

NOTICE OF SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Board of Directors of EBERT METROPOLITAN DISTRICT of the City and County of Denver, Colorado, will hold a Special Meeting at 7:00 p.m. on Tuesday, February 8, 2022, via Zoom Meeting for the purpose of addressing those matters set out in the agenda below, as the same may be amended at the meeting, and conducting such other business as may properly come before the Board. The meeting is open to the public.

BY ORDER OF THE BOARD OF DIRECTORS: EBERT METROPOLITAN DISTRICT
By: /s/ Jerry Jacobs, District Manager

NOTICE AND AGENDA

DATE: Tuesday, February 8, 2022

TIME: 7:00 PM

PLACE: Zoom Conference

JOIN ZOOM MEETING: <https://zoom.us/j/94956352709>

MEETING ID: 949 5635 2709

One tap mobile

+16699009128,,96238108870# US (San Jose)

+12532158782,,96238108870# US (Tacoma)

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)

Meeting ID: 949 5635 2709

Find your local number: <https://zoom.us/u/aebk79WGP5>

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 Board and the public will attend the meeting via Zoom Conference.

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

I. ADMINISTRATIVE ITEMS

- a. Call to Order
- b. Declaration of a Quorum
- c. Approval of Agenda and Meeting Location
- d. Disclosure of Potential Conflicts of Interest
- e. Public comment
- f. Review and approve Regular Meeting Minutes from December 7, 2021 **Pages 2 - 9**

II. DIRECTOR'S ITEMS

- a. Director Barclae
 1. Approve CEGR contract for District Legal Counsel **Pages 10 - 16**
 2. Approve termination of legal services with RWO – 2wk overlap to facilitate handover
 3. Approve Amended Resolution Concerning Regular Election to be Held May 3, 2022 **Pages 17 - 19**
 4. Approve FinOps Committee Charter **Pages 20 - 22**
- b. Director Mays
 1. SIPA Technology Proposal & Cost **Pages 23 - 29**
 2. Records Retention Resolution from 11/13/2019 – Status of the Submittal of State Form
 3. Website Terms of Use to replace outdated Website Policies and Procedures from 10/27/2020
 4. Posting Previously Passed Resolutions
- c. Director Woods
 1. Election Update
 2. Other
- d. Directors Hawthorne & Shibles
 1. Financial Matters Update

III. OTHER BUSINESS

- a. District Map Update
- b. Other

IV. REVIEW OF CHAT

V. ADJOURNMENT

The next Regular Meeting is scheduled for Tuesday, March 15, 2022, at 7:00 PM and shall be noticed in accordance with C.R.S. 32-1-902 and 24-6-402, on the district's webpage <https://ebertmd.colorado.gov>

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

Association Business Manager
 April Delgado
 (303) 369-1800 ext. 135
 April@westwindmanagement.com

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

DRAFT - SUBJECT TO BOARD APPROVAL**MINUTES OF REGULAR MEETING
OF BOARD OF DIRECTORS OF
EBERT METROPOLITAN DISTRICT**

**December 7, 2021
7:00 – 8:40 PM
Zoom Teleconference**

A Regular Meeting of the Board of Directors of Ebert Metropolitan District, City, and County of Denver, Colorado, was called to order as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting via Zoom teleconference:

DATE: December 7, 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

Board of Directors	Office	Term Expiration
Cynthia Barclae	President & Chair	2020-2022 (Elected)
Bruce Shibles	Co-Treasurer	2020-2022 (Appointed)
Keith Mays	Assistant Secretary	2020-2022 (Appointed)
Jennifer Woods	Secretary	2020-2022 (Appointed)
Murray Hawthorne	Treasurer	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 Sedgely of CliftonLarsonAllen (CLA) – Engagement Director, Business Operations

Kimberly Bruetsch, Esq. of Robinson Waters & O’Dorisio, P.C. – General Counsel

20 Members of the public

I ADMINISTRATIVE ITEMS**a) Call to Order**

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

b) Declaration of a Quorum

A quorum was declared.

c) Approval of Agenda and Meeting Location

President Barclae announced that notice and agenda of the Regular Meeting were posted on the website and distributed to the community via email blast by Westwind Management Group.

With no proposed updates to the agenda, Director Hawthorne motioned to approve. Director Shibles seconded the motion; the motion passed unanimously.

d) Disclosure of Potential Conflicts of Interest

Director Barclae stated that there are no conflicts of interest to announce currently; Directors Hawthorne, Shibles, Mays, and Woods agreed.

e) Public Comment – (for items not on the agenda)

As the Zoom meeting recording did not activate until after the first resident spoke, please see below for a record of the comments provided by Mr. Kelvin Klink.

Kelvin Klink expressed his concerns regarding the recent decision by the Town Center Metropolitan District Board to uphold and enforce the restrictions of the use of Metropolitan District property such as fencing for Holiday Décor by residents per the Master Declaration of Covenants, Conditions, and Restrictions for Green Valley Ranch North.

Mr. Klink also commented that he believes the landscaping committee should not be permitted to make decisions on behalf of the Board of Directors.

Al Morie, Gail Bell, Sharon Faragal also provided comments to the Board of Directors.

