

**EBERT METROPOLITAN DISTRICT
SPECIAL MEETING
OF THE BOARD OF DIRECTORS**

AGENDA AND NOTICE

Board of Directors	Office	Term Expiration
Cynthia Barclae	President	2020-2022 (Elected)
Bruce Shibles	Assistant Secretary	2020-2022 (Appointed)
Keith Mays	Assistant Secretary	2020-2022 (Appointed)
Jennifer Woods	Assistant Secretary	2020-2022 (Appointed)
Murray Hawthorne	Assistant Secretary	2020-2022 (Appointed)

DATE: Tuesday, August 24, 2021, TIME: 7:00 PM

PLACE: Zoom Conference Join Zoom Meeting

Join Zoom Meeting

<https://zoom.us/j/97270810543?pwd=d2dhRINyQlJUzhzYWliYmlwdDR4Zz09>

Meeting ID: 972 7081 0543

Passcode: 442840

One tap mobile

+13462487799,,95757796862# US (Houston)

+16699009128,,95757796862# US (San Jose)

Dial by your location

+1 346 248 7799 US (Houston)

+1 669 900 9128 US (San Jose)

+1 253 215 8782 US (Tacoma)

+1 312 626 6799 US (Chicago)

+1 646 558 8656 US (New York)

+1 301 715 8592 US (Washington DC)

Find your local number: <https://zoom.us/u/arwVMhWbm>

The meeting is open to the public; however, due to standing State and Denver Public Health Orders and recommendations by the CDC, and to preserve the health, safety, and welfare of the public, the Boards and the public will attend the meeting via Zoom Conference.

YOU MAY ACCESS THE MEETING PACKET AT: Ebertmd.colorado.gov

“The Mission of the Ebert Board of Directors is to protect and enhance the property values of the Ebert District through a policy of fiscal accountability, transparency, and effective governance.”

1. ADMINISTRATIVE ITEMS:

- a. Call the Meeting to Order
- b. Declaration of Quorum
- c. Confirm Location and Posting of Meeting Notices
- d. Approval of Agenda and Meeting Location
- e. Disclosure of Potential Conflicts of Interest
- f. Review and Consider Approval for the below meeting minutes:
 - i. Review of Regular Meeting Minutes from May 26, 2021 (Attached pages 4 - 16)
 - ii. Review of Special Meeting Minutes from July 27, 2021 (Attached pages 17 - 19)
 - iii. Review of Study Session Meeting Minutes from August 10, 2021 (Attached pages 20 - 24)
 - iv. Review of Study Session Meeting Minutes from August 19, 2021 (Attached pages 25 - 27)

2. DIRECTOR ITEMS:

- a. Date/Time of October Regular Meeting
 - b. Board Appointments
 - i. President: _____
 - ii. Treasurer: _____
 - iii. Secretary: _____
 - iv. Assist. Secretary: _____
 - v. Assist. Secretary: _____
 - c. District Bylaws (Attached pages 31 - 45)
 - d. Time of day for holding public meetings
 - e. Treasurer and Secretary roles
 - f. Community Input
 - g. District Committees (Attached pages 46 - 48)
 - h. Board Continuity
 - i. District Website (SIPA)
 - j. Special District membership and training
 - k. Ebert resident's appointment to Town Center Metropolitan District (TCMD) Board of Directors
 - l. Upcoming election cycle
 - m. Budget Meetings
 - n. \$2.9 Million monies discussion
 - o. Other Director Items
-

3. EXECUTIVE SESSION:

4. OTHER BUSINESS:

- a. Remarks / Comments from Directors
 - b. Other items
 - c. Review of chat from Study Session August 19, 2021 (Attached pages 28 - 30)
-

5. PUBLIC COMMENT:

Please submit comments/questions via the Zoom “chat” tool or email them to Cynthia Barclae at cynthia.barclae.ebertmd@gmail.com.

6. ADJOURNMENT:

The next Regular meeting is scheduled for October 26, 2021, at 7:00 PM.

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

RECORD OF PROCEEDING

<u>Board of Directors</u>	<u>Office:</u>	<u>Term Expiration</u>
Todd Creger	President	May 2022 (appointed)
Yvonne Flood	Secretary Treasurer	May 2022 (elected)
Cynthia L. Barclae	Assist. Secretary	May 2022 (elected)
Kimberly Rivera	Assist. Secretary	May 2022 (appointed)
VACANT	Assist. Secretary	May 2022 (appointed)

DATE: Tuesday May 25, 2021

TIME: 6:00 PM

PLACE: VIA Zoom

***NOTICE: given current events and current advice and directives from local, state and federal jurisdictions related to COVID-19, Board members, consultants and members of the public may participate by videoconference or teleconference by utilizing the following information:**

AUDIO/VIDEO CONFERENCE

<https://zoom.us/j/2583076806?pwd=MVBHUnp0MW90K1BWYit1dG5MVGx0QT09>

Meeting ID: 258 307 6806

Passcode: 823481

Call-in: 1-253-215-8782

YOU MAY ACCESS THE MEETING PACKET AT: Ebertmd.colorado.gov

I. ADMINISTRATIVE ITEMS:

A. Call the Meeting to Order

President Creger called the meeting to order at 6:00 PM. Present were all Directors. Also Bob Blodgett, CRS, Kim Bruetsch, Robinson Waters and O’Dorisio. Others present were Murray Hawthorne, Melissa Sotelo, Al Morie, Jerry Jacobs, Charlie Foster, Gail Bell, Carol Turner, Jeffrey Shelton, KKH she/ella, Velvia Garner, Debbie Sedgeley and Rogene Howe

B. Review Conduct of Meeting and Confirm Location and Posting of Meeting Notices

Mr. Blodgett reviewed the conduct for the Board meeting as prescribed in the District bylaws. Public comments will be taken at the end of the meeting. Mr. Blodgett received prior telephonic instruction from Director Creger to disable the Chat function until the Public comment period. All participants will be muted until the end of the meeting. The meeting will be recorded. Comments should be addressed to the Board as a whole.

Mr. Blodgett confirmed the meeting notice has been posted at the Green Valley Ranch Recreation Center and the District website. The meeting is being held via Zoom due to the pandemic.

C. Declaration of Quorum

President Creger declared a quorum of the Board was present.

D. Approval of Agenda

Mr. Blodgett recommended amending the agenda to include consideration of the 2020 draft audit under financial items. Motion by Director Creger second by Director Rivera the Board approved the agenda as amended.

E. Review and Consider Approval of April 22, 2021 Special Work Session Meeting Minutes and February 26, 2021 Regular Meeting Minutes (enclosures).

Motion by Director Barclae second by Director Creger, the Board approved both sets of minutes subject to correction of typographical errors identified by Director Barclae.

II. DIRECTOR'S ITEMS:

A. Consider Approval of Invoice From Town Center MD for 56th Avenue Landscaping Improvements - \$651,235.21 (enclosure)

Mr. Jacobs reviewed the invoice with the Board. Mr. Blodgett reported he and President Creger have reviewed the invoice and documentation with Ms. Sedgeley and found all to be in order to be payable from the Districts 2021 capital budget.

Motion by Director Creger second by Director Rivera the Board approved the invoice from Town Center Metropolitan District to pay for reimbursement of 56th Avenue landscaping improvements.

B. Status of Board Vacancy

Director Flood opened with recommending delaying filling the vacant position

accompanied by no explanation. Director Barclae requested an explanation. Director Creger asked Attorney Breutsch to comment. Attorney Breutsch stated that Director Creger was in possession of information that he had shared with the Appointment Interview committee, implying the potential need for additional work, interviewing and investigation relating to the appointment. Director Barclae asked Attorney Breutsch about the investigation. Attorney Breutsch deferred to Director Creger. Director Creger did not remark. Director Flood stated that “we” want some resolution to the situation, and offered no information as to the situation she was referring to, and then questioned whether there was a fairness concern. Director Barclae requested that Director Flood explain further. Director Flood offered no reply. Director Creger then stated that the Board is under no obligation to make an appointment and that was the recommendation of the committee. Director Barclae asked whether the recommendation not to make an appointment was the committee’s recommendation or Legal Counsel’s recommendation. Director Creger stated that it was important to be in compliance with the law and then stated that it was the committee’s recommendation and then asked Director Flood to speak up. Director Flood told Director Barclae that they [who?] weren’t making an appointment and that’s all there is to it at that point. Director Barclae expressed serious concerns as to the procedure and recommended that additional legal counsel be sought. Director Barclae asked committee members Rivera and Flood if the two applicants were not qualified. Director Rivera stated they were qualified but there is a certain standard “we’re” looking for for the Board and offered no explanation as to what standards she was referring to. Director Rivera then stated the need for more investigation into the questions she had at hand and offered no information as to what questions she had at hand or the reason for invoking any investigation. Attorney Breutsch inserted that neither candidate had been eliminated from consideration at that point but that based on the timing of some information that were additional information needs so the committee can make a recommendation, but that both candidates are still under consideration. Director Barclae asked for a clarification that no appointment would be made at this time. Director Rivera responded that she, Director Flood, Director Creger and Bob (Blodgett) needed to determine when they can get together to discuss the “situations” then corrected herself with saying “options”, and then make a determination at that time, but they haven’t done that yet and she offered no information as the situations or options that she was referring to. Director Barclae asked when they would have a recommendation in light of the board’s prior appointment failures. Director Flood responded that her recommendation was not to appoint at this time and offered no explanation as to why. Director Barclae asked Director Flood when did she expect to be able to make the appointment and how much time did Director Flood need for the investigation. Director Flood stated she could not answer that question at this meeting. Director Barclae asked Director Creger how the Board was going to get through this and for a deadline. Director Creger stated that “we” are going to let one candidate where accusations had been made, to have his due process and that he didn’t want to discuss details in this public meeting. Director Creger then stated the “we” don’t have a deadline and that “we’re” not going to make an appointment at this time because he didn’t know how long the investigation would take and offered no information as to who would be doing the investigation, what was to be investigated, nor under what authority any such investigation was based on. Director Barclae then asked Director Creger to clarify that the next action on this matter will not occur until the next Regular Meeting in October, five

months for now. Director Creger stated “we’re” not going to give a deadline and that “we’re” going to follow the recommendation of the committee and that the issue is tabled.

