
RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CONSERVATORY METROPOLITAN DISTRICT HELD NOVEMBER 7, 2024

A Special Meeting of the Board of Directors (referred to hereafter as “Board”) of the Conservatory Metropolitan District (referred to hereafter as “District”) was convened. The meeting was open to the public and the conferencing information was posted.

The meeting was held via teleconference.

ATTENDANCE

Directors in Attendance Were:

Birgit Baldwin
Pedro Moczo
Timothy Siml
Harlan Baldwin
Robert “Bob” Hunchberger

Also In Attendance Were:

Justin Janca; Public Alliance, LLC
Heather Hartung, Esq.; White Bear Ankele Tanaka & Waldron, P.C.
Georgia Harland; Simmons & Wheeler, P.C.
Laverne Palmer; Resident

DISCLOSURES OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: Attorney Hartung advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Hartung reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law. The Board reviewed the Agenda for the meeting, following which Directors Birgit Baldwin, Siml, Moczo, Harlan Baldwin and Hunchberger along with each consultant confirmed that they have no conflicts of interest in connection with any of the matters listed on the Agenda.

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PLEDGE OF ALLEGIANCE

Pledge of Allegiance: Director Bob Hunchberger led the Board in reciting the Pledge of Allegiance.

ADMINISTRATIVE MATTERS

Agenda: Director Birgit Baldwin reviewed the proposed agenda with the Board for the District's Regular Meeting.

Following discussion, upon motion duly made by Director Siml, seconded by Director Hunchberger and, upon vote, unanimously carried, the agenda was approved, as amended to add discuss the Preliminary Assessed Valuation in financial matters and to note the date of the first meeting in 2025.

District Insurance and Special District Association ("SDA") membership: The Board discussed insurance and SDA membership for 2025.

Following discussion and review, upon a motion duly made by Director Siml, seconded by Director Hunchberger and, upon vote unanimously carried, the Board approved renewing the District's general liability insurance coverage, public officials' coverage, workers' compensation coverage and instructed consultants to proceed accordingly. The Board further directed the renewal of the District's SDA membership.

Consent Agenda: The Board considered the following actions:

- Approve Minutes of the September 16, 2024 Regular Meeting.
- Ratify approval of proposal from Parker Electric, Inc. for lighting on the monument on the north end of the District.
- Approval of Notice to Electors Pursuant to Section 32-1-809, C.R.S.
- Ratify approval of Independent Contractor Agreement with BrightView Landscape Services, Inc. for Snow Removal Services.

Following further discussion and review, upon a motion duly made by Director Siml, seconded by Director Harlan Baldwin and, upon vote unanimously carried, the Board approved the consent agenda as amended to remove Minutes of the September 16, 2024 for further discussion and move the proposal for holiday lighting to community outreach.

The Board reviewed the Minutes of the September 16, 2024 Regular Meeting.

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Following discussion, upon motion duly made by Director Siml, seconded by, Director Harlan Baldwin and, upon vote, unanimously carried, the Minutes of the September 16, 2023 Regular Meeting were approved, as amended.

COMMUNITY COMMENTS

Public Comment: There were no public comments.

FINANCIAL MATTERS

Claims: Ms. Harland reviewed the check register for the period ending September 30, 2024, including check numbers 4972 through 4980, in the amount of \$32,277.04. Director Birgit Baldwin clarified for the Board that Parker Electric, Inc. expenses are differentiated between completed versus future work.

Following discussion, upon motion duly made by Director Siml, seconded by Director Moczo, and upon vote unanimously carried, the Board approved the claims totaling \$32,277.04.

Unaudited Financial Statements: Ms. Harland discussed with the Board the unaudited financial statements, dated September 30, 2024.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Hunchberger and, upon vote, unanimously carried, the Board accepted the unaudited financial statements, dated September 30, 2024.

2024 Audit Proposal: The Board reviewed the proposal from Schilling & Company, Inc. to perform the 2024 Audit. Ms. Harland and Director Birgit Baldwin reviewed with the Board the audit timeline. It was noted that information will be submitted to the Auditor in January 2025 and the audit will be complete and received in February 2025.

Following discussion, upon motion duly made by Director Harlan Baldwin, seconded by Director Hunchberger and, upon vote, unanimously carried, the Board approved the Engagement Letter with Schilling & Company, Inc. to perform the 2024 Audit, in a not to exceed amount of \$8,000.

2024 Budget Amendment Hearing: A 2024 budget amendment was not needed.

2025 Budget Hearing: Ms. Harland opened the Public Hearing to consider the proposed 2025 Budget and to discuss related issues.

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It was noted that the publication of Notice stating that the Board would consider adoption of the 2025 Budget and the date, time and location of the Public Hearing was made in a newspaper having general circulation within the District.

No written objections were received prior to the Public Hearing. No additional public comments were received, and the Public Hearing was closed at 11:14 a.m.

Ms. Harland reviewed the estimated 2024 expenditures and the proposed 2025 expenditures.