Melissa Sotelo from Councilwoman Gilmore's office provided all in attendance an update of what is happening in the District. Additional details can be found on the Zoom meeting recording and the Chat conversation.

f) Review and approve Regular Meeting Minutes from October 26, 2021

Director Shibles requested the following items to be updated on the Regular Meeting Minutes for October 26, 2021:

- 1) Mill Levy is misspelled twice in item 4 under c) Director Hawthorne
- 2) Requested the three topics Director Woods be listed out under item 2

Director Hawthorne motioned to approve Regular Meeting Minutes for October 26, 2021, as amended. Director Shibles seconded the motion; the motion passed unanimously.

g) Consider Regular Meeting dates for 2022

The Board of Directors discussed the proposed days and times of the Regular Meeting schedule for the quarterly meeting for Ebert Metropolitan District in 2022. Director Mays motioned to approve the Regular Meeting scheduled for 2022. Director Hawthorne seconded the motion; the motion passed unanimously.

II DIRECTOR'S ITEMS

- a) **Election Review and Evaluation Committee**
- b) **Consider approval of 2022 Election Resolution**

Mr. Jacobs provided clarification to the Board of Directors as to why this document is needed and that this covers items a and b under Section II of Director's Items for this agenda.

Director Hawthorne motioned to approve the 2022 Election Resolution for Ebert Metropolitan District. Directors Mays seconded the motion; the motion passed unanimously.

Director Shibles motioned to approve Spencer Fane being designated as the DEO (Designated Election Officer) for Ebert Metropolitan District per the 2022 Election Resolution. Director Hawthorne seconded the motion; the motion passed unanimously.

- c) **Consider approval of 2022 Administrative Matters Resolution**

Director Mays requested verification of Ebert Metropolitan District map as it would appear to be a Town Center Metropolitan District map for item two (2).

Director Mays requested a copy of the CORA Policy per item ten (10) from the attorney's office.

Director Mays continued his review of the 2022 Administrative Matters Resolution by requesting item forty-five (45) to be amended as: "The District was formed on September 12, 1983 (prior to January 1, 2000). Therefore, no official district website is required under Section 32-1-104.5, C.R.S. The District established and, in conjunction with the District Manager, maintains an official district website: ebertmd.colorado.gov."

- d) **Consideration for the continuation of Timberline District Consulting, LLC to serve as District Management for 2022**

After a brief discussion, Director Shibles motioned to start negotiating entering into a contract with Timberline Consulting, LLC for continued District Management Services. Director Hawthorne seconded the motion; the motion passed unanimously.

III FINANCIAL MATTERS

- a) **Public Hearing on the proposed 2022 Budget**

Director Shibles motioned to open the public hearing for the proposed 2022 budget. Director Mays seconded this motion; the motion was passed unanimously.

Ms. Sedgeley reviewed the estimated 2021 and the proposed 2022 expenditures.

After discussion and comments, Director Mays motioned to close the public hearing for the proposed 2022 budget. Director Hawthorne seconded the motion; the motion passed unanimously.

b) Consider approval of Resolution to Adopt the 2022 Budget, Appropriate Sums of Money, and Certification of Mill Levies for General Fund, Debt Service Fund, and Other Fund(s).

Following discussion, the Board considered the adoption of the Resolution to Adopt the 2022 Budget and Appropriate Sums of Money and Set Mill Levies (for the General Fund at 17.000 mills and the Debt Service Fund at 26.90 mills and the Capital Repair and Replacement Fund at 1.000 mill, for a total mill levy of 44.900 mills).

Director Hawthorne motioned to approve the 2022 proposed budget, seconded by Director Mays and, upon vote, unanimously carried, the Resolution was adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. Ms. Sedgeley was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of the City and County of Denver and the Division of Local Government, not later than December 15, 2021. Ms. Sedgeley was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022.

IV OTHER BUSINESS

V REVIEW OF CHAT

Residents in attendance did not have any additional questions or comments during this portion of the meeting.

VI ADJOURNMENT

President Barclae extended her heartfelt thanks to everyone who assisted with reestablishing the Ebert Metropolitan District after the majority of the Board of Directors and previous management company stepped down earlier in the year.

There was no further business to come before the Board of Directors. Upon a motion from President Barclae, seconded by Director Shibles and carried unanimously, the meeting adjourned at 8:40 PM.

The next Regular Meeting is scheduled for Tuesday, March 15, 2022, at 7:00 PM and shall be noticed IAW C.R.S. 32-1-902 and 24-6-402, on the District's webpage <https://ebertmd.colorado.gov>

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

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Regular Meeting
December 7, 2021
Zoom Chat Conversation

00:22:00 **Bruce:**

Yes

00:22:02 **Corey Pilato:**

Yes, this meeting is being recorded. Thank you for asking.

00:22:27 **Kelvin Klink:**

Did the recording capture my public comments?

00:24:01 **Corey Pilato:**

I will have to look after the meeting, as I cannot check during the recording.

00:24:27 **Ebert Metropolitan District:**

Kel,

00:25:27 **Ebert Metropolitan District:**

Kel - if the recording did not capture your comments, we will get with you to make sure all of your comments are included in the minutes.

00:27:01 **Kelvin Klink:**

Thank you. (Who said that? I only see "Ebert Metropolitan District".)

00:27:33 **Ebert Metropolitan District:**

Jerry

00:27:39 **Alvin Morie:**

The section I was referring to is in the Administrative Matters resolution, Section 17, the last sentence.

00:27:53 **Corey Pilato:**

Great, thank you.

00:28:01 **Kelvin Klink:**

Thanks Jerry. It is appreciated.

00:31:57 **Melissa Sotelo:**

Far Northeast Area Plan Amendment Public Meeting

You're invited to join this community meeting to hear all of the updates concerning the Far Northeast Area Plan!