[Administrative Note: No parliamentary procedure was followed or recognized during this entire discussion. Director Creger unilaterally terminated the discussion without soliciting consent of the Board. A written transcript of the audio of this Director’s Item is attached. The entire exchange can be heard on the Zoom recording in the recording period between 00:40:57 – 00:53:00]

C. Discuss Process for Moving Forward Collaboratively with Town Center MD

Mr. Blodgett and Director Creger stated they have been meeting with Mr. Wysznski and Mr. Jacobs with the Town Center Board since the February meeting in an effort to identify ways to move forward collaboratively with the Town Center Metropolitan District in the future.

D. Review of \$2.9 Million Reimbursement From GVR East MD

Ms. Bruetsch stated the \$2.9 million due to Town Center Metropolitan District is in a separate segregated account. The funds will be used for future needed capital improvements within Ebert with full transparency. The Ebert board will be involved in the decision related to this future expenditure.

E. Options Regarding Appointment of An Ebert MD Elector to the TCMD Board

Director Creger reported the Board had a special meeting on April 22 to discuss this issue and other options regarding direct involvement in the TCMD budgeting, capital improvement project priorities and contracting processes. Having an Ebert Elector on the TCMD Board presents other legal hurdles and conflicts which have to be overcome. In addition, this is only one vote on a four member board. The District can accomplish its objectives with earlier and more direct involvement with TCMD annually in projects and contractors that affect Ebert residents through participation in meetings and committees directly with the TCMD staff and Board. Mr. Jacobs reported TCMD is agreeable to this commitment of additional Ebert involvement throughout the year. Director Flood noted up to two board members can participate in meetings and committees without a quorum and a public Board meeting. The full Board can meet with the TCMD board on an annual or as needed basis.

Director Creger recommended that a formal agreement or document be prepared regarding the Ebert role in budget workshops, joint meetings, capital improvement projects and contractor selection in the future. Director Barclae stated this is important to clarify the Ebert role in writing.

After further discussion, the Board asked Ms. Bruetsch to draft initial language in a

cooperative agreement with TCMD for future Board review. She noted this could be developed in draft form over the next couple of months and then finalized at the board's October meeting once it was clear how it was working.

F. Participation in the TCMD Budget Process

The Board and Ms. Bruetsch noted TCMD is committed to Ebert involvement in their budget process. TCMD is committed to transparency with notices to Ebert of their budget meetings and involvement and participation in their decisions.

G. Discuss Committee Status Reports

1. Committee Review/ Recommendations (Director Creger and Flood) (enclosures)

Director Creger reported he and Director Flood have discussed the structure of the committees. He reviewed the recommendations provided in October 2020 regarding current standing committees of the board. Director Flood stated this work began in the fall of 2019 with the prior Board President and Board members. The Strategic Planning and Fiscal Policy Committees were combined at some point. Some Committees have met, others have not. Director Flood noted that the Committees report to the Board and do not make a decision on behalf of the Board independently. Director Barclae asked about public information on the Committees for residents. Director Flood noted the Committee information is on the District website. Volunteers have been obtained for each committee other than Communication. The Board discussed length of time individuals should be on a committee. Should there be a term limit?

2. Election Review and Evaluation Committee (Director Rivera)

Director Rivera reported she met with Ms. Blair at CRS. They are working on documents related to mail ballots, frequently asked questions and other election items. Her Committee could use additional assistance. The next election is May 2022 but the process will start in about six months.

3. Communications/Education Committee (Director Flood)

Director Flood stated she had nothing new to report at this time.

4. Joint TCMD/Ebert Landscape Committee (Directors Creger and Barclae)

Director Barclae reported the Joint Landscape Committee met last week. They are going to provide information on getting rid of thistle. TCMD reported they will start review of the Fairway Villas beach area and needed landscape work.

5. Fiscal Policy and Strategic Planning Committee (Director Creger)

Board members noted that some residents do not agree with the combined Strategic Planning and Fiscal Policy Committee. Some want to work only on strategic planning issues that have financial implications to be addressed by a separate committee. Director Creger stated this joint committee has not met recently. After additional discussion, motion by Director Flood second by Director Creger the Board voted to separate the Strategic Planning and Fiscal Policy Committee into two separate Committees for the future.

6. Future direction

The Board asked that the Committee information on the District website be refreshed and a request for volunteers be sent by blast email as well as through the website. Director Flood noted committee members should be asked if they want to remain on the Committees. Director Barclae asked about the Committee meeting schedule. Director Flood noted that the Committee chair calls the first meeting and then the Committee decides on their future meeting schedule.

H. Other Items

III. FINANCIAL ITEMS:

A. Review Ebert MD Unaudited Financial Statements for the Period Ending March 31, 2021 and February 28, 2021 (enclosures).

Ms. Sedgeley reviewed with the Board. After discussion, motion by Director Rivera second by Director Creger the Board accepted the March 31 Financial Statements. The Board did not review the February 28 statements since this information was included in the March 31 statements.

B. Other - 2020 draft audit

Ms. Sedgeley reviewed the draft 2020 audit with the Board. She noted the auditor is completing fieldwork and the auditor's unqualified opinion will be included once it is complete. She recommended the Board approve the audit subject to minor non-substantive changes by the auditor or legal counsel and authorize Ms. Sedgeley to file with the state auditor. Motion by Director Creger second by Director Rivera the Board approved a motion as stated by Ms. Sedgeley.

C. 2021 budget resolution

Director Barclae noted section six of the resolution inadvertently states Adams County instead of Denver County. She asked that this be corrected. Mr. Blodgett will coordinate.

IV. OTHER BUSINESS:

- A. Update from District 11 - City Council, City and County of Denver (Magen Elenz to present).

Ms. Sotelo reported Denver has received \$700 million of state and federal economic recovery funds. They are seeking resident input for its use. Please see the website risetogetherDenver.org to comment. Green Valley recreation center is open with reservations. A vaccination site is being provided at Montebello recreation center. The Denver Department of Housing and Stability is seeking input on an affordable housing plan. A survey link is available online through the department. The Board thanked Ms. Sotelo for her report.

- B. Capital Projects Update (Charlie Foster to present).

I will send you Charlie Foster's report to include here and then after that use the following:

Mr. Foster also reported he is working on needed traffic signals in Green Valley Ranch. There are six waiting to be constructed. These are the responsibility of the City and County of Denver.

- C. Town Center Metropolitan District Report (Brandon Wyszynski and Jerry Jacobs to present)

Mr. Jacobs reported TCMD completed an audit of trails regarding which were complete and who is responsible. TCMD will do one trail. The rest are the responsibility of Green Valley Ranch South and Denver. He also stated there has been an unusual amount of vandalism on mailboxes. He is reviewing that issue. He reported 650 irrigation heads were activated. Repairs are being performed. Fortunately there have been no mainline breaks.

- D. Other

Director Barclae asked for a map indicating the location of future traffic signals and trails. Mr. Jacobs will coordinate with Mr. Foster and prepare a map to send to the Board. Director Barclae asked if information regarding who pays for the trails and signals can be added to the map. Mr. Jacobs will review.

Director Barclae recommended the Board meet sometime in August rather than waiting until the end of October for their next meeting. After discussion, the Board called a special meeting for Tuesday, August 24 at 6:00 PM. Director Barclae also recommended that the December 21 board meeting be moved to December 7. After discussion, the Board canceled the December 21 meeting and changed it to Tuesday, December 7 at a to be

determined time. The board asked for input from those present at the meeting regarding whether this should be an 8:00 AM or 6:00 PM board meeting. Director Flood noted the Board in the past has alternated these times so as not to inconvenience the same residents all of the time.

V. PUBLIC COMMENT – Please submit comments/questions via the Zoom “chat” tool (when it’s enabled) or to Kimberly Bruetsch via email at kbruetsch@rwolaw.com

Mr. Schmid recommended that the board appoint any Ebert elector to the Town Center Metro District board in addition to participating directly in committees and meetings. Ms. Bell concurred with this comment. She also recommended that public input be provided at the beginning of future Board meetings rather than the end. Mr. Klink asked questions regarding the accounting for the Town Center capital project invoice approved earlier in the meeting. Mr. Shelton recommended the Fiscal Policy and Strategic Planning Committee remain as one Committee.

VI. ADJOURNMENT:

Motion by Director Flood second by Director Creger the Board adjourned the meeting at 8:35 PM.

The next Regular meeting is scheduled for October 27, 2021 @ 6:00 PM. There will also be a Special Board meeting on August 24, 2021 at 6:00 PM.

Director's Item B. "Status of Board Vacancy"

Ebert Metro District Board Meeting 5-25-21, Zoom audio Transcript period: 00:40:57 – 00:53:00

Bob Blodgett (District Manager)

The next Directors item is the Status of the Board Vacancy

Yvonne Flood – Director

So uh Kimberly and I were appointed to... interview and make a recommendation on filling the board vacancy. And our recommendation at this point is that we....uhm....delay... filling the position.

Cynthia Barclae – Director

And your reason behind that?

Todd Creger - Director and Board President

Kimberly arr uh Kim Breusch do you want to uh comment also?

Kim B. (District's Legal Counsel)

Uhhmm I mean if uh I I'm not sure what your.... specific question is Todd, uhm I I think based on the information that Todd has been provided and that was shared with the committee uhh there's some additional work that has to be done... uhhmm and there may be uhh a need to do uhm... some additional interviews and or uhh investigation related to the appointment and so that's why the committee has just decided to defer at the moment.

Cynthia

What investigation is that?

Kim B. (District's Legal Counsel)

I don't know what that what you guys have shared with one another outside the meeting but there's some there's [unintelligible] so you mean you may have to talk with Todd about that Cynthia?

Cynthia

OK the only thing we know is the uhm.. information we got from Bob on one of the candidates but I don't understand what you're investigating. Can someone answer that who was on the committee?

