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## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CONSERVATORY METROPOLITAN DISTRICT HELD JANUARY 25, 2021

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.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Public Health and Environment (CDPHE), and the threat posed by the COVID-19 coronavirus, the meeting was held via teleconference.

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#### **ATTENDANCE**

#### **Directors In Attendance Were:**

Birgit Baldwin  
Joy DeMots  
Pedro L. Moczo, Jr.  
Robert C. Giles  
David E. Altman

#### **Also In Attendance Were:**

AJ Beckman; Public Alliance, LLC  
Jennifer Tanaka, Esq.; White Bear Ankele Tanaka & Waldron, P.C.  
Georgia Harland; Simmons and Wheeler, P.C.  
Laverne Palmer, member of the public  
Tim Siml, member of the public  
Robin Levy, member of the public

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#### **DISCLOSURES OF POTENTIAL CONFLICTS OF INTEREST**

**Disclosures of Potential Conflicts of Interest:** Attorney Tanaka advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. The Board reviewed the Agenda for the meeting, following which Directors Baldwin, Moczo, DeMots, Giles and Altman, 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 Moczo led the Board in reciting the Pledge of Allegiance.

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**ADMINISTRATIVE MATTERS**

**Agenda:** Mr. Beckman reviewed the proposed Agenda with the Board for the District's Special Meeting.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Giles and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Minutes:** The Board reviewed the minutes of the October 19, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Moczo, seconded by Director Altman and, upon vote, unanimously carried, the minutes were approved, as amended.

**Consent Agenda:** The Board considered the following actions:

- Ratify Sixteenth Addendum to Independent Contractor Agreement with BrightView Landscape Services, Inc. ("BrightView") for Deep Root Watering all new Upright Junipers at all Monuments/Statue in the amount of \$600.00.
- Ratify First Addendum to Independent Contractor Agreement with SavATree, LLC. for Holiday Lighting Services in the amount of \$5,928.
- Ratify First Addendum to Independent Contractor Agreement with Roberts Treescaping, LLC, for Pond Maintenance Services in the amount of \$2,840.
- Ratify Independent Contractor Agreement with MR/Westco Inc. for Kiosk Repair Services in the amount of \$11,200.00.
- Ratify Independent Contractor Agreement Madeline Wiener for Public Art Repairs in the amount of \$1,500.00
- Adoption of Resolution No. 2020-10-01: Annual Administrative Resolution.

Following discussion, upon motion duly made by Director Giles, seconded

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by Director DeMots and, upon vote, unanimously carried, approved, ratified and/or accepted the items on the Consent Agenda.

### COMMUNITY COMMENTS

**HOA Reports and Updates:** No HOA reports or updates were presented. Mr. Siml noted that the holiday lights looked very nice this year.

**Public Comment:** There was no public comment.

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### FINANCIAL MATTERS

**Claims:** Ms. Harland reviewed with the Board the check register for the period ending January 20, 2021, including check numbers 4024 through 4513, totaling \$136,890.87.

The process was discussed for bill.com in which payables will be processed online. The payables approved at this meeting had the first round of bill.com invoices included and the process will continue to become more efficient. Ms. Harland explained that Directors may receive payment of fees via direct deposit through Bill.com, she also outlined the process for which vendors can receive electronic payment.

Following discussion, upon motion duly made by Director DeMots, seconded by Director Moczo and, upon vote, unanimously carried, the Board approved check numbers 4024 through 4513, totaling \$136,890.87.

**Financial Statements:** Ms. Harland reviewed the unaudited financials for the period ending December 31, 2020. It was discussed that \$75,000 revenue was realized in the Capital Projects Fund as a result of Tract V being accepted from the developer. The funds are to offset the cost of the District performing the work to restore improvements to acceptable condition.

Following discussion, upon motion duly made by Director DeMots, seconded by Director Moczo and, upon vote, unanimously carried, the Board accepted the unaudited financial statements ending December 31, 2020.