Denver Community Planning and Development are working with community members in the Far Northeast Area to refine the plan's initial vision for a small area where the potential for future development was still unclear at the time of adoption. The amendment will focus primarily on revising and detailing land uses and mobility in a small part of the Denver International Airport statistical area encompassed by Tower Road, Himalaya Road, and 72nd and 70th avenues, a greenfield site that has the potential to become a local employment center and help implement Far Northeast Area Plan goals around the local economy, jobs and access to opportunity. Join us! Zoom registration link here. https://denvergov-org.zoom.us/webinar/register/WN_E-jRedRHTLKrYok0L_Y_8Q

00:32:53 **Melissa Sotelo:**

Denver's Department of Transportation and Infrastructure (DOTI) is announcing new routes to enhance its trash, recycling and compost collection services amid driver shortages and other challenges posed by the pandemic. Next year, DOTI will be adjusting how drivers move through the city to make operations more efficient and trash collection services more reliable and consistent.

Residents are urged to look for DOTI's Wastewise newsletter in their mailboxes in December that will confirm what day of the week they'll set out their bins in the new year. 2022 collection calendars will be available at:

www.denvergov.org/reroute in early December and starting January 3 via:

- The app: Denver Trash and Recycling
- Online at www.denvergov.org/trashandrecycling
- A customer account that can be established at www.denvergov.org/UtilitiesOnline

00:33:44 Melissa Sotelo:

Denver City Council will make the 2022 redistricting process inclusive and accessible to all residents of Denver, and is encouraging residents to participate throughout the process.

For more information, please visit denvergov.org/redistricting or email questions to redistricting2022@denvergov.org.

00:39:56 Kelvin Klink:

Earlier today, I met with Michaela Duffy, District Manager for GVR Metro District. (South of GRV Blvd.) She confirmed that "GVR South" does NOT have any such Prohibition like the one issued by TCMD. She could not comprehend any reason why GVR South would ever need, or want, to institute a comparable Prohibition. Hence, the recent Prohibition by TCMD has created an inequity between the North and South portions of Green Valley Ranch.

00:46:05 Kelvin Klink:

Q: Regarding the Map updates, has the Board Authorized Al Morie to act on it's behalf? (I think a clarification of that would be beneficial for Al's efforts.)

00:47:18 Kelvin Klink:

WHO exactly is the "Custodian" for the Public Records? (Item 9 of Admin Matters)

00:48:52 Alvin Morie:

I think Bruce is correct. I withdraw my concern.

00:53:06 Steve's iPad Mini 4:

Why can't we notify everyone with text/SMS, email and mail so we make it easier to let all the residents the way they prefer to be updated?

00:55:27 Corey Pilato:

We do not have everyone's phone numbers. Also, this is not an approved form of communication.

01:15:15 Kelvin Klink:

Green Valley Ranch North (GVRN) was created in 2001, ever since then Residents have enjoyed the practice of placing holiday lights, garlands, wreathes, etc (Holiday Décor) on the Community Fences immediately bounding their properties. There was never any concern that those decorations would cause damage, nor any fear of that practice ever being considered a violation of the Covenants.

01:15:24 Kelvin Klink:

However, on November 19, 2021, an announcement by Town Center Metro District (TCMD), was issued via email blast, which PROHIBITED the ability of Residents in GVRN to continue with their annual practice of adorning any of the Community Fencing, trees, or grounds with Holiday Décor.

01:15:42 Kelvin Klink:

The Prohibition was never substantiated by any cost impact basis by TCMD. Rather, they merely claimed “it is our fence and we can prohibit residents from using it”. Furthermore, the Prohibition extends to Bird Feeders, Plant Hangers, Solar Lights, etc from being attached to the Community Fences.

01:15:51 Kelvin Klink:

40% of properties in GVRN (approx. 1,800 homes) have a Community Fence in their side and/or backyards and are thus impacted by the Prohibition(s). Those home owners can no longer enjoy the opportunity to decorate those fences, or even attach bird feeders, etc to them.

01:16:01 Kelvin Klink:

It is unnecessary and mean-spirited for TCMD to take those simple liberties away from Residents. Instead, TCMD should be focusing on more important matters.

01:18:33 Steve's iPad Mini 4:

I appreciate Jennifer’s issue with how the increased taxes is impacting everyone. Thank you

01:20:12 Kelvin Klink:

In early November, I conducted a Poll via the NextDoor system. Results showed that 96% of Residents wanted the practice of Holiday Décor on Community Fences, etc to be ALLOWED. The Ebert Board should take action to represent the voice of their constituents.

01:20:34 Corey Pilato:

Thank you, Kelvin. Your concerns have been noted.

01:23:58 iPadGail Bell:

We have some of the highest taxes in the City and County of Denver.

Thank you, Jennifer for posing your concerns. Town Center and Oakwood get richer while residents have to move because they cannot afford their taxes that were never disclosed to them,

01:25:16 Alvin Morie:

I have a comment on the debt service property taxes.

01:29:06 Kelvin Klink:

Last year, during Ebert's December Meeting, the Board chastised the Joint Landscape Committee (JLC) for issuing policy without authorization by the Ebert Board. That, along with complaints by Residents, resulted in the Prohibition being WAIVED for 2020. The same transgression happened again this year – the JLC neglected to bring their recommendation to the Ebert Board. Accordingly, it is my assertion the same outcome should occur as last year. The Prohibition should again be WAIVED for 2021.

