

# GRANBY RANCH METROPOLITAN DISTRICT

## Special Board Meeting Minutes

Meeting Date: Monday November 18, 2024

Meeting Time: 6:02pm to 9:12pm

Meeting Location: Online video conference site as follows: <https://www.gotomeet.me/Wolfersberger>

### I. Roll Call (6:02pm)

A special meeting of the Board of Directors of the Granby Ranch Metropolitan District (District) was called and held as shown above and in accordance with the statutes of the State of Colorado. The following Directors were in attendance:

Directors	Office	Attendance
Matt Girard	President	Present
Stefan Haberer	Treasurer	Present
Natascha Drekonja		Present
Jason Bearden	Secretary	Present
Tom Young		Present

Also, in attendance was District Manager Charles Wolfersberger (Wolfersberger, LLC); general counsel for the District, Alan Pogue (Icenogle, Sever & Pogue, PC); CFF litigation counsel, Bill O'Connell (Wells, Anderson & Race, LLC); LPA litigation counsel, Dean Batchelder (Burg Simpson Eldredge Hersh Jardine, PC); attorneys from law firm Husch Blackwell LLP (David Richardson and Katie Jenner); and the following residents/homeowners: John Gillogley, Mark Hermanson, Tom DeBoalt, Jeff Link and Jim Blazek.

### II. Administrative Matters

- a) Call to order: The meeting was called to order by Director Girard. Director Girard also stated the meeting will be recorded and posted on the District's website.
- b) Declaration of quorum: Director Girard noted five of five directors were present at the commencement of the meeting and quorum is met for this meeting.
- c) Review director qualifications and present disclosures of potential conflicts of interest: All Directors confirmed their qualifications to serve on the Board. The Board reviewed the agenda for the meeting, following which four directors disclosed no conflicts of interest with the business to be discussed and conducted at the meeting.

Director Drekonja stated the following: "On February 28, 2022, GRCO LLC and GR Terra, LLC, filed a lawsuit against myself and Glenn O' Flaherty to enforce an alleged trail easement. The court issued a detailed 17-page order in our favor on summary judgement. Plaintiffs are now pursuing a 44-page appeal and a 33-page reply and have asked for oral arguments on this [matter]. This is separate from the GRMD litigation matters. I do not perceive this as a conflict

and I have no pecuniary interest in these dealings. I am disclosing this out of an abundance of caution and am able to participate in a fair and impartial manner in these discussions today.”

- d) Meeting protocol & logistics of public comment: Director Girard briefly reviewed and discussed the protocol & logistics for public comments during this meeting, which will be considered and allowed for each and every agenda item.
- e) Review and consider August 26, 2024 meeting minutes: The Board reviewed and discussed the August 26, 2024 board meeting minutes. Director Girard motioned to approve the minutes as presented. Director Haberer seconded the motion and the Board voted 5-0 to approve the motion.
- f) Unscheduled public comments: None

### III. Financial and Other Administrative Matters

- a) Review and ratify contractor invoices: The Board reviewed the schedule of contractor invoices submitted for payment since the last meeting – 13 invoices totaling \$48,777.46. Director Girard motioned to approve payment of all invoices. Director Drekonja seconded the motion and the Board voted 5-0 to approve the motion.
- b) Review and consider October 31, 2024 financial reports: The District Manager reviewed and discussed with the Board the District’s October 31, 2024 financial reports.
- c) Review the 2023 Audit Report: The District Manager reviewed with the Board the auditor’s audit opinion on the District’s 2023 financial statements noting the auditors issued a “clean” opinion. The District Manager also reviewed with the Board the auditor’s post-audit report noting the auditors reported no difficulties when conducting the audit and proposed no adjustments to the financial statements. Director Girard motioned to approve the 2023 audited financial statements as presented. Director Drekonja seconded the motion and the Board voted 5-0 in favor of the motion.
- d) Review and consider 2024 audit engagement letter from Rae & Co CPA: The District Manager reviewed with the Board the engagement letter submitted by Rae & Co CPA to audit the District’s 2024 annual financial statements. Director Girard motioned to approve the engagement letter as presented. Director Drekonja seconded the motion, and the Board voted 5-0 to approve the motion.
- e) Status update – November 5<sup>th</sup> ballot issue/election: The Board noted ballot issue 6A was passed by the District’s voters by a margin of 231 to 34. Consequently, the District no longer has any voter-approved borrowing power. The District can only refinance its existing debt if it provides a net tax savings to the taxpayers.
- f) Review and consider 2025 Administrative Resolution: The District Manager presented and the Board reviewed and discussed the 2025 administrative resolution. The Board agreed that officer positions among the directors remain the same. Director Girard motioned to approve the 2025 Administrative Resolution as presented. Director Drekonja seconded the motion and the Board voted 5-0 to approve the motion. Director Girard stated that he will waive payment

of the \$100 per meeting stipend allowed per Colorado statutes for the 2025 year similar to all previous years he has been on board