Following discussion, the Board considered adoption Resolution to Adopt the 2025 Budget and Appropriate Sums of Money, and to Set Mill Levies (for the General Fund at 16.505 mills, Debt Service Fund at 18.156 mills and ARI at 1.290 mills) for a total mill levy of 35.951 mills) as they may need to be adjusted based on final assessed valuation, final legal review and final accounting review. Upon motion duly made by Director Siml, seconded by Director Moczo 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 and legal review. Mr. Janca was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 31, 2025.

Ms. Harland, Attorney Hartung, Ms. Palmer, and Director Birgit Baldwin entered into discussion regarding the ARI Mill Levy. Attorney Hartung provided an overview of the Mill Levy's history and the Amendment to the District's Service Plan in 2009, clarifying that the first tier of the ARI Mill Levy began in 2010 pursuant to the Amendment and lasts for 20 years. Based on this information, the increase of the ARI Mill Levy from 1 mill, as adjusted, to 5 mills will be in 2029 for collection in 2030Ms. Harland articulated the rationale behind the Amended Service Plan, and Ms. Palmer offered insights on the state of the District at the time of the ARI's implementation. Director Birgit Baldwin presented a summary of the projects completed utilizing ARI funds.

Preliminary Assessed Valuation: The Preliminary Assessed Valuation was discussed during the Budget Hearing.

Other: There were no other financial matters to discuss.

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OPERATIONS MATTERS

Manager's Report: Mr. Janca reviewed the District Manager's Report with the Board. He discussed with the Board the vehicle damage to landscaping, irrigation numbers and winterization.

Proposal from Brightview Landscape Services, Inc. for November Winter Watering: Director Birgit Baldwin reported to the Board the recent snowstorm eliminated the need for November watering. It was noted the Board did not approve the proposal from Brightview Landscape Services, Inc. for November winter watering.

Independent Contractor Agreement with Brightview Landscape Services, Inc. for 2025 Landscape Maintenance Services: The Board reviewed an Independent Contractor Agreement with Brightview Landscape Services, Inc. for 2025 landscape maintenance services.

Following discussion, upon motion duly made by Director Siml, seconded by Director Moczo and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with Brightview Landscape Services, Inc. for 2025 landscape maintenance services.

Proposal from Brightview Landscape Services, Inc. for 2025 Irrigation Systems Maintenance Services: The Board reviewed a proposal from Brightview Landscape Services, Inc. for 2025 irrigation systems maintenance services.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Harlan Baldwin and, upon vote, unanimously carried, the Board approved the proposal from Brightview Landscape Services, Inc. for 2025 irrigation systems maintenance services.

Proposal from Dogwood Poop Scoop for Pet Waste Removal Services: The Board reviewed a proposal from Dogwood Poop Scoop for pet waste removal services.

Following discussion, upon motion duly made by Director Siml, seconded by Director Harlan Baldwin and, upon vote, unanimously carried, the Board approved the proposal between the District and Dogwood Poop Scoop for pet waste removal services, in the amount of \$345 per month.

Proposal from Playground Safety Solutions, LLC for Quarterly Inspections: The Board reviewed a proposal from Playground Safety Solutions, LLC for quarterly inspections.

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Following discussion, upon motion duly made by Director Siml, seconded by Director Harlan Baldwin and, upon vote, unanimously carried, the Board approved the proposal from Playground Safety Solutions, LLC for quarterly inspections, in the annual amount of \$750.

Proposal from Rocky Mountain Tree Care, Inc. for 2025 Plant Health Care: The Board reviewed a proposal from Rocky Mountain Tree Care, Inc. for 2025 plant health care.

Following discussion, upon motion duly made by Director Harlan Baldwin, seconded by Director Siml and, upon vote, unanimously carried, the Board approved the proposal from Rocky Mountain Tree Care, Inc. for 2025 plant health care.

Proposal from Roberts Treescaping, LLC d/b/a RTS Landscaping for 2025 Detention Pond Maintenance Services: The Board reviewed a proposal from Roberts Treescaping, LLC d/b/a RTS Landscaping for 2025 detention pond maintenance services.

Following discussion, upon motion duly made by Director Harlan Baldwin, seconded by Director Siml and, upon vote, unanimously carried, the Board approved Options Two and Three from the proposal from Roberts Treescaping, LLC d/b/a RTS Landscaping for 2025 detention pond maintenance services, in an amount not to exceed \$22,025.

LANDSCAPING MATTERS

Irrigation Updates: Mr. Janca reported to the Board winterization is complete.

Landscaping Projects Updates: Director Birgit Baldwin reported to the Board that the Tract KK cobble refresh is complete.

BOARD MEMBER INPUT

Director Birgit Baldwin: Director Birgit Baldwin thanked Director Harlan Baldwin for delivering the meeting packets to the Board of Directors.

Director Birgit Baldwin reported that Pond 7 continues to retain water due to flow obstructions caused by cattails and debris, as identified by RTS Landscaping. During the initial survey, RTS Landscaping encountered approximately six inches of frozen water on the pond floor and inadvertently excavated six inches deeper than planned. It was noted the pond will require resurveying.

