

# 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 NOVEMBER 10, 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 10th day of November, 2022, at 1:00 p.m., via Zoom Meeting. The meeting was open to the public.

### 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.; White Bear Ankele Tanaka & Waldron P.C.

Thuy Dam and Katherine Suhanyi; CliftonLarsonAllen, LLP

### 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.

### ADMINISTRATIVE MATTERS

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

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

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**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 August 11, 2022 Special Meeting.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Minutes of the August 11, 2022 Special Meeting were approved as presented.

**2023 Regular Meeting Dates:** The Board entered into discussion regarding the business to be conducted in 2023 and location of meetings.

Following discussion, the Board determined to meet on March 9, 2023, June 8, 2023 and November 9, 2023, at 1:00 p.m. via Zoom Meeting.

**Insurance Property and Liability Schedule and Limits:** Attorney Waldron reviewed with the Board the Insurance Property and Liability Schedule and Limits.

Following discussion, upon motion duly made by Director Fish, seconded by Director Barela and, upon vote, unanimously carried, the Board authorized the renewal of the Insurance Property and Liability Schedule and Limits.

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

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**CONSENT AGENDA** The Board considered the following actions:

- Ratify approval of Independent Contractor Agreement between the District and Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for detention pond maintenance services.
- Ratify approval of the Independent Contractor Agreement between the District and Diversified Underground, Inc. to prepare as-built maps for locate services, for an amount not to exceed \$3,000.
- Ratify approval of proposal from Rocky Mountain Tree Care, Inc. for tree wrapping, in the amount of \$2,250.
- Approve §32-1-809, C.R.S., Transparency Notice.

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- Adoption of Resolution Designating Meeting Notices Posting Location.

Following discussion, upon motion duly made by Director Martin, seconded by Director Barela and, upon vote, unanimously carried, the Board approved and ratified approval of the Consent Agenda items.

### FINANCIAL MATTERS

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

Fund	Period Ending August 31, 2022	Period Ending Sept. 30, 2022	Period Ending October 31, 2022
General	\$ 28,048.02	\$ 41,011.48	\$ 22,122.17
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims</b>	<b>\$ 28,048.02</b>	<b>\$ 41,011.48</b>	<b>\$ 22,122.17</b>

Following discussion, upon motion duly made by Director Barela, seconded by Director Martin 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. Suhanyi reviewed with the Board the unaudited financial statements for the period ending September 30, 2022 and Cash Position Schedule, dated September 30, 2022 updated October 27, 2022.

Following review and discussion, upon motion duly made by Director Fish, seconded by Director Barela and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2022 and accepted the Cash Position Schedule, dated September 30, 2022 updated October 27, 2022.

**2022 Audit:** The Board reviewed the proposal from Wipfli LLP to perform the 2022 Audit.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board approved the Engagement Letter with Wipfli LLP to perform the 2022 Audit, for a not to exceed amount of \$4,700.

**2022 Budget Amendment Hearing:** The President opened the public hearing to consider a Resolution to Amend the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 Budget and the date, time and place of

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the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

Following discussion, the Board determined that a 2022 Budget Amendment was not needed.

**2023 Budget Hearing:** The President opened the Public Hearing to consider the proposed 2023 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 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 public comments were received and the Public Hearing was closed.

Ms. Dam reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2022-11-01; Resolution to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-11-02 Resolution to Set Mill Levies (for the General Fund at 38.000 mills, Debt Service Fund at 40.000 mills and Other Fund(s) at 1.294 mills, for a total mill levy of 79.294 mills). Upon motion duly made by Director Martin, seconded by Director Barela and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and the Board authorized the execution of the Certification of Budget and Certification of Mill Levies by Director Barela, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. The District Accountant was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Arapahoe County and the Division of Local Government not later than December 15, 2022. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023.

**CliftonLarsonAllen LLP 2023 Statements of Work:** The Board reviewed CliftonLarsonAllen LLP 2023 Statements of Work.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board approved CliftonLarsonAllen LLP 2023 Statements of Work.

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### LEGAL MATTERS

**City of Aurora’s Murphy Creek Trail Project (“Project”)**: There were no updates at this time.

**Election Resolution**: The Board discussed Resolution No. 2022-11-03; Resolution Calling a Regular Election for Directors on May 2, 2023, 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 Fish, seconded by Director Barela and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-03; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

**2023 Annual Administrative Resolution**: Attorney Waldron reviewed with the Board the 2023 Annual Administrative Resolution.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-04; 2023 Annual Administrative Resolution.