Yvonne

We want some resolution to the situation Cynthia really...uhm....It's hard to make a decision when you know we were confronted with this kind of information so I think that without going into detail we could uhm I ee maybe even have a separate executive session to discuss some of this? because I'm not sure it's fair to the candidates?, ...uhm... otherwise? Kimberly can comment on that.

Cynthia

Fair.... yeah fair...you need to go into a little bit more because even the way that it's addressed on the agenda is not the way that it's addressed in October... so umh... in those.. in that meeting... so I'm I'm a little concerned we do get some information but you have your....you can give your opinion on that... so you've made no decision one way or the other, right? How many people applied for this position?

Todd

There were two. Ya.

Cynthia

Ok, and out of those 2?

Todd

Well [unintelligible] according to uhh conversations with Kim Breusch uhh as long as the Board makes a good effort uhh in uhh trying to fill the candidate seat uhh if the committee felt that at the point point we do not uhh have uhh adequate information about one candidate and umh it did not want to recommend possibly uhh uhh you know move forward with a recommendation uhh counsel was [unintelligible] asked about the... uhh how to move forward (stuttering) and [stuttering] under the statues here in Colorado and in our bylaws we are under no obligation to make an appointment if we feel that we don't have a qualified candidate at this point.

Cynthia

Really...

Todd

And that was a recommendation of committee

Cynthia

That was the committee or that was advisory from council? I'm a little confused there . You did say that you talked to Kim (B.)

Todd

We'll she's our uhh ih she's our attorney. And we want to make sure we're staying, you know, uhh in uhh [unintelligible] in compliance with all the laws and so forth, so we definitely are going to consult her. But uhh iii I was not involved in any of the decision making...this was the committee....Yvonne.

Yvonne

[unintelligible] making an appointment, Cynthia, that's all there is to it. At this point.

Cynthia

Oh well I am a little concerned about the whole procedure. So umh I have to make a few phone calls. I think we

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need a little bit more legal counsel at this pointunless you can give a reason why you're not appointing. The two people that applied were not qualified...is that...that's what you're saying Yvonne and Kim?

Kim Rivera - Director

We're not saying that they weren't qualified, were just saying that there is a certain standard that we're looking for for this board and I think that you would share the same opinion.... uhmm in this case, there wasn't necessarily uhmm there's uhh on one hand there's questions that we have all received as a board that uhmm that we received information that we need to take a look and that a little bit further and then there was also a few other questions that we had for Kimberly, or for Kim, that we uhh we did share with her, and so we at this point or back when we did our interviews, determined that it wouldn't...it wasn't appropriate to make a decision at that time.... so it it's not necessarily that they're not qualified it's just that it would not have been fair to do uhmm without making it sound harsh, but more investigation into...the....questions that we had at hand.

Kim B. (District's Legal Counsel)

Just just to clarify my understanding right now is that no, neither of the candidates has been eliminated nor have they decided not to appoint. Uhm based on the timing of some of the information that was provided to the board uhmm there's some additional information needs to be obtained so the committee can make a recommendation uhmm so both of the candidates that have applied at least my understanding of the situation is are both still under consideration.

Cynthia

So they're both under consideration and you're not...and just to clarify, so you're not making a a appointment at this time. When will you know when are you going to go back and review, in light of our new information that that seems to be causing the situation?

Kim Rivera

We're gonna have to go ahead and determine a time which we can, which Yvonne and I, and our new manager or even, you know, Bob, Todd whomever, uhmm can get together, and we can go ahead and discuss the situations uhmm... or not necessarily situations, but the options, and then quite possibly make it...determination at that time. But we haven't done that yet.

Cynthia

OK you know we're going back in to just a few months ago and you know Yvonne wanted to fill the seat and then we got Matt and he wasn't qualified so I uhm am just a little bit of a loss as to where we're going. We got some information that we certainly can act on it this time, so it, so being Kimberly and Yvonne as the board for, ..that interviewed, you have decided to table it? What when are you going to have an answer since you were in a big rush last October? That's all I'm wondering.

Yvonne

[Unintelligible]...was going to come forward Cynthia...so we would think that we need to give it its due consideration, and my recommendation was that we not appoint someone at this time.

Cynthia

And when will you be able to know when you're going to a point? How much investigation time?

Yvonne

[unintelligible]

Cynthia

Pardon me?

Yvonne

I don't think I can answer that tonight.

Cynthia

Oooh I think that we should be able to say something when are you and Kimberly gonna meet or we gonna have a special meeting? Todd how are we gonna get through this?.. one way or the other?

Todd

We're gonna let the one candidate where the accusations been made, have his due process and which there has been information gathered by but we don't wanna [unintelligible] were not gonna go into details in a public meeting on some private things that are occurring...

Cynthia

I understand that.

Todd

Right

Cynthia

I understand that. I'm just trying just trying to get some kind of a deadline.

Todd

Well we don't have a deadline. Uhh we're we're not going...as the committee's recommended... we're not going to make an appointment this time. We will keep channels open. And uhh but we're not in a position to give a date because we don't know how long that investigation's.... it's not being conducted by us, it's being...we're gathering information but there's there's a counterpoint to the accusation that's been made we want to get all that information...provided to us.

Cynthia

Right, OK, so are you saying also that it won't be appointment won't be announced until our next meeting which is when October.

Todd

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I said we're not going to give a deadline so uhh let's uhh you know I don't think.... we're... you're asking questions we're not we don't have a lot of answers, we can't share some answers publicly it's just we're going to follow what the committee said and at this time it's been tabled.

Cynthia

Wow....OK...I guess we have some investigating to do and a little legal work...

Todd

Uh hu

Cynthia

I'm for that...OK

Todd

So Bob would you like to continue? (next agenda item)

[This transcript was prepared with the aid of digital "voice to text" software.]

**RECORD OF PROCEEDING
MINUTES OF SPECIAL MEETING
OF THE BOARD OF DIRECTORS OF
EBERT METROPOLITAN DISTRICT**

Tuesday, July 27, 2021

7:00 – 8:00 PM

Zoom Conference

A special 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:

Cynthia Barclae, President

Also, present via Zoom were:

Jerry Jacobs of Timberline District Consulting, LLC., District Manager

Corey Pilato of Timberline District Consulting, LLC., Assistant District Manager

Kimberly Bruetsch, Esq. Of Robinson Waters & O’Dorisio, P.C.

10 Other members of the public

ADMINISTRATIVE ITEMS:

I. CALL TO ORDER

The Special Meeting of the Board of Directors of the Ebert Metropolitan District was called to order at 7:00 PM via Zoom teleconference.

Mr. Jacobs reported that the notice and agenda of the Special Meeting were posted on the website and that it was distributed to the community via email blast by Westwind Management Group.

A quorum of one was declared.

II. OPENING STATEMENT

President Barclae stated the purpose of the Special Meeting was to announce the resignation of Todd Creger, no reason given, and Yvonne Flood and Kimberly Rivera due to personal reasons from the Ebert Metropolitan District Board of Directors. Sue Blair from Community Resource Services also resigned with no advance notice or an explanation provided, thus terminating the agreement without proper notice.

Ms. Bruetsch stated that she has received a draft of the May 26th, 2021, meeting minutes and will be distributing them for review.

President Barclae announced that Timberline District Consulting LLC., has been selected as interim District Manager.

III. DISCUSS AND FILL VACANCIES

- a. TCMD Board
 - i. President Barclae read a paragraph from the Resolution from the TCMD regarding qualification and appointment of an Ebert Board Member representative to the Board of Directors for TCMD
 - ii. Bill Schmit was announced as the appointed person for the vacant TCMD Board of Directors position due to his background
 - iii. Administering the oath of office will be done during the next Special Board of Directors meeting
 - iv. Filling this position and the nature of the relationship between TCMD and the Ebert Metropolitan District Boards will be discussed with the District's Attorney
- b. Ebert Board
 - i. The reading of C.R.S. 32-1-905 (2)(a) regarding Special District Provisions to fill Director Vacancies was read to support and confirm President Barclae's decision to appoint Board of Directors to the Ebert Metropolitan District
 - ii. President Barclae announced her appointment to fill the vacancies of the Ebert Metropolitan District Board to be: Keith Mays, Jennifer Woods, Bruce Shibles and Murray Hawthorne after special consideration and review of backgrounds
 - iii. Administering the oath of office will be done during the next Special Board of Directors meeting

IV. PUBLIC COMMENT

- a. President Barclae read from a list of questions sent from Tom Carllon prior to the Special Meeting along with the responses to provide clarity to the Metropolitan District homeowners attending the Special Meeting
 - i. How will the Ebert Metropolitan District be managed now that the Community Resource Service has resigned without notice?
 1. Mr. Jacobs from Timberline District Consulting, LLC., has agreed to provide District Management Services temporarily. Once the newly appointed Board Members have been sworn in, there will be a discussion of future District Management services
 - ii. What happens if the District is unable to fill the vacancies for the Board and District Management?
 1. Colorado Revised Statue 32-1-905 explains authorized actions that the remaining District Board Members can take. A completely vacant Board of Directors would be remediated under provisions of the same statute
 - iii. With two vacancies on the TCMD Board of Directors, will there be a selected representative to fill one of the vacancies?
 1. Yes
 - iv. If so, will the representative of the Ebert Metropolitan District have full voting right under the TCMD Bylaws?
 1. It is the understanding that the vacant seat will be afforded all the same privileges as the other Directors, however, we cannot speak on behalf of the TCMD Board of Directors.
 - v. Is it a requirement that the representative must own property in TCMD to serve?
 1. The Resolution does not address this topic; however, it does state an eligibility requirement hinging on property ownership in Ebert Metropolitan District

- vi. What if any Ebert representative's obligations have to the Ebert Board of Directors to follow its voting instructions?
 - 1. The significant complexity of this matter warrants discussion with a full Ebert Board and legal counsel as this is not a decision to be made solely by one Board Member
 - vii. Several committees were chaired by officers who are no longer present. Will these committees continue?
 - 1. Results from the past 12 months warrant a full board review of all committees and their charters for revision purposes
 - viii. Has or will work products be turned over from the previous Board Members?
 - 1. President Barclae was provided notebooks from Yvonne Flood; other than that, no materials have been provided
 - ix. Is there an opportunity to receive paid funds back from the newly resigned Board Members?
 - 1. No, Board Members are paid for every meeting attended, which is considered the standard compensation
 - x. Is the Ebert Metropolitan District at risk of losing the bond rating due to the number of Board of Directors vacancies?
 - 1. No, the mechanisms for collecting taxes and paying our debt service has not been compromised
 - xi. Does Kimberly Bruetsch from Robinson Waters & O'Dorisio still represent Ebert Metropolitan District?
 - 1. Yes. She is reviewing the first revision to our Bylaws. There is no evidence showing the initial version has ever been subject to legal review and opinion. I intend, going forward, that any proposed revision be subject to legal review prior to adoption by the Board....as is currently happening. The new Board will have the opportunity to consider and approve or disapprove the first revision. I intend for this same revision to part of the Board packet for public comment as well, prior to the August Special meeting
 - xii. Are there any updates on the status of the \$2.9 million from TCMD?
 - 1. Additional information will be provided during the next Special Board of Directors meeting on Tuesday August 24th of 2021
- b. Mr. Jacobs read a few questions from the chat feature for President Barclae to address

V. ADJOURNMENT

- a. With no other questions from attending homeowners, the Special Meeting was adjourned at 7:18 PM by President Barclae .

