

## 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 11, 2021

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 11<sup>th</sup> day of November, 2021, at 9:00 a.m. via Zoom. 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.; White Bear Ankele Tanaka & Waldron P.C.

Thuy Dam and Katie Shuhanyi; CliftonLarsonAllen, LLP

Cassidy Bowman; 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. Ms. Finn 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. Ms. Finn 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 Barela, seconded by Director Fish and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

**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, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Barela, seconded by Director Martin and, upon vote, unanimously carried, the Minutes of the August 11, 2021 Special Meeting, were approved as presented.

**§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2022:** The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2022 and directed staff to post the Transparency Notice on the Special District Association's website.

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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 August 31, 2021	Period Ending Sept. 30, 2021	Period Ending October 31, 2021
General	\$ 37,103.92	\$ 92,936.95	\$ 13,144.29
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
<b>Total Claims</b>	<b>\$ 37,103.92</b>	<b>\$ 92,936.95</b>	<b>\$ 13,144.29</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.

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**Unaudited Financial Statements and Schedule of Cash Position:** Ms. Dam discussed with the Board the unaudited financial statements for the period ending September 30, 2021 and the schedule of cash position, dated September 30, 2021, updated as of October 28, 2021.

Following review and discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2021 and the schedule of cash position, dated September 30, 2021, updated as of October 28, 2021.

**2021 Audit:** The Board reviewed the proposal from Wipfli LLP to perform the 2021 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 2021 Audit, for an amount not to exceed \$4,000.

**2021 Budget Amendment Hearing:** The President opened the public hearing to consider a Resolution to Amend the 2021 Budget.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2021 Budget and the date, time and place of 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 2021 Budget Amendment was not needed.

**2022 Budget Hearing:** The President opened the Public Hearing to consider the proposed 2022 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2022 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 2021 expenditures and the proposed 2022 expenditures.

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Following discussion, the Board considered adoption of Resolution No. 2021-11-01; Resolution to Adopt the 2022 Budget and Appropriate Sums of Money, and Resolution No. 2021-11-012 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 1.112 mills, for a total mill levy of 79.112 mills). Upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2021. Ms. Finn 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, 2021. Ms. Finn was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2022.

**DLG-70 Mill Levy Certification Form:** The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

**2023 Budget Preparation:** The Board discussed the preparation of the 2023 Budget.

Following discussion, upon motion duly made by Director Fish, seconded by Director Martin and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget.

**Master Service Agreement with CliftonLarsonAllen LLP:** The Board reviewed a Master Service Agreement with CliftonLarsonAllen LLP.

Following discussion, upon motion duly made by Director Martin, seconded by Director Fish and, upon vote, unanimously carried, the Board approved the Master Service Agreement with CliftonLarsonAllen LLP, subject to final review by General Counsel.

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### **LEGAL MATTERS**

**2022 Annual Administrative Resolution:** Attorney Waldron reviewed with the Board the 2022 Annual Administrative Resolution.

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Following discussion, upon motion duly made by Director Barela, seconded by Director Fish and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-03; 2022 Annual Administrative Resolution.

2022 Regular Meeting Dates: Following discussion, the Board determined to meet on the second Thursday in March (3/10/2022), June (6/9/2022), August (8/11/2022) and November (11/10/2022), at 9:00 a.m. via Zoom Meeting.

**Resolution Adopting a Procurement Policy:** Attorney Waldron reviewed for the Board a Resolution Adopting a Procurement Policy.

Following discussion, upon motion duly made by Director Barela, seconded by Director Fish and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-04; Resolution Adopting a Procurement Policy.

**TABOR Election:** Attorney Waldron discussed with the Board the District's current debt authorization and conducting a possible TABOR election. Following discussion, the Board determined not to take any action at this time.

**Election Resolution:** The Board discussed Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, 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 Martin and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

**Intergovernmental Agreement with City of Aurora for Trail Design ("Project"):** Attorney Waldron discussed with the Board the City of Aurora's Trail Project. He noted the Project included a ten (10) foot wide concrete path and that the City of Aurora may request a contribution from the District for the design work. Following discussion, the Board agreed to contribute to the design work, with the amount to be determined.

**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 Barela, seconded by Director Martin and, upon vote, unanimously carried, the Board authorized the renewal of the Insurance Property and Liability Schedule and Limits.

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

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### **CAPITAL IMPROVEMENTS**

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

*Landscaping:* Ms. Finn reported to the Board that the Landscaping Improvement Project is 100% complete.

*Final Payment to LandTech Contractors Inc.:* Ms. Finn noted that the Notice of Final Payment to LandTech Contractors Inc. has been published and no claims have been filed with District.