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She further reported the stone walls were not constructed properly and require ongoing repairs. Additionally, rusting metal infrastructure is causing additional issues. It was noted Mr. Janca will research potential remediation and repair efforts by consulting with Jennifer Grant of Quintessence Design Group. Together, they will develop a replacement plan to present to the Board for discussion.

Director Birgit Baldwin noted for the Board that Public Alliance LLC and The Management Trust have merged and the merge will not impact the District Management Services.

Director Hunchberger: Director Hunchberger expressed appreciation for the adjustments made to the lighting location at the northern monument.

Director Moczo: Director Moczo welcomed Mr. Janca to the team and expressed his gratitude for Director Hunchberger's improved health.

Director Siml: Director Siml reported to the Board that the holiday lighting has been contracted, with installation scheduled for the week before Thanksgiving and removal planned for the week of January 6, 2025.

Director Harlan Baldwin: Director Harlan Baldwin extended wishes for a happy Veteran's Day to all present.

OTHER BUSINESS

Community Outreach:

Matters discussed for inclusion in the Community Update include:

- Holiday lighting
- Roundabout completion
- Pond 3 work
- 2025 meeting schedule

Mr. Janca presented to the Board a high-level transition plan to move the Community Update from paper format to a digital format.

Board Member On-Duty Schedule: It was noted Director Birgit Baldwin is the Board Member On Duty in December.

Processing Management: Mr. Janca presented to the Board a process flow for document handling. No action was taken by the Board.

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Fifth Addendum to the Management Services Agreement with Public Alliance LLC for Management Services: The Board reviewed a Fifth Addendum to the Management Services Agreement with Public Alliance LLC for management services.

Following discussion, upon motion duly made by Director Siml, seconded by Director Hunchberger and, upon vote, unanimously carried, the Board approved the Fifth Addendum to the Management Services Agreement with Public Alliance LLC for management services.

LEGAL MATTERS

Inspection and Maintenance Plan for Pond No. 7: Attorney Hartung reported to the Board that the preliminary plan is complete and currently under Engineer review.

2025 Annual Administrative Resolution: The Board reviewed the 2025 Annual Administrative Resolution.

Following discussion, upon motion duly made by Director Birgit Baldwin, seconded by Director Harlan Baldwin and, upon vote, unanimously carried, the Board adopted the 2025 Annual Administrative Resolution.

2025 Regular Meeting Dates: The Board entered into discussion regarding business to be conducted in 2025. The Board determined to meet January 21, March 24, May 19, July 21, August 18, and October 20 at 9am except for October 20 which will start at 9:30 a.m. The Board further scheduled the Town Meeting for October 20, 2024 at 9:00 a.m.

May 6, 2025 Regular Directors' Election: Attorney Hartung discussed with the Board the Resolution Calling a Regular Election for Directors on May 6, 2025, appointing the Designated Election Official ("DEO") and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Siml and, upon vote, unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 6, 2025, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Amended and Restated Public Records Request Policy: The Board reviewed an Amended and Restated Public Records Request Policy. It was noted that there has been an increase in the cost of public record distribution and requests for accessible documents.

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Following discussion, upon motion duly made by Director Siml, seconded by Director Harlan Baldwin and, upon vote, unanimously carried, the Board approved Amended and Restated Public Records Request Policy.

Resolution Adopting a Procurement Policy: The Board entered into discussion regarding a Resolution Adopting a Procurement Policy. It was noted Director Siml will work with Attorney Hartung to draft a Procurement Policy for the District.

Executive Session: Pursuant to Section 24-6-402(4) of the Colorado Revised Statutes C.R.S., upon motion duly made by Director Harlan Baldwin, seconded by Director Moczo and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 12:43 p.m. for the purpose of receiving legal advice relating to remediation of erosion as authorized by Section 24-6-402(4)(b), C.R.S.

Pursuant to Section 24-6-402(2)(d.5) (II)(B), C.R.S., no record will be kept of the remaining portion of this executive session that, in the opinion of the Board's Attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

The Board reconvened in regular session at 12:57 p.m.

Proposal from Brightview Landscape Services, Inc. for the Remediation of Erosion: The Board deferred discussion at this time.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned at 1:03 p.m. There are no more regular meetings scheduled for 2024.

Respectfully submitted,

Signed by:
By: Pedro L. Moczo
Secretary for the Meeting

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ATTORNEY STATEMENT REGARDING PRIVILEGED ATTORNEY-CLIENT COMMUNICATION

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing Conservatory Metropolitan District, I attended the executive session meeting Conservatory Metropolitan District convened at 12:43 p.m. on November 7, 2024 for the sole purpose of receiving legal advice relating to remediation of erosion pursuant to Section 24-6-402(4)(b) and (e), Colorado Revised Statutes I further attest it is my opinion that all of the executive session discussion constituted a privileged attorney-client communication as provided by Section 24-6-402(4)(b), C.R.S. and, based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to Section 24-6-402(2)(b), C.R.S. or Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Signed by:

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Heather L. Hartung,