01:32:12 Kelvin Klink:

The Budget should include Funds to install holiday lighting throughout the District.

01:33:13 Kelvin Klink:

For example Denver puts lights on a host of Trees at the Rec Center. TCMD should do similar decorations as well.

01:37:19 Kelvin Klink:

Bruce, Thank you speaking up.

01:38:25 iPadGail Bell:

Yes, thank you, Bruce!

01:38:32 davemcreynolds:

I have t agree with Kelvin's points

01:44:34 Kelvin Klink:

Only \$2K for Capital Reserve?


Shareholders

Paul R. Cockrel
 Evan D. Ela
 Linda M. Glesne
 David A. Greher
 Matthew P. Ruhland

Associates

Joseph W. Norris
 Ayshan E. Ibrahim

Paralegals

Micki Mills
 Sarah Luetjen

January 11, 2021

ATTORNEY-CLIENT PRIVILEGED

VIA EMAIL: CYNTHIA.BARCLAE.EBERTMD@GMAIL.COM

Ms. Cynthia Barclae, President
 Ebert Metropolitan District
 20162 E. 53rd Place
 Denver, CO 80249

Re: Engagement Letter

Dear Cynthia:

We understand from prior communications that the Ebert Metropolitan District (the “**Client**”) desires to appoint Cockrel Ela Glesne Greher & Ruhland, a professional corporation (the “**Firm**”), as the District’s general counsel effective January 1, 2022 pursuant to Section 32-1-1001(1)(i), C.R.S., for certain matters as further described below. This Engagement Letter is intended to outline the terms governing our representation of the Client.

1. Scope of Services.

The Firm will advise the Client on all special district matters referred to the Firm by the Client. We will take our direction from the Board of Directors (the “**Board**”) and the President and/or Secretary of the Board, or such other person as is designated by the Board to be its representative and spokesperson for purposes of communication with the Firm. Except as discussed below, we do not represent (i) any person or entity (except the Client itself); (ii) individual members of the Board; (iii) employees or agents of the Client; or (iv) any landowner, developer or other person within the Client’s boundaries (collectively, the “**Other Persons**”), and all services are provided only for the benefit of the Client and not for the Other Persons. The Firm owes professional responsibilities only to the Client itself. In all matters involving the Client and Other Persons, such Other Persons should retain their own legal counsel. Further, although we take our direction from the Board, we ultimately represent only the interests of the Client as a governmental entity under Colorado law.



2. Potential Conflicts of Interest.

The Firm may represent other parties whose boundaries may overlap or be adjacent to those of the Client, or which may operate in the same region as the Client. As a general matter, we do not believe that such representations will materially limit or adversely affect our ability to represent the Client even though such representations may be characterized as adverse under the Colorado Rules of Professional Conduct. During our representation, we will not represent any other party in any matter in which the Client is adverse.

Although we do not believe a conflict of interest currently exists between the Client and any other entity that the Firm represents, your approval of this Engagement Letter represents your consent to, and waiver of, such potential conflicts of interest. If a dispute were to arise between the Client and any other entity represented by the Firm, the Firm would likely be unable to represent the Client or the other entity in such matter. In such circumstance, the Firm would assist the Client in obtaining alternative counsel free of such conflict.

3. Designation of Attorney and Assistants.

I, Evan D. Ela, a Partner in the Firm, am designated as the attorney primarily responsible for the legal services rendered to the Client. Other qualified attorneys and paralegals may perform services for the Client under my supervision in order to most effectively provide a particular service or to minimize costs.

4. Compensation.

The Firm shall provide to the Client a monthly billing statement detailing the services rendered and the amount of time spent in performance thereof. The Client shall pay for the total time of all attorneys, paralegals and clerks at the current rates in effect for the services rendered.

Clerical services are not routinely billed to the Client, but out-of-the-ordinary use of a clerical person's time may be billed in the Firm's reasonable discretion. Paralegals and law clerks are utilized when their skills are commensurate with a particular project, so as to minimize the costs billed to the Client. The Firm supervises the work product of associates, paralegals and law clerks.

The Client shall pay for Services within thirty days of the date of the billing statement. The Firm will not be obligated to perform any Services if payment of fees is sixty days past due, and interest may be accrued on any past due balance at a rate not to exceed 12 percent. Further, in such instance, the Client will not object to the Firm's withdrawal as counsel of record in any matter before any court, and the Client will execute such documents as necessary to facilitate the Firm's withdrawal.

The Firm's 2022 billing rates are listed in the attachment hereto. Such rates are subject to adjustment, normally on an annual basis, but not by more than ten percent collectively at any time without written notice.



5. Expenses.

Expenses for which the Firm will or will not receive reimbursement are as follows, along with the rates for such reimbursement:

(a) Mileage.

No charge, unless lengthy travel distance, and then at IRS allowed mileage rates or at actual costs without mark-up, as appropriate.

(b) Out-of-Town Travel.

Expenses at cost without mark-up. Travel time by attorneys and staff will be billed at current billing rates. Trips will be coordinated with other clients, to the extent possible, to minimize travel costs.

(c) Long-Distance Telephone Service.

No charge, unless actual costs are incurred or unusual circumstances exist – such as lengthy time, multiple parties, video conferencing, or teleconferencing.

(d) Computer Expenses.

No charge, except for computer research, Lexis/Nexis or other special costs; billed at actual cost without mark-up.

(e) Photocopies.

No charge for in-house copying, unless large volume of copying. Outside copying and printing billed at actual cost without mark-up.