Following review and discussion, upon motion duly made by Director Martin, seconded by Director Barela and, upon vote, unanimously carried, the Board ratified the authorization of final payment to LandTech Contractors Inc.

*Shelters:* Ms. Bowman reported to the Board on the status of the shelters and noted cost estimates are being prepared.

**Monument Project:** Ms. Bowman reported to the Board on the status of the Monument Project and noted cost estimates are being prepared.

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### **OPERATIONS AND MAINTENANCE MATTERS**

#### **Landscape Maintenance Report (Cox Professional Landscape Services, LLC):**

*Detention Pond Maintenance:* Ms. Finn reported to the Board that the detention pond maintenance is complete.

*Playground Repairs:* Ms. Finn reported to the Board that the playground repairs are complete.

*Plant Replacements:* Ms. Finn reported to the Board that the plant replacements are complete.

*Water Drainage Issue from the Waterford Apartments:* Ms. Finn reported to the Board that the irrigation repairs were completed by Waterford Apartments.

**Proposal from CDI Environmental Contractor to Repair the Access Road on the North Side of the Detention Pond:** Ms. Finn presented a proposal from CDI Environmental Contractor to repair the access road located on the north side of the detention pond. Attorney Waldron noted he would need to confirm the District has an access easement for the road. Following discussion, the Board deferred action on the proposal.

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

**Proposal Rocky Mountain Playground Services for Quarterly Playground Inspections:** The Board reviewed a proposal from Rocky Mountain Playground Services for quarterly playground inspections.

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 Playground Services for quarterly playground inspections.

### **2022 Landscape Maintenance:**

*Bids for 2022 Landscape Maintenance:* Ms. Finn reviewed bids from CDI Environmental Contractor, Keesen Landscape Management, Inc. and LandTech Landscape and Maintenance for 2022 Landscape Maintenance Services.

*Award Contract for 2022 Landscape Maintenance:* The Board entered into discussion regarding the bids for the 2022 landscape maintenance services.

Following review and discussion, upon motion duly made by Director Martin, seconded by Director Fish and, upon vote, unanimously carried, the Board awarded the contract for 2022 Landscape Maintenance to Keesen Landscape Management, Inc.

*Independent Contractor Agreement:* Following review and discussion, upon motion duly made by Director Martin, seconded by Director Fish and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with Keesen Landscape Management, Inc. for 2022 Landscape Maintenance.

### **2022 Snow Removal Services:**

*Bids for 2022 Snow Removal Services:* Ms. Finn reviewed a bid from CDI Environmental Contractor for 2022 Snow Removal Services.

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*Award Contract for 2022 Snow Removal Services:* The Board entered into discussion regarding the bid for the 2022 Snow Removal Services.

Following review and discussion, upon motion duly made by Director Barela, seconded by Director Martin and, upon vote, unanimously carried, the Board awarded the contract for 2022 Snow Removal Services to CDI Environmental Contractor.

*Independent Contractor Agreement:* Following review and discussion, upon motion duly made by Director Martin, seconded by Director Fish and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with CDI Environmental Contractor for Snow Removal Services.

**Proposal from CDI Environmental Contractor for 2022 Detention Pond Maintenance:** The Board reviewed a proposal from CDI Environmental Contractor for 2022 detention pond maintenance.

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 CDI Environmental Contractor for 2022 detention pond maintenance. Attorney Waldron noted the City of Aurora has created a maintenance manual for detention ponds. He will provide a copy for CDI Environmental Contractor for maintenance work.

**Proposal from Rocky Mountain Tree Care, Inc. for Tree Replacement, Removal and Stump Grinding:** The Board reviewed a proposal from Rocky Mountain Tree Care, Inc. for tree replacements, removal and stump grinding.

Following review and discussion, upon motion duly made by Director Barela, seconded by Director Fish and, upon vote, unanimously carried, the Board approved the proposal from Rocky Mountain Tree Care, Inc. for tree replacement, removal and stump grinding.

**Proposal from Rocky Mountain Tree Care, Inc. for Wrapping the Trees to Prevent Sun Scold:** The Board reviewed a proposal from Rocky Mountain Tree Care, Inc. for wrapping the trees to prevent sun scold.

Following review and discussion, upon motion duly made by Director Barela, seconded by Director Fish and, upon vote, unanimously carried, the Board approved the proposal from Rocky Mountain Tree Care, Inc. for wrapping the trees to prevent sun scold.

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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 Fish, seconded by Director Martin and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: Ann Finn  
Secretary for the Meeting