The next Special Board of Directors meeting will be held via Zoom teleconference on Tuesday, August 24, 2021, at 7:00 PM.

The foregoing Special Meeting Minutes constituted an accurate account of the above reference proceedings and were approved by the Board of Directors of Ebert Metropolitan District.

RECORD OF PROCEEDING
MINUTES OF STUDY SESSION MEETING
OF THE BOARD OF DIRECTORS OF
EBERT METROPOLITAN DISTRICT

Tuesday, August 10, 2021

7:00 – 8:00 PM

Zoom Conference

A Study Session 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: Tuesday, August 10, 2021, TIME: 7:00 p.m.

PLACE: Zoom Conference Join Zoom Meeting

Join Zoom Meeting

<https://zoom.us/j/91847705795?pwd=Z1VWZStYeGM2Y0JUQjJiRmNOWkhyUT09>

Meeting ID: 918 4770 5795

Passcode: 470932

Board of Directors	Office	Term Expiration
Cynthia Barclae	President	2020-2022 (Elected)
Bruce Shibles	Assistant Secretary	2020-2022 (Appointed)
Keith Mays	Assistant Secretary	2020-2022 (Appointed)
Jennifer Woods	Assistant Secretary	2020-2022 (Appointed)
Murray Hawthorne	Assistant Secretary	2020-2022 (Appointed)

Also, present via Zoom were:

Corey Pilato of Timberline District Consulting, LLC., Assistant District Manager

16 Other members of the public

ADMINISTRATIVE ITEMS:

I. CALL TO ORDER

The Study Session Meeting of the Board of Directors of the Ebert Metropolitan District was called to order at 7:00 PM via Zoom teleconference.

President Barclae reported that the notice and agenda of the Study Session Meeting were posted on the website and that it was distributed to the community via email blast by Westwind Management Group.

II. DECLARATION OF A QUORUM

A quorum of four was declared.

III. APPROVAL OF AGENDA AND MEETING LOCATION

President Barclae stated the purpose of the Study Session Meeting and cited C.R.S 24-6-402 (2) (c) to clarify the meeting and its objectives.

IV. DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

President Barclae stated that there were no conflict of interests to announce currently.

V. DIRECTOR'S ITEMS

President Barclae read from her notes for each point listed on the agenda:

1. Status of Notice of Appointment, Oaths of Office and Bond

Note: The Board will not adopt and proposed policy, position, resolution, rule, regulation or take any formal action during this work session. Kim Bruetsch has received all Notices of Appointment, Oaths and the proof of Bond as required by Statute. Kim will make the appropriate filings with DOLA, effectively updating DOLA's online records.

2. Status of Bylaws

A "first revision" of the District's Bylaw's review was submitted to Kim for review and opinion with a due date of today. Kim has submitted her review for which I will be examining. This revision was written shortly prior to the prior Board's collapse. My intent is to make the legal-reviewed revised version available to each Director for further comment and input prior to our next meeting. On the assumption we can agree to this first revision, I would like to adopt it at the upcoming Special Meeting on the 24th. As a Board authored document, it will always be subject to our desired revisions. But, I'd like to get the revised version adopted. Any Director can recommend edits, additions and/or deletions at any time and such changes shall be subject to legal review and approval by Board majority. You will also notice that the Mission of the Board was removed. This Board is NOT responsible for protecting property values. That responsibility belongs to homeowners. The District was established under a Service Plan agreement and has since engaged in IGAs and contracts for services. The Board's Mission is to ensure the District adheres to the terms of its agreements and that we receive quality services from our tax dollars. When we do that, the District meets the resident's needs. If you have any ideas on how you'd re-state the Board of Director's mission, be ready to present it at the Special Meeting on the 24th.

I would like to suggest a little bit more of a formal approach to our Regular and Special meetings....meaning nearer toward but not so strict as Robert's Rules of Order. The ByLaws revision speaks to this so please watch for it when you see the revised version.

3. Special District Compliance Calendar

<https://drive.google.com/file/d/1BEn1S4ANioVWSAjM72absTEYfvbhPyWe/view>

Timing of Regular Meetings in 2022 should take the deadlines of this Calendar into consideration.

4. Timing of Future District public meetings

Time of day for district meetings, in the interest of appealing to the greatest number of District taxpayers, historically suggests 7PM. It's usually after dinner and does not conflict with the most prevalent regular work hours in the 7A – 5P range. We should aim to make our meeting times attractive to the majority.

Though not required, we can adopt as a standard practice, the video recording of our meetings for taxpayers who are unable to attend, and will make them accessible on our website.

5. Solicit Interest in Treasurer and Secretary roles

We need to assign the roles of Treasurer and Secretary to persons in the Director pool. Please think about whether you are interested in either role. Do some research to learn what each role involves and be prepared to volunteer and accept the assignment at the Aug 24th Special meeting. If more than one Director desires the role, we can have each present their case at the meeting and take a vote. In the event of a tie, I will decide.

6. Soliciting, capturing and responding to community input

We should have an easy to use means to solicit and capture “input” from the Community. This can probably be done using our website...something similar to holding an open “chat” function, the input of which we (all the Directors) can read the issues and contribute their thoughts. The spirit of having a reliable and active ‘input’ mechanism is to make sure residents have a place to post questions, thoughts, complaints, accolades for the Directors to answer or consider. An FAQ web page could even be developed. This will also help reduce cost by relieving the administrative burden on the District Manager from having to answer and respond to calls from taxpayers. Our District leadership team needs to operate not only effectively but efficiently. The Denvergov.org website is a great example of ‘service at the point of inquiry’. Not that we need to mirror that platform since we aren’t responsible for the myriad services the City and County of Denver is responsible for.

7. District Committees

The evidence was overwhelming that the committees established by the prior District leadership ranged from completely ineffectual to mildly so. This in itself warrants a re-do regarding our committees. The committee links on the website have been reset with no hyperlinks in the interest of starting from the beginning with this new Board and soliciting the new Director’s ideas as to what Committees do we believe we need, how should the committees be structured, what limitations if any should they have, what guidance should apply (in writing) to the volunteers who are selected to serve on the committees, what is the committee’s express aim and deliverables, and how should committee work product be reported in, how frequently and by whom? ...among many other considerations. The Board should take on the “committee plan and structure” and come up with a plan for what we need, what it should look like, and the many details necessary to stand up and implement functional, engaged committees. Because committee work is important to the Board, I don’t see them to be used as a ‘training platform’ for inexperienced, merely curious persons. Please think about the committees you believe the Board should have, how you think the Charter should read, your rationale, the structural details of its organization, any privileges, limitations or restrictions that you believe are important, and the qualifications and experience that committee volunteers should possess in order to serve effectively on the committee’s in accordance with its Charter. We can post an announcement on our website and send an mail blast to canvas the District for committee volunteers and their resumes once we decide what’s needed.

8. Plan to assure Board continuity

Like any other organization, this Board will always be subject to turnover and the adverse effects of Director turnover. We should develop a mechanism to facilitate the most rapid and efficient means to “on-board” new directors so they can begin contributing as quickly and effectively as possible. We should develop a ‘Smart Book’ that has the most important information necessary for a new director to know early. And, each

Director should have an identical copy of the Smart Book and be responsible for keeping it current as additions/deletions are made by the Board. As a new idea for this Board, we need to think about and be prepared to identify and explain what we think should be contained in the Smart Book and why, and we can start assembling our individual Smart Books in real time. The net purpose for each director having their own smart book is that a Director's Smart Book would be returned to the Board President upon termination of board service and it would be provided to their replacement. As professionals, we have a duty to plan and prepare for our replacement in order to assure continuity of District leadership and operations. Our individual legacies needs to include a professional transfer of responsibility at the end our individual service, how ever that end occurs.

9. Director Budget process familiarization / training

Deb Sedgeley from CLA has offered to meet with the Board before our upcoming Special Meeting on Aug 24th for the purpose of familiarizing the team with the budgeting process and to answer Director's Finance-related questions. I will be reaching out soon after this meeting to coordinate that meeting. If there are any evenings that do NOT work for you next week, please let me know without delay.

10. Administrastive Support – Timberline District Consulting

Jerry does not return from vacation until Aug 16th and usually facilitates our work sessions. We have been able to obtain the assistance of one of his assistants to enable us to have meetings when he isn't available. Thank you Corey.

I will coordinate with Corey to set up the Budget familiarization meeting date week of 16-20. I prefer evenings to accommodate Jennifer Woods work schedule.

TCMD's Budget Meeting as of now is set for Sept 9 10:00am-12:00pm. I intend to to attend and will have Deb Sedgeley sent an invite.

11. District Wesbite

Website updates and corrections were made by Corey on the 6th . In places were we need to fill in the blacks they are labeled "Under Construction".

12. Special District Association membership and available training

Please review the SDA website www.sdaco.org for the SDA Manual pdf download and the Conference schedule for Sept 14-16.

