



**COLFAX BUSINESS IMPROVEMENT DISTRICT
AND UPPER COLFAX COMMUNITY FOUNDATION**
January 10, 2023 Regular Board Meeting Minutes
9:00 a.m.

Directors Present: Andy Baldyga, Leonard Austin, Kathy Bettis, Christopher Bishop, Jenny Neuhaufen (via zoom), David Bentley, Alex Barakos

Others Present:

Frank Locantore, Michelle Valeri, and Mitch Freund; Colfax Ave BID
Nic Carlson; CliftonLarsonAllen LLP (“CLA”)

1. CALL TO ORDER; DECLARATION OF QUORUM

Director Baldyga called the meeting to order at 9:13 a.m. and a quorum was confirmed.

2. APPROVAL OF AGENDA

Upon a motion duly made by Director Austin, seconded by Director Barakos and, upon vote, unanimously carried, the Board approved the agenda as amended with the addition of the Dazzio & Associates, PC 2022 Audit engagement letter for consideration of approval.

3. PUBLIC COMMENT

There were no public comments.

4. CONSENT AGENDA

The items listed below were acted on with a single motion and vote by the Board. The Board received the information on these matters prior to the meeting. It was explained any item may be removed from the consent agenda at any time to the regular agenda, if desired, by any Board member. Items on the consent agenda were then voted on by a single motion, seconded, and voted by the Board.

- a. December 13, 2022 Regular Board Meeting Minutes
- b. December 2022 Debit Card Totaling \$8,595.49
- c. December 2022 Claims Totaling \$224,169.85 and EFT Payments to CenturyLink and Xcel
- d. Employee Handbook
- e. Professional Development: The Logos Group Agreement

Following discussion, upon a motion duly made by Director Bishop, seconded by Director Baldyga and, upon vote, unanimously carried, the Board approved the Consent Agenda as presented.



5. FINANCIAL ITEMS

a. November 30, 2022 Financial Statements and Cash Position Report

Following review, upon a motion duly made by Director Austin, seconded by Director Bishop and, upon vote, unanimously carried, the Board accepted the November 30, 2022 Financial Statements and Cash Position Report.

6. ACTION ITEMS

a. Officer Elections

Upon a motion duly made by Director Baldyga, seconded by Director Bettis and, upon vote, unanimously carried, the Board elected the following slate of officers as follows to begin their role effective February 14, 2023:

Chair – Leonard Austin
Vice Chair – Andy Baldyga
Treasurer – Christopher Bishop
Secretary – Jennifer Neuhalphen

Upon a motion duly made by Director Bishop, seconded by Director Bettis and, upon vote, unanimously carried, the Board authorized the Chair, Vice Chair and Treasurer as approved signers of the First Bank, Colotrust and UMB Bank accounts with accompanying letter on CBID letterhead signed by the Secretary confirming the new signers for all bank accounts.

b. Matching Safety Grants

Mr. Locantore provided the Board summary updates.

c. Records Retention

Upon a motion duly made by Director Barakos, seconded by Director Bettis and, upon vote, with Director Austin opposed, the Board approved to pay 75% of a NTE (Not to Exceed) overage for the Records Retention Agreement. The Board requested that CLA notify the Board in the future if overage is expected on a NTE agreement.

d. Consider approval of Schilling & Co., Inc. engagement letter for 2023 accounting services

Following review, upon a motion duly made by Director Bettis, seconded by Director Bentley and, upon vote, unanimously carried, the Board approved the Schilling & Co., Inc. engagement letter for 2023 accounting services as presented.

e. Consider approval of Dazzio & Associates PC engagement letter for 2022 Audit



services

Following review, upon a motion duly made by Director Bettis, seconded by Director Bishop and, upon vote, unanimously carried, the Board approved the Dazzio & Associates PC engagement letter for 2022 audit services as presented.

7. COMMITTEE UPDATES

- a. Safety
Not discussed.
- b. Organizational
Not discussed.
- c. Communications
Ms. Valeri reviewed the report with the Board.
- d. Maintenance
Mr. Freund provided an update to the Board noting that no branches had fallen on Colfax during a recent storm. He attributes this to the recent pruning activity.
- e. Streetscape
Not discussed.
- f. Other/Ad hoc
Not discussed.

8. OTHER

- a. February Board meeting

A quorum was confirmed for the February 14, 2023 Board meeting.

- b. Executive Session, if necessary, pursuant to Section 24-6-402(4)(f), C.R.S. for the purpose of discussion relative to personnel matters

Upon a motion duly made by Director Baldyga, seconded by Director Bishop and, upon vote, unanimously carried, the Board entered into Executive Session at 10:58 a.m.

Upon a motion duly made by Director Bettis, seconded by Director Austin and, upon vote, unanimously carried, the Board adjourned out of Executive Session at 11:59 a.m.

Upon a motion duly made by Director Bishop, seconded by Director Barakos and, upon vote, unanimously carried, the Board approved a title change for Mitch Freund as Operations Director.

Upon a motion duly made by Director Austin, seconded by Director Bentley and, upon vote, unanimously carried, the Board approved the increase of staff compensation and stipend by 5%.



9. ADJOURN

There being no further business to come before the Board, upon a motion duly made by Director Bettis, seconded by Director Bishop and, upon vote, unanimously carried, the Board adjourned the meeting at 12:00 p.m.

DocuSigned by: Respectfully Submitted,

Jennifer Muhalfen

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Secretary of the Meeting