

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 2 HELD JUNE 2, 2022

A Special Meeting of the Board of Directors (referred to hereafter as “Board”) of the Southlands Metropolitan District No. 2 (referred to hereafter as “District”) was convened on Thursday, the 2<sup>nd</sup> day of June, 2022, at 11:00 a.m., via Zoom Meeting. The meeting was open to the public.

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#### ATTENDANCE

#### Directors In Attendance Were:

Kathy Barela  
Paulette Martin  
Meredith Fish

#### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Clint C. Waldron, Esq. and Erin Stutz, Esq.; White Bear Ankele Tanaka & Waldron P.C.

Thuy Dam; CliftonLarsonAllen, LLP

Lesanne Dominguez; Architerra Group (for a portion of the meeting)

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#### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosure of Potential Conflicts of Interest:** Ms. Finn noted that a quorum was present. Attorney Waldron 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, and those disclosures were acknowledged by the Board. Attorney Waldron inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

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#### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Finn distributed for the Board’s review and approval a proposed Agenda for the District’s Special Meeting.

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Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board approved the Agenda, as amended.

**Meeting Location/Manner and Posting of Meeting Notice:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The District Board meeting was held via Zoom.

Ms. Finn reported that notice was duly posted and that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by electors within the District boundaries have been received.

**Minutes:** The Board reviewed the Minutes of the March 24, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Martin, seconded by Director Fish and, upon vote, unanimously carried, the Minutes of the March 24, 2022 Special Meeting, were approved as presented.

**May 3, 2022 Election:** Attorney Waldron advised the Board that the May 3, 2022 election was cancelled, as allowed under Colorado law, by the Designated Election Official because there were no more candidates than positions available on the Board of Directors. It was noted that Directors Martin and Fish were each deemed elected to 3-year terms ending in May, 2025.

**Appointment of Officers:** The Board entered into discussion regarding appointment of officers.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the following slate of officers were appointed:

President	Kathy Barela
Treasurer	Paulette Martin
Secretary	Ann Finn
Assistant Secretary	Meredith Fish

**2022 SDA Conference:** Ms. Finn discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

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**PUBLIC COMMENTS** There were no public comments at this time.

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### FINANCIAL MATTERS

**Claims:** The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period Ending March 31, 2022	Period Ending April 30, 2022	Period Ending May 31, 2022
General	\$ 10,478.77	\$ 20,225.82	\$ 42,426.12
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims</b>	<b>\$ 10,478.77</b>	<b>\$ 20,225.82</b>	<b>\$ 42,426.12</b>

Following discussion, upon motion duly made by Director Martin, seconded by Director Fish and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

**Unaudited Financial Statements and Schedule of Cash Position:** Ms. Dam reviewed with the Board the unaudited financial statements for the period ending April 30, 2022 and the schedule of cash position, dated April 30, 2022, updated as of May 20, 2022.

Following review and discussion, upon motion duly made by Director Barela, seconded by Director Martin and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending April 30, 2022 and the schedule of cash position, dated April 30, 2022 updated as of May 20, 2022.

**2021 Audit:** Ms. Dam reviewed the draft 2021 Audit with the Board.

Following review and discussion, upon motion duly made by Director Fish, seconded by Director Martin, and upon vote, unanimously carried, the Board approved the 2021 Audited Financial Statements and authorized execution of the Representations Letter, subject to final legal review and receipt of an unmodified opinion letter from the Auditor.

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### LEGAL MATTERS

**Consent Regarding Transaction Based Conflict of Interest with Respect to the Issuance of Bonds by the South Aurora Regional Improvement Authority (“SARIA”):** The Board reviewed a Consent Regarding Transaction Based Conflict of Interest with Respect to the Issuance of Bonds by the SARIA.

Following review and discussion, upon motion duly made by Director Martin, seconded by Director Barela, and upon vote, unanimously carried, the Board ratified approval of the Consent Regarding Transaction Based Conflict of Interest with Respect to the Issuance of Bonds by the SARIA.

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**Special Disclosure of Costs for Legal Services in Connection with Issuance of the Taxable Special Revenue Bonds, Series 2022A, Capital Appreciation Special Revenue Bonds, Series 2022B and Subordinate Special Revenue Bonds, Series 2022C by the SARIA:** The Board reviewed a Special Disclosure of Costs for Legal Services in Connection with Issuance of the Taxable Special Revenue Bonds, Series 2022A, Capital Appreciation Special Revenue Bonds, Series 2022B and Subordinate Special Revenue Bonds, Series 2022C by the SARIA. Attorney Waldron noted that SARIA is considering issuing additional bonds as they relate to Master Plan No. 3, once approved by all interested parties.