In the interest of facilitating the on-boarding and training of our Directors I have arranged through CLA to reimburse each Director's Registration Fee for attending the conference either by zoom or in person. NOTE: The District is not reimbursing Lodging, Meals, Expenses and Incidentals if you attend in person. I'm inquiring as to the possibility for mileage reimbursement given the mountain location (Keystone) of the on site conference.

As all the board members already have profiles, our SDA account rep, Karla Boughey, has created login credentials for each of you and emailed them to you. If you have not received your information, pls check your spam folder and if its not there please call our account rep at 303-863-1733.

Karla Boughey <karla@sdaco.org>
 Membership Services Coordinator
 SPECIAL DISTRICT ASSOCIATION OF COLORADO
 (303) 863-1733 | sdaco.org
 225 East 16th Avenue, Suite 1000
 Denver, CO 80203

13. TCMD's board seat designated for Ebert

We have a new situation with TCMD's opening up one of their Board seats to an Ebert taxpayer. I'd like everyone to think about how they believe that seat should be managed going forward....such as should the Ebert Board control who occupies it or should it be subject to Public election. There are issues associated with both that I'd like all of us to think about and make notes for additional discussion and determination as to how that position should be handled going forward. Under the authority I had as a Sole Director, I appointed Bill Schmidt in response to strong public sentiment to get someone from Ebert on that seat ASAP. I will remind you that the resolution is TCMD's Resolution. It's THEIR board seat. They can just as easily rescind their resolution. I want to make sure we do this right the first time...so it's not the last time. I know this team has the capacity to figure out a robust solution. So, please start documenting your thoughts. We don't need to figure it out before the meeting on the 24th but we should have something to work with going into our October meeting.

14. Remarks / Comments from Directors

Mr. Hawthorne added a clarifying point regarding the need for Boards to have Study Sessions versus Special or Regular Board meetings. This will allow for better transparency between the Board of Directors and residence.

Mrs. Woods expressed she would like to put together a calendar of items for the District to better track events per the the Colorado Revised Statutes (CRS); such as election time frame.

IV. Other Items

VII. ADJOURNMENT

With no other questions from attending homeowners, the Study Session Meeting was adjourned at 7:26 PM by President Barclae.

The next Special Board of Directors meeting will be held via Zoom teleconference on Tuesday, August 24, 2021, at 7:00 PM.

The foregoing Study Session Minutes constituted an accurate account of the above reference proceedings and were approved by the Board of Directors of Ebert Metropolitan District.

DRAFT – SUBJECT TO BOARD APPROVAL**MINUTES OF STUDY SESSION MEETING
OF BOARD OF DIRECTORS OF
EBERT METROPOLITAN DISTRICT****Thursday, August 19, 2021****7:00 – 8:12 PM****Zoom Teleconference**

A Study Session 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: Thursday, August 19, 2021, TIME: 7:00 PM**PLACE:** Zoom Teleconference Join Zoom Meeting**Join Zoom Meeting**<https://zoom.us/j/95757796862?pwd=Q2tsUXFtMkV4NGhicGFEMGtQVDFVUT09>**Meeting ID:** 957 5779 6862**Passcode:** 227525

Board of Directors	Office	Term Expiration
Cynthia Barclae	President	2020-2022 (Elected)
Bruce Shibles	Assistant Secretary	2020-2022 (Appointed)
Keith Mays	Assistant Secretary	2020-2022 (Appointed)
Jennifer Woods	Assistant Secretary	2020-2022 (Appointed)
Murray Hawthorne	Assistant Secretary	2020-2022 (Appointed)

Also present via Zoom were:

Jerry Jacobs of Timberline District Consulting, LLC – District Manager

Corey Pilato of Timberline District Consulting, LLC – Assistant District Manager

Debra Sedgeley of CliftonLarsonAllen (CLA) – Engagement Director, Business Operations

14 Other members of the public

ADMINISTRATIVE ITEMS:**I. Call to Order**

The Study Session meeting of the Board of Directors of the Ebert Metropolitan District was called to order at 7:07 PM via Zoom teleconference.

The notice and agenda of the Study Session Meeting were posted on the website and distributed to the community via email blast by Westwind Management Group.

II. Declaration of a Quorum

A quorum of five was declared.

III. Approval of Agenda and Meeting Location

President Barclae stated the purpose of the Study Session Meeting and made a motion to add an additional item to tonight's agenda: Discuss new Senate Bill SB 21-293 and Initiative #27. With no other proposed amendments to the agenda, the Motion was seconded by Bruce Shibles. Motion to amend Study Session Agenda carries with all in favor.

IV. Disclosure of Potential Conflicts of Interest

President Barclae stated that there are no conflicts of interest to announce currently.

V. Director's Items

President Barclae introduced the guest speaker: Debra Sedgeley from CliftonLarsonAllen (CLA), and briefly described the topics covered during this Study Session.

a. Ebert Metropolitan District Budget Process

Debra Sedgeley began the discussion by referring to Exhibit 1 for the 2022 Budget Timetable calendar to show the timeline of events for preparing a Metropolitan District Budget

b. County Assessed property values fit into the budget process

2021 is an assessment year; Debra explained that the Metropolitan District could receive higher property taxes as home values increased in the past 18 months. Debra continued stating that the actual value of a home is not how your property taxes are determined. The amount is calculated by an assessment ratio, which is currently 7.15% (nonresidential is presently set at 29%)

c. Budget calculations used for individual levies (that are certified by the Board of Directors)

Per the timeline, the District Board of Directors will appoint a firm or person to prepare the budget for Board review. Ebert Metropolitan District Board has already appointed CliftonLarsonAllen to prepare the budget for consideration. CliftonLarsonAllen (CLA) will submit a draft budget to the Ebert Metropolitan District Board for review no later than October 15, 2021.

Debra reviewed the summary page of the budget, which shows actual, budget, and estimated budget numbers for 2019, 2020, and 2021 and briefly discussed how all five funds filter into the summary page. The five funds are General, Debt Service, Capital Proceeds, Capital Replacements, and Conservation Trust funds. The most significant expenditure for Ebert Metropolitan District currently is the 17 mills remitted to Town Center Metropolitan District per the agreement.

Two years ago, the then Board of Directors for Ebert Metropolitan District levied 1 mill to set aside for the Capital Replacements fund. As this is a decision of the Ebert Metropolitan District Board of Directors, this can be increased, decreased, or removed.

Most of the money is being used to pay down debt service.

There is a \$9.8 million carry-over amount for 2021, which is made up of \$6.6 million as a stabilization fund, \$3 million in excess for Capital Improvements, and \$1.4 million for capital replacements. Metropolitan District Boards have until December 15, 2021, to certify mill levies to the county commissioners; and have until December 31, 2021, to adopt the budget.

d. Clarify Ebert Metropolitan District Budget Process is the same as TCMD's; if there are differences, they will be discussed

Debra confirmed that all Metropolitan Districts follow these procedures. As there are no differences in how a Metropolitan District budget is prepared, no discussion was required.

e. Discuss new Senate Bill SB 21-293 and Initiative #27

Debra summarized that Senate Bill 21-293 would temporarily reduce nonresidential property tax assessment from 29% to 26.4%, and Initiative #27 is a measure to reduce the residential property tax assessment from 7.15% to 6.5%. Debra referred to Exhibit A as an example of the reductions.

IV. Remarks / Comments from Directors

Clarifying questions were addressed during Debra Sedgley's presentation and can be reviewed via the Zoom teleconference recording.

VI. Other Items

President Barclae requested questions and comments regarding the Ebert Metropolitan District to be emailed directly to her.

VII. Motion to Adjourn

With no other questions from attending homeowners, President Barclae motioned to adjourn the meeting; Keith Mays seconded the Motion. Motion passed with all in favor to adjourn the meeting at 8:12 PM.

The next Special Board of Directors meeting will be held via Zoom teleconference on Tuesday, August 24, 2021, at 7:00 PM.

The foregoing Study Session Minutes constituted an accurate account of the above reference proceedings and were approved by the Board of Directors of Ebert Metropolitan District.

18:38:12 From Town Center Metropolitan District to Everyone:

Cynthia Barclae
Ebert Metropolitan District
Cynthia.barclae.ebertmd@gmail.com

19:02:11 From Bruce to Everyone:

I cannot hear anything that is being said

19:02:32 From Town Center Metropolitan District to Everyone:

Please connect via computer audio

19:02:49 From Bruce to Everyone:

I'll leave and reconnect

19:04:54 From Bruce to Everyone:

Still no good so I'm going to call in with my phone.

19:14:23 From KKH she/ella to Everyone:

May I know who is speaking?

19:14:52 From Ebert Metropolitan District to Everyone:

Debra Sedgely is speaking, she is the District's Accountant.

19:15:32 From KKH she/ella to Everyone:

Thank you. Who is "Ebert Metropolitan District"? Which person is responding?

19:15:51 From Ebert Metropolitan District to Everyone:

Jerry Jacobs - District Manager

19:16:03 From KKH she/ella to Everyone:

Thank you. Hello Jerry!

19:16:17 From Ebert Metropolitan District to Everyone:

Hi back!

19:25:34 From KKH she/ella to Everyone:

Forgive me if this was covered... how many additional residences are there over last year? Why is their contribution to the budget vs costs of that increase?

19:26:03 From KKH she/ella to Everyone:

over last year

19:27:10 From KKH she/ella to Everyone:

What is their contribution...

19:28:19 From Ebert Metropolitan District to Everyone:

I'll answer this after Debra is done

19:28:41 From KKH she/ella to Everyone:

Has equity between those areas that are new and those that are older been taken into consideration when establishing the mil levy rate?

19:30:37 From Ebert Metropolitan District to Everyone:

Yes, it is factored in through the assessment.

19:31:50 From KKH she/ella to Everyone:

19:33:43 From KKH she/ella to Everyone:

We cannot have a conversation about a mil levy assessment with a discussion around at ROI for homeowners.

19:34:09 From KKH she/ella to Everyone:

This does not negate expenses that are necessary...

