

RECORD OF PROCEEDINGS

**MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF THE
EBERT METROPOLITAN DISTRICT
HELD
December 3, 2024**

A Regular Meeting of the Board of Directors of Ebert Metropolitan District, City and County of Denver, Colorado was held virtually on December 3, 2024, at 7:00 p.m. The meeting was open to the public.

In attendance and participating were Directors:

Bruce Shibles, President & Co-Treasurer
Cynthia Barclae, Secretary
Louis Kennedy, Treasurer
Katherine Haynes, Assistant Secretary
Michael Williams, Assistant Secretary

Also participating were:

10 Members of the Public
Evan Ela, Cockrel Ela Glesne Greher & Ruhland – General Legal Counsel
Glory Schmidt, Cockrel Ela Glesne Greher & Ruhland
Alyssa Ferreira, Clifton Larson Allen, LLP – District Accountants
Bill Schmidt, Town Center Metropolitan District
Sabrina Lopez, Goodwin & Co.
Kurt Schlegel, Special District Solutions, Inc. – District Manager

CALL TO ORDER:

Mr. Schlegel called the role and noted that a quorum of the Board was present, and Director Shibles called the meeting to order at 7:00 p.m.

**CONFLICTS &
DISCLOSURE
STATEMENTS:**

Conflict Disclosure Statements have been filed with the Secretary of State's Office.

**APPROVAL OF
AGENDA:**

Director Haynes moved that the Board approve the agenda as presented. Upon a second by Director Shibles a vote was taken, and the motion carried unanimously.

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CONSENT AGENDA: Director Shibles moved that the Board approve the Consent Agenda, consisting of the following items:

- Approval of Minutes from the Regular Meeting of September 10, 2024
- Approval of Minutes from the Special Meeting of October 15, 2024
- Ratify the Acceptance of the 2024 Audit Engagement Letter with WIPFLI LLP

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

CORRESPONDENCE: None

PUBLIC COMMENT: None

DIRECTOR'S ITEMS / COMMENTS: None

NEW BUSINESS: 2025 Administrative Matters Resolution: Following discussion, Director Shibles moved that the Board approve the Annual Administrative Resolution, No. 2024-12-01 as amended to reflect 2025 regular meeting dates. Upon a second by Director Haynes a vote was taken, and the motion carried unanimously.

2025 Election Resolution: Mr. Schlegel discussed the requirement to conduct an election on May 6, 2025 to elect four (4) Directors whose terms will expire on that date. Director Kennedy moved that the Board approve and adopt Resolution No. 2024-12-02, Calling for a May 6, 2025 Regular Election for Directors. Following a second by Director Haynes a vote was taken, and the motion carried unanimously.

Resolution Amending and Restating Policy Regarding Colorado Open Records Act (CORA) Requests: Mr. Schlegel discussed the need to update the District's CORA Policy to remain in compliance with State law. Director Shibles moved that the Board adopt Resolution No. 2024-12-03 Amending and Restating the District's Policies Regarding CORA Requests. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

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Renewal of District Insurance and Special District Association (SDA) of Colorado Membership - Following discussion Director Shibles moved that the Board direct management to renew the District's insurance coverage and membership in the SDA for 2025. Following a second by Director Kennedy a vote was taken, and the motion carried unanimously.

Certification of 2025 Budget Year 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 2025 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.

Workers' Compensation Insurance Waiver Resolution: Mr. Schlegel presented for the Board's Review and Consideration a Resolution waiving Worker's Compensation Insurance for the District for 2025. Director Shibles moved that the Board adopt Resolution No. 2024-12-04 as presented. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

2024 Landscape Bed Enhancement Project: Mr. Al Morie presented a proposal from Environmental Designs, LLC for a project to enhance the landscape beds at multiple entrances to the community. The Committee solicited proposals from seven (7) firms of which three (3) responded. Mr. Morie described the review process and presented the Committee's recommendation to accept the proposal from Environmental Designs, LLC. Mr. Morie responded to several questions from the Directors. Following discussion Director Shibles moved that the Board approve the proposal from Environmental Designs, LLC as presented, at a cost to not exceed \$186,000.00. Upon a second by Director Kennedy a vote was taken, and the motion carried with four (4) Directors voting YES and one (1) Director voting NO.

