

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 2 HELD NOVEMBER 9, 2023

A Regular 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 9th day of November, 2023, at 3:00 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; Public Alliance LLC

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

Thuy Dam and Katherine Suhanyi; CliftonLarsonAllen, LLP

Tom George, Esq. and Dani Kaiser, Esq.; Spencer Fane LLP (for a portion of the meeting)

Andrew Wheeler; D.A. Davidson (for a portion of the meeting)

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 Regular Meeting.

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

Meeting Location/Manner and Posting of Meeting Notice: 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 June 8, 2023, Special Meeting.

Following discussion, upon motion duly made by Director Barela, seconded by Director Fish and, upon vote, unanimously carried, the Minutes of the June 8, 2023, Special Meeting, were approved as presented.

Appointment of Secretary: The Board discussed the appointment of Ann Finn as Secretary to the Board.

Following discussion, upon motion duly made by Director Barela, seconded by Director Martin and, upon vote, unanimously carried, the Board appointed Ann Finn as Secretary to the Board.

2024 Regular Meeting Dates: The Board entered into discussion regarding the business to be conducted in 2024 and location of meetings.

Following discussion, the Board determined to meet on March 14, 2024 at 3:30 p.m., June 13, 2024 and November 14, 2024 at 3:00 p.m. The Board also determined to conduct the Town Hall Meeting on November 14, 2024 at 4:00 p.m. via Zoom Meeting.

Insurance and Special District Association Membership for 2024: Ms. Finn discussed with the Board additional crime and cyber security coverage.

Following discussion, upon motion duly made by Director Barela, seconded by Director Fish and, upon vote, unanimously carried, the Board determine to increase coverage for both to \$200,000 and renew their Special District Association Membership for 2024.

PUBLIC COMMENTS There were no public comments at this time.

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CONSENT AGENDA The Board considered the following actions:

- Ratified 2022 Annual Report on the Service Plan.
- Approved of Special District Disclosure Notice Pursuant to §32-1-809, C.R.S.
- Ratified approval of proposal from Keesen Landscape Management, Inc. for replacement of 2 controllers, in the amount of \$3,498.

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

FINANCIAL MATTERS

Payment of Claims: Ms. Suhanyi presented for the Board's review and approval the payment of claims for the period from June 1, 2023 through November 1, 2023, in the amount of \$220,003.35.

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

Unaudited Financial Statements: Ms. Suhanyi reviewed with the Board the unaudited financial statements for the period ending September 30, 2023 and Cash Position Schedule, dated September 30, 2023 updated October 31, 2023.

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, 2023 and accepted the Cash Position Schedule, dated September 30, 2023 updated October 31, 2023.

2023 Audit: The Board reviewed the proposal from Wipfli LLP to perform the 2023 Audit.

Following discussion, upon motion duly made by Director Fish, seconded by Director Barela and, upon vote, unanimously carried, the Board approved the Engagement Letter with Wipfli LLP to perform the 2023 Audit, for a not to exceed amount of \$6,500.

2023 Budget Amendment Hearing: The President opened the public hearing to consider a Resolution to Amend the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2023 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.

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Following discussion, the Board determined that a 2023 Budget Amendment was not needed.

2024 Budget Hearing: The President opened the Public Hearing to consider the proposed 2024 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2024 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. Suhanyi reviewed the estimated 2023 expenditures and the proposed 2024 expenditures.

Following discussion, the Board considered adoption of Resolution No. 2023-11-01; Resolution to Adopt the 2024 Budget and Appropriate Sums of Money, and Resolution No. 2023-11-02 Resolution to Set Mill Levies (for the General Fund at 43.000 mills, Debt Service Fund at 25.000 mills and Other Fund(s) at 1.322 mills, for a total mill levy of 69.322 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 was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before January 3, 2024. Ms. Finn was authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2024.

CliftonLarsonAllen LLP 2024 Statements of Work: The Board reviewed CliftonLarsonAllen LLP 2024 Statements of Work.