(f) Postage.

No charge for usual first-class mailings, such as mailings to the Client, courts, counsel of record and other consultants. Mass mailings, such as election notices, and overnight and special delivery mailings billed at actual cost without mark-up.

(g) Facsimile.

No charge.

(h) Couriers.

Courier service will be used on an as-needed basis with the actual cost billed to the Client without mark-up.

(i) Other Reimbursables.

Other reimbursables include our payment of filing fees, costs for service of process and related expenses, expert witness fees (only as pre-authorized by the Client), court reporter



fees for transcript of testimony, court reporter appearance fees, county clerk and recorder's fees for recording of documents, title company's fees for reports of title, publication fees, election materials and other necessary expenses related to the scope of services. All such reimbursables will be billed to the Client, at cost, without mark-up.

(j) Other Expenses.

Certain services and expenses not otherwise documented herein (e.g. private investigator, special counsel, etc.) may be incurred under certain circumstances. To the extent that such services are required, the Firm will first obtain authorization from the Client before incurring such costs. As such expenses are incurred, they will be billed to the Client at cost without mark-up.

It is understood that the Client is not responsible for any general secretarial support or general office expenses of the Firm.

6. Communications between Firm and Client.

Written, electronic, and oral communication between the Firm and the Client on the Client's matters shall be made using all current forms of technology, including mail, express courier, courier, fax, email, land-based telephone, cellular telephone, video conferencing, and other electronic means of communication as such technology becomes available. The security of such means of communication, particularly electronic means such as fax, e-mail, video conferencing, and cellular telephone cannot be guaranteed or warranted to any degree, and therefore a risk exists that such communications and attendant privileges such as the attorney-client privilege may be compromised or waived if a communication is inadvertently received or otherwise obtained by persons other than the Client. If the Client desires to avoid the risk of inadvertent disclosure or a security breach by any particular means of such communication, the Client must contact the responsible attorney at the Firm and instruct such person as to any unacceptable means of communication for Client matters.

7. Disclaimer of Warranties.

There can be no warranties as to the success of any matter undertaken by the Firm in the representation of the Client. All expressions made by the Firm relative thereto are solely matters of the Firm's professional opinion.

8. Power of Attorney to Execute Documents.

The Client grants to the Firm the power, but not the obligation, to execute documents connected with the representation of the Client, which have been generally approved by the Client, including pleadings, applications, protests, filings, certain commercial papers, settlement agreements and releases, verifications, dismissals, orders, and all other documents associated with the services provided hereunder.



9. Document Retention/Destruction.

The Client is advised that the files created and compiled by the Firm for work on Client matters, including notes, correspondence, pleadings, research and any other documents prepared by the Firm, will not be retained indefinitely. Upon Client request, we will return Client files to the Client or its designee once a matter is concluded, so long as the Client has paid all fees and costs owed to the Firm and reasonably necessary to transfer such files. We may retain copies of all or any portion of the Client's file duplicated at our expense. If the Client does not request its files, we will keep the files and information therein for a minimum of thirty days after the conclusion or termination of representation, after which we may retain, destroy or otherwise dispose of them as we deem appropriate. **The Firm generally keeps Client records electronically. As a general matter, once documents are part of our electronic records, we will destroy all paper documents provided to us unless the Client provides express written instructions otherwise.** Notwithstanding the foregoing, we will not destroy (i) original documents entrusted to us for continued representation as part of our services; and (ii) any documents that the Client is obligated by law to retain.

10. Worker without Authorization Certification.

Pursuant to the requirements of H.B. 06-1343, the Firm certifies that the Firm will comply with the provisions of Section 8-17.5-101 et seq., C.R.S., and the Firm will not knowingly employ or contract with a worker without authorization to perform work for the Client. The Firm has verified that the Firm (i) has confirmed or attempted to confirm the employment eligibility of all employees who are newly hired for employment in the United States through participation in the E-Verify Program administered by the Department of Labor and Employment; and (ii) otherwise will comply with the requirements of Section 8-17.5-102(1), C.R.S., regarding such verification. The Firm agrees to comply with all reasonable requests made in the course of an investigation by the Colorado Department of Labor and Employment. If we do not comply with any requirement of Section 8-17.5-101 et seq., C.R.S., regarding worker without authorization verification, the Client may immediately terminate the Firm's Services, subject to payment for work performed prior to the termination date as described herein.

11. Entire Agreement.

The terms herein represent the entire agreement of the parties concerning the representation of the Client by the Firm. The agreement represented by this Engagement Letter may not be amended or modified except in writing and signed by both parties hereto.



12. Term.

The agreement represented by this Engagement Letter shall remain in effect until terminated by written notice of either party.