FINANCIAL ITEMS:

2025 Budget: Mr. Schlegel stated that the required Notice of Public Hearing was published and posted as required. Director Shibles moved that Board open the public Hearing. Upon a second by Director Kennedy a vote was taken, the motion carried unanimously, and the Public Hearing was opened at 7:40 p.m. Ms. Ferreira presented the proposed 2025 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 Kennedy a vote was taken, and the motion carried unanimously, and

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the Public Hearing was closed at 7:58 p.m. Director Shibles moved that the Board approve and adopt Resolution No. 2024-12-05 Adopting the 2025 Budget, Appropriate Sums of Money required for District Operations and Debt Service for 2025 and Set the District's Mill Levies for the 2025 Budget Year, pending the receipt of Final Assessed Valuation from the Denver County Assessor. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

2026 Budget: Director Shibles moved that the Board direct the District's new accountant, Goodwin & Co, to prepare the District's 2026 Budget. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

Review of Cash Position and Financial Statements: Ms. Ferreira presented the District's unaudited Financial Statements dated October 31, 2024, for the Board's review. Director Shibles moved that the Board approve the July 31, 2024 unaudited Financial Statements as presented. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

District Payables: Ms. Ferreira presented the District's payables for the period ending December 3, 2024 for the Board's review and approval. Director Shibles moved that the Board ratify and approve payments made in the amount of \$64,445.76. Upon a second by Director Kennedy a vote was taken, and the motion carried unanimously.

DISTRICT MANAGER'S REPORT

Statutory Compliance: Mr. Schlegel stated that the District is in compliance and that the next items due are the setting of District Mill Levies by December 15, 2024, and submission of the District's 2025 Transparency Notice and Boundary Map Certification prior to December 31, 2024.

EXECUTIVE SESSION:

Director Shibles moved that the Board enter into an Executive Session for the purposes of receiving legal advice on specific legal questions concerning the proposed consolidation of Town Center Metropolitan District into Ebert Metropolitan District, including the terms, timing, and election of such consolidation, the stayed litigation between Ebert Metropolitan District and Town Center Metropolitan District, and determining positions subject to negotiations, developing strategy for negotiations, and instructing negotiators concerning said consolidation and litigation per §24-6-402(4)(a), (b), and (e)(I), C.R.S.

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Upon a second by Director Williams a vote was taken, and the motion carried unanimously. The board members were placed into a breakout room and the Executive Session commenced at 8:09 p.m.

Following discussion, Director Shibles moved that the Board conclude the Executive Session and reconvene the public session. Upon a second by Director Williams a vote was taken, the motion carried unanimously, the Executive Session was terminated at 9:04 p.m., and the public session was reconvened at 9:06 p.m.

Director Shibles stated that the Directors discussed transition matters and that the Consolidation Agreement and Resolution had not yet been approved by the Town Center Metropolitan District (TCMD). A redlined version of the documents has been sent to the TCMD, and another Task Force meeting will need to be scheduled, before December 25, 2024, to discuss open matters. A special Ebert Metropolitan District meeting may be required in early January 2025.

OTHER BUSINESS:

None

NEXT MEETING:

The Board's next regular meeting will take place virtually on Tuesday – March 4, 2025, at 7:00 p.m. and shall be noticed in accordance with CRS 32-1-902 and 24-6-402, on the District's webpage <https://www.ebertmetrodistrict.org/> .

ADJOURNMENT:

There being no further business to come before the Board, upon motion duly made, seconded, and unanimously carried, the meeting was adjourned at 9:10 p.m.

Respectfully Submitted:



Secretary for the Meeting

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
DURING THE REGULAR MEETING OF THE EBERT METROPOLITAN
DISTRICT ON DECEMBER 3, 2024**

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 3, 2024, was properly noticed and 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 8:09 pm and adjourning at 9:04 pm. The privileged discussions during executive session concerned specific questions of legal counsel on the potential consolidation of TCMD into the Ebert Metropolitan District, agreements necessary for facilitating the consolidation, and other issues relating to the proposed consolidation including, the acquisition of property, determining positions subject to continuing negotiations, developing strategy for negotiations, and instructing negotiators, all in accordance with Sections 24-6-402(4)(a), (b), and (e)(I), C.R.S.

Dated this 13th day of December, 2024.

By: 
Evan D. Ela, General Counsel
Ebert Metropolitan District