Following review and discussion, upon motion duly made by Director Martin, seconded by Director Barela, and upon vote, unanimously carried, the Board ratified approval of the Special Disclosure of Costs for Legal Services in Connection with Issuance of the Taxable Special Revenue Bonds, Series 2022A, Capital Appreciation Special Revenue Bonds, Series 2022B and Subordinate Special Revenue Bonds, Series 2022C by the SARIA, for the amount of \$15,000.

**City of Aurora's Murphy Creek Trail Project ("Project"):** Attorney Waldron noted that the grant application for the Murphy Creek Trail Project has been submitted and the City of Aurora is requesting local governments and residents submit letters of support for the Project. Ms. Finn noted she submitted a Letter of Support on behalf of the District.

**Website Requirements:** Attorney Waldron discussed with the Board new legislative requirements concerning websites and noted his firm will be distributing a memorandum concerning the new legislation.

**Stormwater Maintenance Agreement with the City of Aurora:** Attorney Waldron discussed with the Board the City of Aurora's requirements concerning maintenance of detention ponds. He noted an Inspection Maintenance Plan will need to be prepared and reports will need to be submitted to the City of Aurora by May 31<sup>st</sup> each year.

Following review and discussion, upon motion duly made by Director Barela, seconded by Director Martin, and upon vote, unanimously carried, the Board determined to comply with the Aurora's requirements and submit Annual Inspections Reports.

**Other Legal Matters:** There were no other legal matters.

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### **CAPITAL IMPROVEMENTS**

#### **2021 Landscape Improvement Project:**

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Shelters: Ms. Dominguez reported the shade shelters have been ordered and she will work with manufacturer on the installation.

**Monument Project**: Ms. Dominguez reported to the Board that the preliminary construction documents have been drafted and the amended site plan has been submitted to the City of Aurora. She also noted Ad Light Group is finalizing the final design. Following discussion, the Board authorized Ms. Dominguez to work with the Ad Light Group on the installation of the monument.

**Landscaping Project**: Ms. Dominguez noted she will be scheduling the final warranty walk through with the contractor on plant material.

### **OPERATIONS AND MAINTENANCE MATTERS**

**Landscape Maintenance Report (Keesen Landscape Management Inc.)**: Ms. Finn reported Keesen is doing a better job cleaning up the dog stations but the turf is in poor condition. She noted Keesen has been notified and are making irrigation repairs. She further noted that Full Spectrum has been notified regarding needed site lighting repair work at the monument located at Orchard Road and E. Applewood Drive and graffiti removal is scheduled for the week of June 6, 2022.

**Proposals for Roadway Repair Work and Access Road Work on the North Side of the Detention Pond**: Ms. Finn noted there may be issues with repairing the access road to the detention pond. She noted the contractors have concerns regarding compacting the access road. Following discussion, the Board deferred making any repairs to the access road at this time.

Ms. Finn review a proposal for roadway repair work on East Applewood Drive. Following review and discussion, upon motion duly made by Director Barela, seconded by Director Martin, and upon vote, unanimously carried, the Board approved the proposal from Front Range Asphalt for roadway repair work on East Applewood Drive, for an amount of \$14,855.

**Independent Contractor Agreement between the District and Diversified Underground Inc. for Utility Locate Services**: The Board reviewed an Independent Contractor Agreement between the District and Diversified Underground Inc. for utility locate services.

Following review and discussion, upon motion duly made by Director Barela, seconded by Director Fish, and upon vote, unanimously carried, the Board approved the Independent Contractor Agreement between the District and Diversified Underground Inc. for utility locate services.

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**Independent Contractor Agreement from Stormwater Asset Protection for Stormwater Maintenance Services:** The Board reviewed an Independent Contractor Agreement from Stormwater Asset Protection for stormwater maintenance services.

Following review and discussion, upon motion duly made by Director Barela, seconded by Director Martin, and upon vote, unanimously carried, the Board approved the Independent Contractor Agreement from Stormwater Asset Protection for stormwater maintenance services.

**Playground:**

*Routine Playground Maintenance Report:* The Board reviewed the routine playground maintenance report performed March 30, 2022 from Playground Safety Solutions, LLC. No action was needed by the Board.

*Proposal from Rocky Mountain Playground Services (“RMPS”) for Playground Low Frequency Inspections:* The Board discussed playground inspection services from RMPS. Following discussion, the Board determined to terminate services.

*Playground Low Frequency Inspections from RMPS:* The Board reviewed the playground low frequency inspections from RMPS. No action was needed by the Board.

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**OTHER BUSINESS**

There was no other business.

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**ADJOURNMENT**

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

Respectfully submitted,

By: *Ann Finn*  
Secretary for the Meeting