Following discussion, upon motion duly made by Director Barela, seconded by Director Martin and, upon vote, unanimously carried, the Board approved CliftonLarsonAllen LLP 2024 Statements of Work.

LEGAL MATTERS

2024 Annual Administrative Resolution: Attorney Waldron reviewed with the Board the 2024 Annual Administrative Resolution.

Following discussion, upon motion duly made by Director Barela, seconded by Director Martin and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-11-03; 2024 Annual Administrative Resolution.

Presentation on SARIA and the Proposed Service Plan Amendment: Attorney George provided a presentation on SARIA and the proposed Service Plan Amendment.

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Following review and discussion, upon motion duly made by Director Fish, seconded by Director Barela, and upon vote, unanimously carried, the Board approved the Resolution to Amend the Service Plan.

Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District: Attorney Waldron discussed with the Board the implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District. He noted the new rules will be implemented in July 2024.

Independent Contractor Agreement between the District and Public Alliance LLC: The Board entered into discussion regarding an Independent Contractor Agreement between the District and Public Alliance LLC.

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 Public Alliance LLC through 2024.

CAPTIAL IMPROVEMENTS

Entry Monument Project: Ms. Finn reported to the Board that the monument installation should be complete by the end of the year. She noted the columns and flat work have been poured, soil preparation has been completed and the boulders have been installed. She also noted one column was poured too short so Colorado Sign Fabricators will extend the post, Colorado Designsapes, Inc. will add grout and veneer over the top of the column and the final aesthetic will be per the design plan. The structural engineer has also signed off on the solution and Colorado Designsapes, Inc. has agreed to cover the additional cost.

OPERATIONS AND MAINTENANCE MATTERS

Maintenance Report: Ms. Finn reported graffiti was removed, the detention pond cleaning is scheduled for next week, site lighting repairs and forebay cleaning are being scheduled. She recommended installing more mulch in the playground area, painting the gazabo, purchasing new tables for the gazabo and grouting the rocks in the playground.

Operation and Maintenance Services for 2024:

Independent Contractor Agreement Between the District and Keesen Landscape Management, Inc. for 2023/2024 Snow Removal Services: The Board reviewed an Independent Contractor Agreement between the District and Keesen Landscape Management, Inc. for 2023/2024 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 ratified approval of the

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Independent Contractor Agreement between the District and Keesen Landscape Management, Inc. for 2023/2024 snow removal services.

Independent Contractor Agreement Between the District and Keesen Landscape Management, Inc. for 2024 Landscape Maintenance Services: The Board reviewed an Independent Contractor Agreement between the District and Keesen Landscape Management, Inc. for 2024 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 2024 landscape maintenance services, in the amount of \$34,690.

Independent Contractor Agreement Between the District and Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for Detention Pond Maintenance Services: The Board reviewed an Independent Contractor Agreement between the District and Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for detention pond 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 Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for detention pond maintenance services, in the amount of \$35,000.

Independent Contractor Agreement Between the District and Rocky Mountain Tree Care, Inc. for the 2024 Tree Care: The Board reviewed an Independent Contractor Agreement between the District and Rocky Mountain Tree Care, Inc. for the 2024 tree care.

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 Rocky Mountain Tree Care, Inc. for the 2024 tree care, in the amount of \$16,435.

Second Amendment to Independent Contractor Agreement between the District and Full Spectrum Lighting for 2024 Site Lighting Services: The Board reviewed a Second Amendment to Independent Contractor Agreement between the District and Full Spectrum Lighting for 2024 site lighting 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 Second Amendment to Independent Contractor Agreement between the District and Full Spectrum Lighting for 2024 site lighting services.

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OTHER BUSINESS

District Documents: Ms. Finn noted for the Board that she is working with Special District Management Services, Inc. (“SDMS”) on the transfer of the District’s files and property to Public Alliance LLC.

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: _____
 DocuSigned by:
 Ann Finn
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Secretary for the Meeting