**Cockrel Ela Glesne Greher & Ruhland,
a Professional Corporation**

Ebert Metropolitan District

By: Evan D. Ela

President



BILLING RATES
EFFECTIVE 1/2022

Paralegal Assistant	\$135
Sarah Luetjen, Paralegal	\$205
Micki Mills, Paralegal	\$250
Ayshan E. Ibrahim, Associate	\$235
Joseph W. Norris, Associate	\$285
Matthew P. Ruhland, Partner	\$395
David A. Greher, Partner	\$425
Linda M. Glesne, Partner	\$400
Evan D. Ela, Partner	\$400
Paul R. Cockrel, Partner	\$475

EBERT METROPOLITAN DISTRICT

AMENDED AND RESTATED RESOLUTION CALLING FOR THE 2022 REGULAR DISTRICT ELECTION AND APPOINTING A DESIGNATED ELECTION OFFICIAL

WHEREAS, the Ebert Metropolitan District (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Article 1, C.R.S.; and

WHEREAS, on January 14, 2022, the District adopted a Resolution of the Board of Directors Concerning Regular Election to be Held May 3, 2022 (the “**Prior Resolution**”) appointing Stephanie Net of Spencer Fane LLP as the Districts Designated Election Official for the conduct of the election; and

WHEREAS, the Board of Directors (the “**Board**”) of the District has since appointed Cockrel Ela Glesne Greher & Ruhland, PC as general counsel and desires to change the Designated Election Official to an employee of that firm; and

WHEREAS, the Board thus desires to amend and replace the Prior Resolution in its entirety by adoption of this Resolution in order to identify the Districts and revise the election terms and the appointment of the Designated Election Official; and

WHEREAS, the terms of office of Directors Barclae, Shibles, Mays, Woods and Hawthorne shall expire after their successors are elected at the regular special district election to be held on May 3, 2022 (“**Election**”) and have taken office; and

WHEREAS, in accordance with the provisions of the Special District Act (the “**Act**”) and the Colorado Local Government Election Code (the “**Code**”) (the Act and the Code being referred to jointly as the “**Election Laws**”), the Election must be conducted to elect three (3) Directors to serve for a term of three (3) years and two (2) Directors to serve for a term of one (1) year pursuant to Section 1-13.5-111, C.R.S., which moves the regular special district elections to May of each odd-numbered years commencing in May, 2023 and, in connection therewith, adjusts the length of terms served by Directors elected in 2020 and 2022 in order to implement the new election schedule.

NOW, THEREFORE, be it resolved by the Board of Directors of the Ebert Metropolitan District in the City and County of Denver, State of Colorado that:

1. The regular election of the eligible electors of the District shall be held on May 3, 2022, between the hours of 7:00 a.m. and 7:00 p.m. pursuant to and in accordance with the Election Laws, and other applicable laws. At that time, three (3) Directors will be elected to serve a three-year term and two (2) Directors to serve a one-year term.

2. The Election shall be conducted as a mail ballot election in accordance with all relevant provisions of the Election Laws. The Designated Election Official shall prepare the Plan for conducting the mail ballot Election. There shall be no election precinct or polling place. All mail ballots shall be returned to the Designated Election Official's office, located at 4662 W. Oxford Avenue, Denver, Colorado 80236.

3. The Board of Directors hereby designates Sarah H. Luetjen as the Designated Election Official for the conduct of the Election on behalf of the District and she is hereby authorized and directed to proceed with any action necessary or appropriate to effectuate the provisions of this Resolution and of the Election Laws or other applicable laws. Among other matters, the Designated Election Official shall publish the call for nominations, appoint election judges as necessary, appoint the Canvass Board, arrange for the required notices of election, printing of ballots, and direct that all other appropriate actions be accomplished.

4. Self-Nomination and Acceptance forms are available at the Designated Election Official's office located at the above address or email sluetjen@cegrlaw.com. All candidates must file a Self-Nomination and Acceptance form with the Designated Election Official no earlier than January 1, 2022, nor later than the close of business on Friday, February 25, 2022.

5. If the only matter before the electors is the election of Directors of the District and if, at the close of business on March 1, 2022, there are not more candidates than offices to be filled at the Election, including candidates timely filing affidavits of intent no later than February 28, 2022, the Designated Election Official shall cancel the Election and declare the candidates elected. Notice of such cancellation shall be published and posted in accordance with the Code.

6. If any part or provision of this Resolution is adjudged to be unenforceable or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of this Resolution, it being the Board's intention that the various provisions hereof are severable.

7. Any and all actions previously taken by the Designated Election Official, the Secretary of the Board of Directors, or any other persons acting on their behalf pursuant to the Election Laws or other applicable laws, are hereby ratified and confirmed.

8. All acts, orders, and resolutions, or parts thereof, of the Board which are inconsistent or in conflict with this Resolution are hereby repealed to the extent only of such inconsistency or conflict.

9. The provisions of this Resolution shall take effect immediately.

ADOPTED this 8th day of February, 2022.

EBERT METROPOLITAN DISTRICT

By _____
President

ATTEST:

By _____
Secretary

Committee: Financial Operations (FinOps)**Type:** Standing**Purpose:**

- To monitor conformance to:
 - terms of intergovernmental agreement (IGA)
 - terms of contracts paid with district funds, and
- To identify and report on recognized issues or changes that will affect or may have the potential to affect the District's:
 - Finances
 - Real estate (maps)
 - Infrastructure
 - Service Plan
 - Fiscal accountability
 - Efficacy of district governance
 - Compliance to State and Local law, and
- To identify and justify cost saving opportunities, such as but not limited to:
 - Consolidation of services
 - Elimination of duplicate services
 - Termination of non-value-added, obsolete or outdated services
 - Termination of services yielding low to no economic or social impact
 - Opportunities for economy of scale, and
- To review proposed contracts that, if approved, will be funded in whole or in part with District funds, and
- To research and report on issues requested by the Board, and
- To develop and make recommendations to the Board.

Recommendations to the Board should be in the format:

- Subject Title:
- Discussion:
- Recommendation:

Scope of Work:

All committee work shall be limited District matters.