19:42:52 From Tom Carllon to Everyone:

Will the Oct 15 meeting be the first opportunity for residents to comment on the 2022 budget? Will we have documents to review in plenty of time before hand?

19:45:17 From Ebert Metropolitan District to Everyone:

Tom, yes I believe that is correct. The Oct 15 is due to the Board, we have until December to certify so there is ample time for input.

19:46:04 From Corey Pilato to Everyone:

All of this information will be posted to the Ebert Metropolitan District SIPA site

19:46:40 From Corey Pilato to Everyone:

Ebertmd.colorado.gov

19:46:52 From Tom Carllon to Everyone:

Murray, bond holders will scream!

19:47:24 From KKH she/ella to Everyone:

@Cory Pilato please provide the link.

19:47:45 From Tom Carllon to Everyone:

What is SIPA?

19:48:48 From Corey Pilato to Everyone:

Statewide Internet Portal Authority

19:49:02 From Corey Pilato to Everyone:

The State provides a website for Special Districts

19:49:19 From KKH she/ella to Corey Pilato(Direct Message):

Thank you!

19:49:23 From Tom Carllon to Everyone:

Thank you, Corey

19:49:29 From Corey Pilato to KKH she/ella(Direct Message):

You are very welcome!

19:52:26 From Tom Carllon to Everyone:

Bedrock is not doing a good job of maintaining their property, tree lawns looks bad, garbage is parking lots, etc.

19:54:45 From Tom Carllon to Everyone:

What recourse do we have against Bedrock?

20:00:42 From KKH she/ella to Everyone:

How is that fair to existing homeowners?

20:04:15 From Tom Carllon to Everyone:

Please include an agenda item on future study sessions for Public Comment, and encourage questions/comment before hand in writing to the Board. Thank you.

20:04:21 From KKH she/ella to Everyone:

My apologies for disrupting the rules of the meeting.

20:05:17 From Corey Pilato to KKH she/ella(Direct Message):

Not a problem at all. Please feel free to email all your question and concerns to Cynthia:

20:05:18 From Corey Pilato to KKH she/ella(Direct Message):

Cynthia Barclae
Ebert Metropolitan District
Cynthia.barclae.ebertmd@gmail.com

20:10:56 From KKH she/ella to Everyone:

Thank you for publicizing this meeting.

20:12:11 From Sherri to Everyone:

Thank you for making this meeting public Very informative Sherri Wolin

20:12:20 From Bruce to Everyone:

AYE

20:12:25 From Bruce to Everyone:

aYE

Ebert Metropolitan District Bylaws

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Ebert Metropolitan District Bylaws

Where any conflict exists between the provisions of these Bylaws and the district's Service Plan, existing enforceable agreements, federal, state or local law, such Service Plan, agreements and laws shall control.

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ARTICLE 1: INTRODUCTION

Purpose: These Bylaws ("Bylaws") are adopted by the Board of Directors ("Board") of the Ebert Metropolitan District ("~~District~~~~each Director a~~ "Director" or "~~Board Member~~") in order to facilitate the conduct of District business, promote efficient operations, and set forth the District's code of conduct, ~~ethics and ethical obligations~~, all to better serve the public.

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Any amendment to these Bylaws, except for scrivener errors, shall first be subject to legal review and opinion by the District's legal counsel prior to adoption.

ARTICLE 2: MISSION STATEMENT

The mission of the Board is to ensure the District fulfills its obligations to the public under its Service Plan and any active enforceable agreements to which it is a party, through fiscal responsibility, public accountability, public transparency and effective governance.

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In the interest of effective governance, the District expects its Directors to know and be competent in the business affairs associated with overseeing a multi-~~million-dollar~~~~million-dollar~~ ~~Metropolitan District~~ district. To that end, the District shall pay up to \$1,000 toward any newly elected or appointed Director's training provided the training is completed within the first 12 months of the date of election or appointment. Appointees to terms of less than 12 months are not eligible for this training provision. District reserves the right to specify and approve the training content and training provider(s). Appointment "Terms" end on the date of the district's regularly scheduled Election Day (as per Colorado Revised Statutes).

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ARTICLE 3: CONTRACTING AND PROCUREMENT

The District will take into consideration business equity when engaging contractors and entering into agreements for goods and services to encourage the participation of minority and women owned businesses in its contracting and procurement. Further, the District will support business mentoring opportunities for interested minority and women owned businesses to help them gain skills necessary to successfully compete for district engagements and contracts in the future.

Ebert Metropolitan District Bylaws

ARTICLE 4: PROTOCOLS AND GUIDELINES

a. Officers

The Board shall appoint from current Board Members as officers of the District a President, Secretary, and Treasurer. The Board may also appoint from current Board Members any number of Assistant Secretaries and Assistant Treasurers in the Board's discretion. The Board may appoint a non-Board Member engaged by the Board to manage the District's administrative affairs (the "**Manager**") to serve as Secretary or Assistant Secretary. Officers may be appointed by official Board action at any time, and Board Members may simultaneously serve in more than one office.

[Do you want a limit on officers term? You could require an election of officers yearly or otherwise if you choose. Do you want a VP – the statute only requires Pres, Sec and Treasurer but you can add that role if you choose]

b. Term Limits

In the interest of assuring continued diversification of District leadership and influence, no person may be elected to ~~service in excess of six (6)~~serve more than two consecutive years.~~full terms.~~ Eligibility for re-election resumes following ~~a 2 consecutive year period~~one full term ~~break in Board service.~~ This restriction does not prohibit a former Board member from service on a Board committee or service as a Consultant to the Board. ~~Where a partial term of service occurs as a result of a Board Appointment (see "Board Vacancies"), the partial term irrespective of duration shall be construed as a full term for purposes of determining length of Board service under this provision. This provision may be waived by Board's discretion to fill a Board vacancy.~~

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[Per the statute, the term limits are based on full terms rather than number of years – this is an important distinction because of the switch occurring where the 2022 term will be 3 years. Changing term limits is allowed only by the voters. Partial terms due to appointments are not counted as full terms]

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c. Calling Board Meetings

1. The Board shall meet regularly, once per quarter, or more frequently as determined by the Board. Scheduled board meeting planning shall take into consideration the periodic requirements of the Special District Compliance Calendar as published by Colorado Department of Local Affairs. ~~The District's "status" to the Compliance Calendar shall be a permanently recurring agenda item on each of the District's mandated four (4) Regularly scheduled meetings.~~

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Ebert Metropolitan District Bylaws

2. ~~Per CRS 32-1-903 (2)~~ Special Meetings may be called by ~~ANY~~any Director by informing the other directors of the date, time and place of the special meeting, and the purpose for which it is called, and by providing notice in accordance with ~~section CRS 24-6-402, Colorado law~~. All official business of the board shall be conducted only during regular or special meetings at which a quorum is present, and all said meetings shall be open to the public.”

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3. All Board Members will be informed of the date, time, and place of all meetings. Public notice of meetings will be given as required by law. The Manager may give such additional notices of meetings as the Manager reasonably determines or as directed by the Board. Notices of meetings will include specific agenda information when possible.

d. Pre-meeting activities

1. Any Board Member, the Manager, or the District's legal counsel ("Legal Counsel") may ask the President or Manager to include an item for discussion and possible action on any meeting agenda. The President shall, if practicable, include the requested item on the agenda unless the request is made too late to be included on the agenda, or the item can be, or has been, resolved outside of a meeting.

2. Except in an emergency or for good cause, the request to add an agenda item is to be made at least 10 days prior to a meeting. Written requests are preferred. The addition of appropriate items to a "consent agenda," rather than a "discussion agenda" is encouraged.

3. Any and all agenda items requiring separate legal notice shall be specifically and separately identified in meeting agendas.

4. The Board, Manager, and Legal Counsel are discouraged from adding items to the agenda at the Board meeting on the basis that failure to properly notify the public on District business may render such non-noticed actions as void. Nonetheless, the agenda may be modified at a meeting with the consent of the President or the Board. (Legal Counsel has advised that actions on certain items added to an agenda at or prior to the meeting without giving public notice can be void in some situations).

5. If possible, the Board packet is to be furnished to the Board at least 7 days before a regular meeting and at least 24 hours prior to a special meeting.

6. Potential conflicts of interest will be disclosed in advance of meetings and at meetings as provided by law.

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7. To the extent possible, questions concerning agenda items by a Board Member should be addressed to the President or Manager prior to a meeting to avoid utilizing meeting time on questions that can be resolved without Board involvement.

8. Questions by a Board Member for the Manager, Legal Counsel or other consultants should be discussed with the President ~~or Legal Counsel~~ before the Board Member calls or emails Legal Counsel or other consultants whenever possible. The intent of this protocol is to avoid incurring unnecessary legal and consultant fees whenever possible.

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9. The Board strongly encourages discussions in Board committees, if any such committees are created. Any such committees are to make recommendations to the Board, and do not have decision making authority.

e. At Meetings

1. All Board Members are expected to attend all meetings.

2. All Board Members are expected to be on time for all meetings.

3. Board Members may attend a meeting by conference telephone, if necessary. Attendance by telephone should be arranged with the President and Manager (or their designee) in advance of a meeting to be sure the technical details of the conference call are prepared.

4. Once a quorum is present (in person or by phone *or by video conferencing*), the President may begin business as soon as the time of the meeting arrives. A majority of the Board then in office who are eligible to vote shall constitute a quorum.

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5. Discussion of items on the consent agenda is discouraged. Questions about the consent agenda should be directed to the President or Manager prior to the meeting. Items may be moved from the consent agenda to the discussion agenda by action of the Board.

6. Board Members, staff, and consultants will disclose potential conflicts of interest on an agenda item prior to the start of discussion on the particular item, shall not attempt to influence the Board concerning any vote on the item, and shall not vote on the item except as allowed by law. A person with a potential conflict may answer factual or technical questions concerning the matters involving the conflict.

7. Board Members are expected to be courteous and respectful to each other, constituents, staff, and consultants, and vice versa. Any Board Member may bring a perceived lack of courtesy or respect to the attention of the Board.