**Cash Position:** Ms. Harland reviewed the cash position from the period ending January 25, 2021.

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### OPERATIONS MATTERS

**Manager's Report:** Mr. Beckman reviewed the District Manager's Report with the Board. NO action was needed.

**MOU With HOA:** Mr. Beckman reviewed the draft document with the Board. He explained that the version included in the meeting packet includes comments from the HOA. Mr. Beckman explained that he

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received comments from members of the Board prior to the meeting and summarized them verbally. Director Baldwin then asked each Board member for their input:

Director Giles: Recommended that the Board revise the document to include the originally proposed terms by the District and add any acceptable terms proposed by the HOA as an addendum.

Director Mozco: Agreed with Director Giles's comments.

Director DeMots: Agreed with the prior comments and explained that she hopes to address the HOA in a positive manner to foster cooperation going forward.

Director Altman: Noted that the HOA's comments in regard to the mail kiosk and dog station on Tract P were intended to assure that the HOA received notice of any proposed changes, not require permission by the HOA for any changes to the items. He then suggested that the reference to COVID-19 should be made broader to include any health emergency.

Director Baldwin: Explained that she has proposed a meeting with the HOA on February 18<sup>th</sup> in an effort to resolve prior mistrust issues and encourage cooperation. She then explained that she would like the HOA to present their proposed modifications as an addendum to the original document. She then explained that she would like to keep 12 meetings on the schedule for Board Meetings or other District business and noted that she does not think that the comments regarding the mail kiosk and dog station on Tract P should be included in the final version. She further noted that she has no opinion on the COVID-19 language included by the HOA.

Ms. Palmer commented that she believes a meeting with the HOA and District Presidents and Managers is a good idea and noted that the District and HOA had an amicable and cooperative relationship in the past which she hopes can be restored.

Ms. Levy commented that she has felt the tension between the HOA and the District in the past and is pleased with the conversation she is hearing. She explained that the District meeting feels very warm and welcoming and she appreciates the positive attitude of all involved.

**Detention Pond Committee Report:** Director DeMots reported that Roberts Treescape Services (RTS) performed the pond inspections per the contractual requirements. She explained that RTS also cleaned the trickle channel in pond 6, via a contract addendum, as this not part of the original

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scope of work. The inspections noted significant erosion in pond 4 which will be further evaluated when she walks the area with Director Baldwin in the near future. Director Baldwin thanked Director DeMots for her diligence in monitoring the ponds.

**Engineer's Report:** The Board reviewed the January 15, 2021 Memo from RG and Associates (attached hereto had incorporated herein by this reference). Discussion took place regarding the timing of the work on ponds 6 and 7 as the weather will be a significant factor as the work must take place under dry conditions.

**Mail Kiosk Maintenance:** Mr. Beckman reported that MR Westco completed the work on the kiosks. Inspections were performed by Public Alliance and Directors Moczo and Giles. The punch list items noted in the Manager's report have been addressed by MR Westco. MR Westco will provide an additional bid for re-anchoring the kiosks to the concrete pads. The work was deemed acceptable by all parties. Mr. Beckman discussed the fact that there is still a small amount of sway which can be felt when attempting to rock the structures back and forth, however he and Directors Moczo and Giles have found this minimal amount of movement to be acceptable and unavoidable.

**Pest Control Update:** Director Moczo reported that he met with Orkin last week. Orkin reported to him that the areas of concern were treated and the work was complete. There is question as to the completeness of this treatment as subsequent complaints were received about continued activity in Tract J. Director Moczo will follow up with homeowners as well as Orkin to ensure the proper completion of the work.

**Update Regarding Wall Repairs:** Director Moczo reported that Masterful Masonry has begun inspections but have been delayed by the pandemic. Mr. Beckman will contact Masterful Masonry to request inspection of high-profile areas with quotes for repair provided asap.

**Public Art Repairs:** Director Baldwin reported that the book stack sculpture was damaged by an auto accident. Repairs were made, by the artist Ms. Wiener, within a day of the damage.

