closed.
01:00:00 jeffshelton: I took done serval behind The Lodge today.
01:00:18 Kelvin Klink: When will the Fencing along perimeter of Fairway Villas be painted?
01:00:55 Leslie Young: It was painted in 2021 but product used has not held up.
01:01:04 Kelvin Klink: It was originally scheduled for last December. But got postponed.
01:51:46 jeffshelton: Are there any broad issues that the Board could share with us?
01:53:14 jeffshelton: That is fair.

Request	Type	Building	Created Date
7345602 - Damaged tree	Landscaping/Grounds	Town Center Metropolitan District	1/3/23
7351701 - Fence Damaged by Snow Removal	Other	Town Center Metropolitan District	1/12/23
7421313 - Repair lattice on fence	Fencing	Town Center Metropolitan District	3/13/23
7442400 - Damaged playgrounds	Other	Town Center Metropolitan District	4/13/23
7448647 - Remove tree spikes	Landscaping/Grounds	First Creek Village	4/20/23
7450768 - TCMD greenspace behind 4848 Ireland Ct.	Landscaping/Grounds	Town Center Metropolitan District	4/26/23
7450774 - Landscaping	Landscaping/Grounds	Town Center Metropolitan District	4/26/23
7452707 - Tumbleweeds	Landscaping/Grounds	Town Center Metropolitan District	5/1/23
7457848 - east side of Orleans St between 48th & 49th	Fencing	Town Center Metropolitan District	5/9/23
7457849 - 19159 E 54th Pl	Landscaping/Grounds	Town Center Sub-District 2	5/9/23
7459493 - "20059 E 48th Dr	Landscaping/Grounds	Town Center Sub-District 2	5/10/23
7461054 - 19080 E 54th	Landscaping/Grounds	Town Center Sub-District 2	5/15/23
7461056 - 19186 E 55th	Landscaping/Grounds	Town Center Sub-District 2	5/12/23
7461057 - 5255 Andes Street Fence	Fencing	Town Center Sub-District 2	5/15/23
7465510 - 20397 E 52nd ave	Irrigation	First Creek Village	5/22/23
7465511 - 20492 E 52nd ave	Irrigation	First Creek Village	5/22/23
7465516 - 17939 E 54th	Irrigation	First Creek Village	5/22/23
7467865 - 18626 E 53rd dr	Irrigation	Town Center Sub-District 5	5/25/23
7467903 - 5315 Ventura St	Landscaping/Grounds	First Creek Village	5/24/23
7469862 - 5500 Halifax St	Fencing	Town Center Metropolitan District	5/29/23
7469891 - Pooling water on district property behind home	Irrigation	Town Center Sub-District 3	5/30/23
7474637 - 17957 E 54th Ave	Landscaping/Grounds	First Creek Village	6/7/23
7474643 - 5345 Ventura St.	Landscaping/Grounds	First Creek Village	6/7/23