Deliverables (in S.M.A.R. T. terms):

To the extent practical, committee work product should aspire to satisfy the following:

- Specific
- Measurable
- Achievable
- Relevance
- Time-frame & deadline

Desired Education, Qualification, Knowledge and Experience of Committee Members:

- Undergraduate Degree (or higher) in: Business Administration; Law; Finance; Accounting; or, Procurement; or, 20 yrs experience in Private Industry serving in management roles with minimum department or business unit budget responsibility of \$25 million annually.
- The Committee shall consist of no more than 7 members, all of whom must be residents of the District.
- Know each of the districts' funding sources and terms of authorized use (Source: District CPA)
- Know the amount of funds anticipated to be collected (annually) from each fund source, the timing of receipts (i.e. recurring schedule) (Source: District CPA)
- Know the amount of funds actually collected from each fund source (Source: District CPA)
- Know the discretionary and non-discretionary financial needs of the District (Source: Annual District Budget)
- Know the District's physical assets and operating, monitoring and maintenance (OM&M) requirements (Source: District Asset List; District Manager)
- Know the district's service providers and contract terms in connection with each service provider (Source: District Website –contracts; Legal)
- Know the relevant Intergovernmental and other agreements that contain provisions affecting District financial affairs. (Source: IGA's, District Records, legacy agreements,....)

Available Resources:

- Board members
- District Manager
- District Attorney
- District Accountant
- District records – SIPA & electronic
- DOLA Records
- C.R.S.
- City and County of Denver Records
- Other

Restrictions and/or Specific Limitations:

- Committee conduct is limited as established by District Bylaws
- Non-Director committee members are prohibited from sending correspondence, providing communications or making any commitments that could be construed as representing the District's intent or that of the Board of Directors.
- Matters requiring Board guidance or decision(s) shall be submitted to the committee's Board sponsor.
- Requests for information shall be specific, concise and complete (i.e., unambiguous).
- Service on the committee is 100% voluntary, non-binding, does not and shall not constitute an employment agreement with the District.
- The Board President is authorized to appoint non-Director members of the Financial Operations Committee that the President determines are qualified; provided, however, that no appointment can be made of persons residing outside of the District boundaries.
- The Board, though majority vote, reserves the right to dismiss committee members, at their sole discretion.

SIPA Technology Proposal

SIPA recommends a dedicated domain name and the Google Workspace Business Starter for our needs.

Google Workspace Business Starter

Initial procurement of 5 user licenses; one for each board member.

First Year - \$546

Subsequent Years - \$231

Domain Name from GoDaddy

EbertMD.gov is available.

They have 1/2/3/5/10 year plans. The long term price is the same for all plans.

It comes with Basic Privacy Protection

Full Domain Privacy & Protection - \$9.99/year

Initial procurement of the 10-year plan with the full protection - \$298.80

Renewal in 10 years - \$309.80



Records Management Manual Approval

Request Form

County Municipality School District/BOCES Special District

NAME OF ENTITY

CONTACT PERSON/TITLE:

MAILING ADDRESS:

TELEPHONE:

E-MAIL:

LOCAL EXCEPTIONS:

(List and provide basis and description of any local exceptions for records retention periods that are specified by formal direction of the local ordinance, Home Rule Charter provision, by board resolution or formal direction of the school board, governing body, etc., that differ from those set out in the Records Retention Manual for your specific entity. Use additional pages if needed.)

THE ABOVE ENTITY HEREBY REQUESTS APPROVAL FROM THE COLORADO STATE ARCHIVES TO FOLLOW THE SPECIFIC ENTITY'S RECORDS RETENTION MANUAL, WITH THE LOCAL EXCEPTIONS INDICATED.

SIGNATURE OF AUTHORIZED ENTITY REPRESENTATIVE
February 6, 2020

DATE OF SUBMITTAL OF REQUEST FOR APPROVAL

DRAFT – Website Terms of Use

The Ebert Metropolitan District maintains this website to enhance public access to District information. This is a service that is continually under development. The District will try to keep information timely and accurate and will make an effort to correct errors. This site is not intended to support any type of advertising, announcements, or documentation from external organizations. Any information we receive through the use of this web site is subject to the provisions of the Colorado Open Records Act.

References to any specific commercial products, process or service by trade name, trademark, manufacturer, or otherwise, does not constitute or imply endorsement, recommendation or favoring by Ebert Metropolitan District.

With respect to documents available from this server, the District does not assume any legal liability or responsibility for the accuracy, completeness or usefulness of any information disclosed.

The information and documents on this website may contain hypertext links to information created and maintained by other public and private organizations. We provide these links as a service to our users at our discretion. Be aware that the District does not control or guarantee the accuracy, relevance, timeliness or completeness of this outside information. Further, the inclusion of hyperlinks to particular items in text is not intended to reflect their importance, nor is it intended to endorse any views expressed or products or services offered by the author of the reference or the organization operating the server on which the reference is maintained.