**District Website and Board Member Contact Emails**: The Board entered into discussion regarding the District’s website and Board Member contact emails.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board authorized TownCloud to create the District’s website and create an email account for the Board.

**South Aurora Regional Improvement Authority (“SARIA”)**: Attorney Waldron and Director Barela provided an update regarding new projects under consideration, options regarding refinancing current debt and issuing new debt by SARIA. Attorney Waldron noted it is unlikely that SARIA will be moving forward with issuing additional debt this year. He further noted SARIA has been requested to revisit the mill levy stair step requirement in the model Service Plan.

### CAPITAL IMPROVEMENTS

**2021 Landscape Renovation Improvement Project**:

**Shade Shelters**: Ms. Finn reported the shade shelters are installed and the shade sails have been removed and are stored for the winter.

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Warranty Walk for Plant Material: Ms. Finn reported Lesanne Dominguez with Architerra Group completed the warranty walk with LandTech Contractors, Inc. It was noted the plant material has been 100% replaced per the warranty requirement. Following discussion, the Board authorized the release of the retainage.

Monument Project: Ms. Finn reported Ms. Dominguez is working with an electrical engineer on an electrical plan for the new monument.

### OPERATIONS AND MAINTENANCE MATTERS

Landscape Maintenance Report (Keesen Landscape Management Inc.): Ms. Finn reported:

Graffiti Removal: Ms. Finn noted she received a code violation from the City of Aurora for graffiti on the retaining wall located near the detention pond and it is scheduled to be removed next week.

Street Repair Work: Ms. Finn noted there is a price increase from the contractor and she is waiting on revised proposal for the street repair work.

Fence Repair Work: Ms. Finn noted she will obtain estimates for the fence repair work.

### Operation and Maintenance Services for 2023:

Proposal from Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for 2022/2023 Snow Removal Services: The Board reviewed a proposal from Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for 2022/2023 snow removal services.

Following review and discussion, upon motion duly made by Director Fish, seconded by Director Martin, and upon vote, unanimously carried, the Board approved the proposal from Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for 2022/2023 snow removal services.

Independent Contractor Agreement between the District and Keesen Landscape Management, Inc. for 2023 Landscape Maintenance Services: The Board reviewed an Independent Contractor Agreement between the District and Keesen Landscape Management, Inc. for 2023 landscape maintenance services.

Following review and discussion, upon motion duly made by Director Fish, seconded by Director Martin, and upon vote, unanimously carried, the Board approved the Independent Contractor Agreement between the District and Keesen Landscape Management, Inc. for 2023 landscape maintenance services.

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Proposal from Rocky Mountain Tree Care, Inc. for the Removal and Replacement of Trees and Plant Health Care: The Board reviewed a proposal from Rocky Mountain Tree Care, Inc. for the removal and replacement of trees and plant health care.

Following review and discussion, upon motion duly made by Director Martin, seconded by Director Barela, and upon vote, unanimously carried, the Board approved the proposal from Rocky Mountain Tree Care, Inc. for the removal and replacement of trees and plant health care, in the amount of \$25,175.

First Amendment to Independent Contractor Agreement between the District and Full Spectrum Lighting for 2023 Site Lighting Services: The Board reviewed a First Amendment to Independent Contractor Agreement between the District and Full Spectrum Lighting for 2023 site lighting services.

Following review and discussion, upon motion duly made by Director Martin, seconded by Director Fish, and upon vote, unanimously carried, the Board approved the First Amendment to Independent Contractor Agreement between the District and Full Spectrum Lighting for 2023 site lighting services.

Playground Inspection Report: The Board reviewed the routine playground inspection report. Ms. Finn noted the repairs are being performed and the graffiti is being removed.

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### OTHER BUSINESS

Detention Pond Maintenance: The Board entered into discussion regarding detention pond maintenance. It was noted the beavers will need to be removed from the detention pond so the maintenance can be performed. Following discussion, the Board directed Ms. Finn to obtain proposals for pest control services and authorized Director Barela to approve the proposal.

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### ADJOURNMENT

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

Respectfully submitted,

By:   
Secretary for the Meeting