- g) Review and consider 2025 Election Resolution: The District Manager presented and the Board reviewed and discussed the 2025 election resolution. Four directorships will be up for election as the terms for Director Girard, Director Drekonja, Director Young and Director Bearden will expire in May 2025. Director Girard motioned to approve the 2025 Election Resolution as presented. Director Haberer seconded the motion and the Board voted 5-0 to approve the motion.
- h) Review and consider CORA policy: The District's General Counsel presented, and the Board reviewed and discussed the proposed amendments to the District's CORA policy. Director Girard motioned to approve the proposed amendments to the District's CORA policy as presented. Director Drekonja seconded the motion, and the Board voted 4-1 to approve the motion (Director Girard was opposed).

**Action Item #1**: The District Manager will post the 2025 administrative resolution, the 2025 election resolution, and the amended CORA policy on the District's website once signed.

- i) 2025 budget – public hearing: Director Girard opened the public hearing regarding the 2025 budget public at 7:44pm. The District Manager reviewed the proposed 2025 budget. Highlights from the review included the following:
- Total property valuation within the operating district boundaries increased 6.3% from \$33.3 million for 2023 to \$35.4 million for 2024
  - Total property valuation within the bond district boundaries increased 6.0% from \$37.2 million for 2023 to \$39.4 million for 2024.
  - The District Manager presented and reviewed with the Board an analysis of five different mill levy options for 2025. A complete budget was drafted and presented for one of the options – 5 mills for the General Fund and 30 mills for the Debt Fund.
  - General Fund: Ignoring County Treasurer collection fees – which would change depending on which mill levy option was selected by the Board – total general and administrative expenditures for 2025 was budgeted at \$102,400 and \$25,000 is budgeted for litigation expenses.
  - Debt Fund: Ignoring County Treasurer collection fees – which would change depending on which mill levy option was selected by the Board – total principal, interest and other expenses budgeted in the debt fund for 2025 is \$819,100. Budgeted expenditures assumes the District does not pre-pay any principal on the bonds in 2025.
  - The annual contribution from the Sol Vista Metro District is projected to be \$85,500 for 2025 – same as received in 2024. The annual contribution from Sol Vista Metro District will expire at the end of 2026.

- The District Manager reported that the District is projected to receive 11 one-time capital facility fees totaling \$68,805 in 2024 from Granby Ranch Conservancy. The 2025 budget assumes the same number of capital facility fees will be received in 2025.
- Specific ownership tax revenue is projected to be 4.5% of gross property tax revenue in 2024.

The Board reviewed and discussed the various mill levy option scenarios. Director Girard closed the 2025 Budget public hearing at 8:12pm.

- j) Consider resolution to adopt 2025 budget, appropriate funds, set mill levies: Director Girard motioned to approve setting the mill levy at 2 mills for the General Fund and 12 mills for the Debt Fund, approve expenditures as presented in the adjusted 2025 budget and direct the District Manager to adjust the mill levies to offset any reductions in property tax revenue that would be caused by any future adjustments by the County to total calculated taxable value of property within the District. Director Drekonja seconded the motion and the Board voted 5-0 to approve the motion.

**Action Item #2:** District Manager will file the 2025 budget with the State of Colorado and the mill levy certification with the County Treasurer.

#### **IV. Legal Matters**

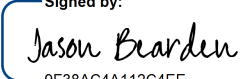
- a) LPA litigation update: Mr. Batchelder provided a brief update regarding the current status of the LPA litigation.
- b) Executive session regarding LPA litigation: The Board noted there was no need to hold executive session regarding the LPA litigation.
- c) Capital facility fee (CFF) litigation update: Mr. O'Connell provided a brief update regarding the current status of the CFF litigation.
- d) Executive Session – Capital Facility Fee Litigation: At 8:48pm, Director Girard motioned to convene the meeting to executive session per C.R.S. 24-6-402(4)(b) to confer with legal counsel regarding the status of associated ongoing litigation initiated by GRCO, LLC against the District on May 26, 2023 regarding the District's capital facility fees. Director Drekonja seconded the motion and the Board voted 5-0 to approve the motion.

In addition to all directors, the following individuals also attended the executive session: Mr. Wolfersberger, Mr. Pogue and Mr. O'Connell.

At 9:11pm, Director Girard motioned to close the executive session. Director Bearden seconded the motion and the Board voted 4-0 to approve the motion. No actions were taken by the Board in executive session.

**V. Adjournment (9:12pm)**

There being no further business to come before the Board, and upon motion duly made by Director Girard, seconded by Director Drekonja and unanimously carried, the meeting was adjourned. The next board meeting is scheduled for Monday February 13, 2025, at 6:00pm online at: <https://www.gotomeet.me/Wolfersberger>

Signed by:	
	2/17/2025
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_____ Secretary	_____ Date