**Playground Safety Report:** Director Giles commented on the report. He explained that in order to comply with the recommendations the District should cut the concrete slab back by six inches and add sufficient wood fiber mulch to obtain the recommended six-inch depth. Discussion ensued regarding the replacement of the mulch with a rubber surface similar to that installed by the HOA. It was noted that the surface installed by the HOA is

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very expensive; however, it may reduce future maintenance costs. Mr. Beckman will work with the Landscaping Committee to obtain bids for the cement work, wood mulch, and the rubberized surface.

### LANDSCAPING MATTERS

**Landscape Expenditure Budget Tracking Matrix:** Mr. Beckman reviewed the matrix with the Board. Director Baldwin discussed the various landscaping projects for 2021, including renovations of the entry monument

**BrightView Report:** The Board reviewed the report. Director Giles noted that he will obtain pricing to increase the scope of winter watering near the monuments. The use of ice melt was discussed. Director Baldwin noted that ice melt was recently used on the natural surface path of Tract V and will be necessary in the future as the area is prone to become icy. The Board directed Mr. Beckman to get signage and a proposal for installation indicating the area may be slippery when ice is present.

**Landscaping Committee Report:** No committee report at this time.

**Holiday Lighting:** Discussion took place about the reconfiguration of photo cells and power at the entry monuments to better accommodate the holiday lighting. Director Baldwin explained that Director Altman will be taking over holiday lighting for 2021. Director Baldwin also reported that in 2020 the extension cords were stolen shortly after the lights were installed for the season causing outages. Director Baldwin requested that the Directors in charge of Holiday Lighting be sensitive to inclusivity when determining the colors of the lights.

Discussion ensued regarding project-oriented committees for 2021. Following discussion, the Board took the following actions:

- Upon motion duly made by Director DeMots, seconded by Director Moczo and, upon vote, unanimously carried, 2021 holiday lighting will be the responsibility of Director Altman.
- Upon motion duly made by Director DeMots, seconded by Director Altman and, upon vote, unanimously carried, 2021 tree installations will be the responsibility of Directors Giles and Moczo.
- Upon motion duly made by Director Giles, seconded by Director Moczo and, upon vote, unanimously carried, 2021 monument landscaping improvements will be the responsibility of Directors DeMots and Baldwin.

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**BOARD MEMBER  
INPUT**

**Director Baldwin:** Nothing to report at this time.

**Director DeMots:** Noted she wishes for a happy and healthy 2021.

**Director Moczo:** Thanked Mr. Beckman and Director Giles for their help with the mailbox kiosks.

**Director Giles:** Nothing to report at this time.

**Director Altman:** Nothing to report at this time.

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**OTHER BUSINESS**

**Community Outreach:** The Board discussed items for Community Outreach.

- Pond 6 & 7
  - Repairs to kiosks
  - Repairs to artwork
  - Mill levy reduction – show reduction over time from 72 to 47 mills
  - Winter watering, monument improvements and tree planting
  - Tot lot repairs
  - Flashing speed limit signs – city installed in response to efforts by active community member.
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**LEGAL MATTERS**

**Memo Regarding Legal Rates:** Attorney Tanaka discussed her rate for legal services and noted her regular hourly rate is \$450. Attorney Tanaka noted that for the past several years she has provided services to the District at a reduced hourly fee in the amount of \$350 per hour. Attorney Tanaka requested the Board authorize a rate of \$375 per hour to be more in line with her standard rate. Each Director provided positive support for this updated charge and thanked Attorney Tanaka for her services.

Upon motion duly made by Director DeMots, seconded by Director Giles and, upon vote, unanimously carried, the rate increase was accepted to reflect \$375 per hour for Attorney Tanaka.

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**EXECUTIVE  
SESSION**

The Board determined not to enter into executive session.

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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director DeMots, seconded by Director Giles and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By:  \_\_\_\_\_  
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Secretary for the Meeting