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8. In the conduct of public meetings, the Board shall adhere to basic parliamentary procedure (e.g. Roberts Rules of Order) with respect to meeting conduct. Any Board Member, including the President, may make or second a motion. All motions shall be subject to discussion prior to voting. All motions are be subject to subsidiary motions. Any Director may make privileged and incidental motions. Generally, motions shall follow the process:

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1. [Board Packet – Board members shall familiarize with background information on each agenda item prior to scheduled meetings.]
2. Agenda Item
3. Public Comment*
4. Motion (all motions shall be in the form of a Question)
5. Second [if none, Chair states “There is no second, motion expires. Next agenda item.”]
6. Discussion – each Board member may speak. Chair specifically asks silent Board members if they wish to speak.
7. Respond to any subsidiary motion, if presented
8. Restate the Question
9. Vote – Chair states “All in Favor say Yes”; “”; “Those Opposed say No”
10. Announce – Chair announces “The motion passes” or “The motion fails”
11. Public Comment*
12. Next agenda item – repeat at Step 2 above

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* Where a Chat function exists in a webinar mode, it shall notever be disabled.

[NOTE – You may want to reconsider the chat issue. Public comment is not intended to be an ongoing discussion between the public and the Board. You also normally do not want it inserted in every motion/vote. It is easier to manage if you have a designated public comment period at the beginning or end of the meeting (or both if you choose). The chat is also problematic because there is no good way to keep a record of it unless you read everything. If you were holding in person meetings you would not permit attendees to interrupt the meeting whenever they want to comment on something. See existing Appendix A]

9. Except as otherwise set forth herein, the affirmative vote of a majority of the Directors then in office who are eligible to vote and are present and voting at a meeting is sufficient to pass any motion or resolution, with the exception of a motion to enter executive session, which by law requires at least a two-thirds vote of the quorum present. A motion or resolution loses on a tie vote.

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10. Unless prohibited from voting on an item by law (*i.e.*, a conflict of interest exists and voting is prohibited), all Board Members (including the President) are to vote on all motions and resolutions, though abstentions are permitted. Proxy voting is not allowed.

11. Executive Session, Regular and Special Meetings shall adhere to CRS 24-6-402. Executive sessions shall strictly comply with CSR 24-6-402. The meeting Agenda shall clearly state the reason(s) justifying Executive Session and clearly state the topic(s) to be discussed. Audio recordings of District executive sessions shall be made and kept as required by the Colorado Open Meetings Law.

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f. After the Meeting

1. To the extent possible, staff and consultants who are present at the conclusion of a meeting shall make themselves available for questions from Board Members; however, no more than two Board Members shall participate in the same after-meeting discussion about official District business.

2. Board Members and others present in an executive session shall not disclose the contents of the discussions that take place in an executive session except to Board Members, as directed by the Board, or as required by law. The Board Members are aware that attorney-client privileged information shared between the Board Members and the District's legal counsel may no longer be considered privileged if such information is shared outside the District. Disclosure of the content of the discussion of an executive session in contravention of this provision may be a breach of the Board Members' duty to the District.

3. Following each District meeting, District staff shall prepare written minutes of the meeting proceedings for review and approval by the Board at a subsequent meeting. Board Members are to review the minutes of each Board meeting to confirm that any motions and resolutions adopted by the Board and the minutes are in substantial compliance with the intent of the Board. (The intent of this protocol is to encourage the Board to review the minutes and check to be sure the records are accurate. The "substantial compliance" standard is intended to avoid having to state motions with painful precision at the meeting and to allow editing of a motion for clarity). Draft minutes shall be made available to the public no later than four weeks after each District meeting. The approved, written minutes of District meetings shall constitute the official record of proceedings of the Board.

g. Protocols Unrelated to Meetings

1. The Manager is the spokesperson for the District. Board Members and others are strongly encouraged to direct questions from the community and the media to the Manager for response.

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2. Board Members owe a duty of loyalty to the District. Constructive examination and recommendations for the improvement of the District are encouraged. As the governing body of the District, Board Members are encouraged to be honest and positive about the District.
3. Board Members should encourage good staff and consultant morale and public relations.
4. Board Member comments about staff or consultants should be channeled through the President or Manager, especially negative comments.
5. Board Members, staff, and consultants should conduct themselves with professionalism.
6. All payments by the District to be made by check, draft or otherwise shall require the signature of at least two Board Members. The signatures required by this provision may be provided by reasonably secure electronic means.
7. The District may in its discretion implement and utilize computer software, online programs, electronic devices and other administrative management tools in order to facilitate the operation and administration of the District, including to carry out the administrative procedures set forth in these Bylaws; provided, any and all administrative management tools utilized by the District shall comply with applicable law, including but not limited to the Colorado Open Meetings Law and the Colorado Open Records Act.
8. **Directors shall not engage in any conduct that usurps Open Meeting laws. Examples of this include but are not limited to “consensus building”; the collaborating or shopping around of one’s ideas through one-on-one private conversations with individual directors to build consensus. Directors are expected to articulate, during meetings or through the preparation of persuasive written background material, provided to the [DMManager](#) for the Board Package for respective agenda items. The [DMManager](#) shall not serve as proxy to promote individual Director’s ideas. Directors shall include the District email repository (info@ebertmd.colorado.gov) by way of [courtesy copy \(cc\)](#) on all email by and between individual Board members. This shall be a Read Only email address accessible to the public. It is the express expectation that all matters of public business take place in the public domain [[i.e.](#), assurance of transparency].**

[Note – I am unclear on what this means. Do you mean the public can send email to this address or read what is stored in it? Compliance with Open Records retention policies is the manner in which documents including email should be stored]

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h. Board Vacancies

Irrespective of the length of term remaining, and upon the occurrence of a board vacancy when greater than 6 months remain before the next regularly scheduled election results date (i.e., the first Tuesday of May), the Board shall complete all of the following within 60 calendar days of any board vacancy:

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1) Using the results from the last regularly scheduled election, in order of the highest vote count, contact the respective original election candidate(s) and inquire as to their current interest in appointment to Ebert Metropolitan District Board service, and

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2) Where a "duly qualified, willing candidate" [re: CRS 32-1-905 (2)] affirms interest in appointment to Board Service, the candidate shall be informed of the duration of the said appointment and, upon agreement by the candidate, the Board shall appoint such candidate(s) to the vacant Board position(s). Appointed candidates shall confirm their appointment by execution of Oath of Office, and

3) When the number of vacancies exceeds the number of confirmed appointments-candidates pursuant to the above, the Board hereby directs the Manager to canvas the District for interested and qualified candidates by the most efficient means practical. Such canvassing correspondence shall:

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a. Prescribe a candidate response deadline of 20 calendar days from date of publication of the solicitation for candidates, and

b. Include, and be limited to, the identical request for candidate information used in the most recent regularly scheduled election.

4) The Board shall, within 1 week (7 calendar days) upon occurrence of a board vacancy, initiate the actions prescribed herein and shall complete the appointment process in no more than 60 calendar days from the effective date of vacancy. Upon failure to fill a vacancy from the pool of duly qualified, willing candidates, within the 60-day period herein prescribed, the Board shall defer to the City and County of Denver to make such appointment per CRS 32-1-905.

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5) Members appointed to the Board under this provision shall have adjacent to their name in any official correspondence the word "Appointed" ...eg-e.g., Director John Doe (Appointed). Directors who were subject to the rigor of the public election process may, at their discretion, have the word "Elected" appear adjacent to their name in official correspondence and web postings.

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[What is the purpose of this section? Is it needed?]

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6) The Board reserves the right to rescind the Appointment of any Director at any time “for cause”. The seriousness of such action requires, excepting the affected Director, the unanimous consent of the remaining Board of Directors. “For Cause” shall include but not be limited to failure to uphold the Oath of Office, lying, misrepresentation, criminal conduct, using one’s office to advance ideals incompatible with the State and Federal Constitutions. [We should discuss –the statute does not explicitly address this but once appointed, I believe the Director would be entitled to the protections of the vacancy statute which proscribes the circumstances which can create the vacancy. You could leave this in with the caveat that it may be construed as contrary to CO law if challenged]

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In accordance with CRS 32-1-905 “Vacancies”, the Board shall accept with immediate effect, any Board member’s resignation without regard to any express future effective date of such resignation. All resignations are effective immediately upon receipt by the Board or Manager and are irrevocable.

ARTICLE 5: CODE OF ETHICS

a. Introduction

The constituents of the District are entitled to have a fair, ethical, and accountable local government that has earned the public's full confidence for integrity. The District adopts this Code of Ethics as part of these Bylaws to assure public confidence in local government and its effective and fair operation and to ensure that the District complies with all applicable State and local laws relating to conflicts of interest and ethics.

Integrity in government requires that decision-makers be independent, impartial, and accountable to those they serve, to that end, all Directors and staff of the District must carry out their duties in accordance with the following principles:

1. As public servants, Board Members are stewards of the public trust, entrusted with and responsible for the property and resources of the Members and shall carry out their duties for the benefit of the constituents of the District.
2. The constituents of the District expect and deserve their public servants to act with courtesy, impartiality, honesty, and openness in the performance of their duties.
3. The Board and all staff of the District must always perform their duties on behalf of the District with the best interests of the District in mind, and not for any personal interest or for the interest of family, friends, or business and political associates. Directors should function as a whole Board. Issues should be brought to the attention of the Board as a whole, rather than to

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individual Directors selectively. No provision herein shall be construed to be limiting or to limit any Director's right to the exercise of their independence within the limits of current law and duties associated with their Office.

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4. Governmental decisions and policies are made utilizing the proper channels of the government structure, free of coercive or other improper influence.

5. To gain and retain public confidence in government operations, the Board and all staff and consultants of the District must avoid even the appearance of impropriety.

b. Intent

The purpose of this Article is to provide the Board and all staff of the District the tools and resources necessary to conduct themselves in the most ethical and appropriate manner possible and to ensure that the District operates in accordance with its mission, governing principles, and values.

It is the intent of the District that the Board, Board Committee members ~~and~~ and all staff of the District adhere to high levels of ethical conduct and competence so that the public will have confidence that persons in positions of public responsibility are acting for the benefit of the public. The Board and all staff of the District should comply with both the letter and spirit of this Article and strive to avoid situations which create impropriety or the appearance of impropriety.