External links are limited to the following:

- District-funded programs or initiatives, or a partner organization of the District
- Official federal, state, or local government websites
- Websites that enable visitors to conduct transactions online
- Websites that relate to District business
- Websites that the District has an existing formal or contractual relationship

External links are prohibited from sites that:

- Handle the privacy of personal information in a way that is inconsistent with the State of Colorado's privacy statement
- Are associated with advocacy groups for a political party, an organization or a candidate running for office
- Promote or exhibit hate, bias, discrimination, pornography, libelous or otherwise defamatory content
- Promote any religion or religious viewpoint
- Are individual or personal websites

List of Resolutions

Title	Date	Status
2022 Annual Administrative Resolution	January 14, 2022	Valid
Regular Election to be held on May 3, 2022	January 14, 2022	Valid
Ebert/Town Center Formation of a Landscape Committee	January 29, 2020	Valid
2020 Annual Administrative Matters	November 13, 2019	Expired
Adopt the 2020 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy	November 13, 2019	Expired
Adopting the Colorado Special District Records Retention Schedule, Appointing an Official Custodian, and Adopting Policies and Fee Schedule for the Handling of Record Requests under the Colorado Open Records Act ("CORA")	November 13, 2019	Valid
Amend the 2019 Budget	November 13, 2019	Expired
Protections for Consumer Data Privacy Policy	November 13, 2019	Valid
Regular Election to be held on May 5, 2020	November 13, 2019	Expired
Eligible Governmental Entity Agreement – SIPA	October 13, 2019	Valid
Online Notice of Public Meetings	September 11, 2019	Valid
Dissolving Subdistrict Number 1	April 10, 2019	Valid
Dissolving Subdistrict Number 2	April 10, 2019	Valid
Adopt the 2019 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy	November 14, 2018	Expired
Adopt the 2018 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy	December 8, 2017	Expired
Adopt the 2018 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy Subdistrict Number 1	December 8, 2017	Expired
Adopt the 2018 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy Subdistrict Number 2	December 8, 2017	Expired
Amend the 2017 Budget	December 8, 2017	Expired
Adopt the 2017 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy	November 9, 2016	Expired
Adopt the 2017 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy Subdistrict Number 1	November 9, 2016	Expired
Adopt the 2017 Budget, Appropriate Sums of Money, and Authorize the Certification of the Tax Levy Subdistrict Number 2	November 9, 2016	Expired
Amend the 2016 Budget	April 13, 2016	Expired
Loan Resolution and Certification of Posting	February 25, 2016	Unknown
Ebert/Town Center Amended and Restated District Facilities Construction, Funding, and Service Agreement	January 1, 2016	Unknown
2016 Administrative Matters Resolution (Ebert & Town Center)	November 25, 2015	Expired

Approve Petitions for Exclusion from Ebert Metropolitan District	November 25, 2015	Valid
Regular Election to be held on May 3, 2016	November 25, 2015	Expired
Amend the 2015 Budget	November 11, 2015	Expired
Restricting the Imposition of Fees, Rates Tolls Charges and Penalties and the Application of Covenants and Design Review Standards by the Ebert Metropolitan District as an Incentive to the City and County of Denver to Accept Property for the Operation and Maintenance of Park Sites and Associated Improvements (First Creeks Trail Corridor)	January 14, 2015	Unknown
2015 Administrative Matters Resolution (Ebert and Town Center) - unsigned	2014	Expired
Amend the 2014 Budget	November 12, 2014	Expired
Restricting the Imposition of Fees, Rates Tolls Charges and Penalties and the Application of Covenants and Design Review Standards by the Ebert Metropolitan District as an Incentive to the City and County of Denver to Accept Property for the Operation and Maintenance of Park Sites and Associated Improvements (First Creeks Park)	November 11, 2014	Unknown
Adopting the Colorado Special District Records Retention Schedule, Appointing an Official Custodian, and Adopting Policies and Fee Schedule for the Handling of Record Requests under the Colorado Open Records Act ("CORA")	July 9, 2014	Superseded
Amend the 2013 Budget	November 13, 2013	Expired
Adopt the 2017 Budget and Authorize the Certification of the Tax Levy Subdistrict Number 1 – unsigned	November 8, 2006	Expired
Adopt the 2017 Budget and Authorize the Certification of the Tax Levy Subdistrict Number 2 – unsigned	November 8, 2006	Expired
Adopt the 2017 Budget and Authorize the Certification of the Tax Levy – unsigned	November 8, 2006	Expired
Restricting the Imposition of Fees, Rates Tolls Charges and Penalties by the Ebert Metropolitan District as an Incentive to the City and County of Denver and the Denver Public School District's Establishment of a Public School	November 8, 2006	Unknown
Authorizing the Issuance and Sale of the District's Limited Tax General Obligation Bonds, Series 2005	April 13, 2005	Unknown
Adopt the 2005 Budget Subdistrict Number 1 – unsigned	January 12, 2005	Expired
Adopt the 2005 Budget Subdistrict Number 2 – unsigned	January 12, 2005	Expired
Amend the 2004 Budget - unsigned	December 8, 2004	Expired
Ebert/Town Center Fees	November 10, 2004	Unknown
Creating Subdistrict Number 2	December 10, 2003	Superseded

Approving Subdistrict Number 1 – unsigned	September 10, 2003	Expired
Creating Subdistrict Number 1	September 10, 2003	Superseded
Ebert/Town Center Fees - unsigned	April 17, 2001	Unknown
Approve the Inclusion of Land into Ebert Metropolitan District – unsigned	December 13, 2000	Valid
Approve the Inclusion of Land into Ebert Metropolitan District – unsigned	August 8, 2000	Valid
Regular Election to be held on May 2, 2000 – unsigned	August 8, 2000	Expired
Cancellation of Regular Election to be held on May 2, 2000 – unsigned	2000	Expired
Approve the Inclusion of Land into Ebert Metropolitan District – unsigned	January 5, 2000	Valid
Amend the 1999 Budget – unsigned	December 13, 1999	Expired
Approve Settlement, Stipulation for Dismissal, Mutual Release and Agreement – GVR Metropolitan District – unsigned	February 1999	Unknown