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c. Applicability

These Bylaws and this Article apply to the Board, Board committee members and all staff of the District. The provisions of these Bylaws and this Article shall apply in addition to all applicable federal, state and local laws relating to conflicts of interest and ethics including, but not limited to, the Colorado Constitution, Article XXIX, and Colorado Revised Statutes 24-18-101, *et seq.*

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d. Conflicts of Interest

No member of the Board or any staff of the District should have any direct or indirect interest, financial or otherwise, engage in any business or transaction or professional activity, or incur any obligation of any nature, which is in conflict with the proper discharge of his or her duties in the public interest, except as permitted by law.

1. Misappropriation of District Resources: No member of the Board or any staff of the District shall misappropriate to himself, herself or to others the property, services or other resources of the District for private purpose or other compensated non-governmental purposes.

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2. Favoritism: The members of the Board and staff of the District shall guard against any relationship that creates conflicts of interest or which might be reasonably construed as evidence of favoritism, coercion, unfair advantage, or collusion.

3. Improper Influence: The members of the Board and staff of the District should not act in a manner that creates by his or her conduct a reasonable basis for the impression that any person can improperly influence him or her or unduly enjoy his or her favor in the performance of his or her official duties, or that he or she is affected by the kinship, rank, position or influence of any party or person.

4. Privileges or Exemptions: The members of the Board and staff of the District should not use or attempt to use his or her official position to secure privileges or exemptions for himself, herself or others.

5. Protection of Public Trust: The members of the Board and staff of the District should endeavor to pursue a course of conduct which will not raise suspicion among the members of the public that he or she is likely to be engaged in acts that are in violation of the public trust.

6. Official Actions: The members of the Board and staff of the District shall not take any direct or official action on any matter in which the Director, staff member or a relative or business associate has any substantial employment, contractual, or financial interest, and shall not perform an official act directly and substantially affecting a business or other undertaking to its economic detriment when he or she has a substantial financial interest in a competing firm or undertaking, except as permitted by law.

7. Contracting & Transacting Business:

The members of the Board and staff of the District shall not, in their official or private capacity, offer for sale or sell goods or services to the District related to the operation or administration of the District. A waiver of this prohibition may be granted by the Board in its discretion where the circumstances clearly demonstrate that there is no conflict of interest or appearance of a conflict presented by the proposed sale to the District of goods or services related to the operation or administration of the District.

The members of the Board and staff of the District shall not, for their own private purposes, directly or indirectly obtain goods or services for anything less than fair market value from any contractor or vendor that performs work for the District.

The members of the Board and staff of the District should not engage in any transaction as representative or agent of the District with any relative, business associate, or business entity in which he or she has a direct or indirect financial interest, except as permitted by law.

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8. Personal Investments & Business Ventures: The members of the Board and staff of the District should not acquire or hold an interest in any business or undertaking which he or she has reason to believe may be directly involved in decisions to be made by him or her or which will otherwise create substantial conflict between his or her duty in the public interest and his or her private interest, except as permitted by law.

9. Service on Other ~~Metro~~Metropolitan District Boards: Board members may not simultaneously serve on any other District board with which the Ebert ~~Metro~~Metropolitan District has an active operating agreement, contract for services, an Inter-Governmental Agreement (IGA), or is in negotiations or intends to negotiate an IGA or contract for services with or in support of Ebert ~~Metro~~Metropolitan District. Should an occasion arise where a Director serves on two or more boards where such agreements or negotiations occur, the affected Director shall immediately notify the Ebert Board of Directors.

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e. Confidential Information

The members of the Board and staff of the District shall not use any confidential information received by virtue of that person's office or employment for any private purpose, including but without limitation to commercial purposes, financial gain, or present or future employment, and may only use confidential information in the conduct of his or her official District duties, except as required or permitted by law.

f. Political Solicitations

1. The members of the Board and staff of the District shall not engage in political campaigning at District meetings or public hearings. The members of the Board and staff of the District shall not use public resources for political campaigning.
2. The members of the Board and staff of the District may in their private capacity give financial or other support to political parties and candidates for elected office, unless otherwise restricted.
3. The members of the Board and staff of the District shall not directly or indirectly compel or induce staff or a subordinate employee to make or promise to make any political contribution, whether by gift of money, service or other thing of value.
4. The members of the Board and staff of the District shall not make any employment recommendation or decision based on political affiliation, participation or contribution.

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g. Hiring of Relatives

The purpose of this section is to avoid favoritism and the appearance of favoritism by officials or employees of the District where circumstances involving financial transactions of the District have the potential for ~~Conflicts of Interest as defined by CRS 24-50-117,~~ conflicts of interest as proscribed by applicable Colorado Revised Statutes and City and County of Denver Ordinances. "Relative" as used herein shall mean a spouse, domestic partner, fiancé/fiancée, parent(s), child(ren), brother(s), sister(s), aunt(s), uncle(s), grandparent(s), or grandchild(ren), including "in-law" and "step" relatives. The term "relative" also applies to any person who is a member of the household of an employee or Board member regardless of family relationship.

1. ~~The members of the Board and staff of the District shall not appoint, hire, or advocate for the appointment or hiring of any person who is a relative of such members of the Board or staff of the District where there exists the potential for financial Cconflicts of Iinterest.~~
2. ~~The members of the Board and staff of the District shall not participate directly or indirectly in the recruitment and selection process that involves a relative where there exists the potential for financial Cconflicts of Iinterest.~~
3. ~~The members of the Board and staff of the District shall not directly or indirectly exercise supervisory, appointment or dismissal or disciplinary authority over any relative where there exists the potential for financial Cconflicts of Iinterest.~~
4. ~~The members of the Board and staff of the District shall not audit, verify, receive or be entrusted with monies received or handled by a relative where there exists the potential for financial Cconflicts of Iinterest.~~

These Bylaws are adopted and effective the 13th day of November, 2019, and may be amended at any time by the Board.

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Appendix A: 7. – ADD all new section ~~“ f.”~~. In handling complaints from residents and property owners of the District, said complaints should be referred to the Manager. Board members should refrain from attempting to handle complaints without the involvement of the Manager.”

APPENDIX C: Board Committees

The Board may create, revise and dissolve standing or ad hoc committees at its sole discretion.

Service on District committees is voluntary and non-compensable. No employment relationship with the District is established by or through committee service.

Committee members are bound by the provisions of Article 5: Code of Ethics.

The Board may establish the composition and structure of any committee formed which will generally consist of at least: one (1) Board Director acting as the Committee Sponsor (who may also serve as Chairperson); a Chairperson; and, no fewer than two (2) members of the public (one of whom may also serve as the Chairperson) who shall be property owners within the District. ~~Additional committee~~ fulltime or part time committee members may consist of select subject-matter experts, consultants, or other credible Specialists.

All committees shall have at a minimum, a written Charter describing at least the following:

- *Committee Name and Type (Standing or Ad Hoc)*
- *Committee: Purpose, of Formation to include the Scope of Work, and Deliverables in S.M.A.R.T. terms:*
 - *Specific / Measurable / Achievable / Relevant / Time Limitations*
- *Staffing: Organization Structure (Roles/Titles)*
- *Desired Qualifications and Experience of committee members*
- *Available Resources*
- *Restrictions and/or specific limitation(s)*

Standing committees shall present a report of their activities at the District’s regularly scheduled meetings or more frequently at the Board’s discretion.

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All committees shall have at a minimum, a Charter describing at least the following:

- ***Committee Name and Type (Standing or Ad Hoc)***
- ***Purpose of Formation to include the Scope of Work and Deliverables in S.M.A.R.T. terms: Specific / Measurable / Achievable / Relevant / Time Limitations***
- ***Staffing: Organization Structure (Roles/Titles)***
- ***Desired Qualifications and Experience of members***
- ***Available Resources***
- ***Restrictions and/or specific limitation(s)***

Committee Name:

- Fiscal Operations Committee

Type:

- Standing

Purpose:

- To identify, monitor and report on the status and activities that affect the financial performance of the District

Scope of Work:

- Anywhere District funds are expended to include contracts, contractors, and intergovernmental agreements. Other areas by express written approval of the Board.

Deliverables:

- Know the District's "budget-to-levy" process
- Attend annual budget planning meeting(s)
- Attend Regular district meetings:
- Report on status to "Special Districts Compliance Calendar"
- Report on completion status on List of:
 - active service providers
 - service(s) provided

- primary contact information
- duration of contract
- contract renewal terms
- negotiated cost / fees
- detailed contract deliverables
- name and contact information of contract monitor
- Report on Committee Activities since last Regular meeting
- Identify and make recommendations for improvement (within scope of district control)
- Identify and make recommendations to reduce costs (within scope of district control)

Staffing & Roles:

- 3 – 6 total, consisting of no more than 2 Directors and at least 2 district taxpayers
 - Chairman – Director
 - Secretary – district volunteer
 - Members – district volunteers

Qualifications & Experience:

- Must be a taxpayer in the district
- Must possess any one (1) of:
 - At least 5 years experience in the functional area of Finance in roles including: A/P, Cost Accountant, Finance Manager, Controller, Treasurer
 - At least 10 years experience in the functional area of Purchasing / Procurement in roles including: MRO Buyer, Sr. Buyer, Purchasing Manager, Procurement Manager, Contracting Specialist, Contracting Officer
 - At least 3 years experience with direct P/L responsibility >\$2 million/yr
 - Certified Purchasing Manager (CPM)
 - Certified Public Accountant (CPA)
 - Master of Business Administration (MBA)

Available Resources:

- DOLA
- Records Clerk, City and County of Denver
- Public Records
- District Accountant
- District Manager
- Contracted Service Providers (who provide services to Ebert Metro District)
- Others by approval of Committee Chairperson

Restrictions / Limitations:

- Committee Chairperson may authorize specific committee member(s) to direct contact District Accountant and District Manager with prior approval by the Chairperson due to the costs associated with communicating with these service providers.
- Committee members may contact Contractors only to request information.
- No committee member may act as a representative of the Board or obligate District resources.