

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 1 HELD MARCH 24, 2020

A Regular Meeting of the Board of Directors (referred to hereafter as “Board”) of the Southlands Metropolitan District No. 1 (referred to hereafter as “District”) was convened on Tuesday, the 24th day of March, 2020, at 9:00 a.m. The meeting was open to the public.

The meeting was held via conference call due to the State of Emergency declared by Governor Polis and Public Health Order 20-23 Implementing Social Distancing Measures, and threat posed by the COVID-19 coronavirus.

ATTENDANCE

Directors In Attendance Were:

Martin Liles (via speakerphone)
Skye Bailey (via speakerphone)
Joyce Rocha (via speakerphone)
April Elliott (via speakerphone)

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc. (via speakerphone)

Clint C. Waldron, Esq. and Laura Heinrich, Esq.; White Bear Ankele Tanaka & Waldron P.C. (via speakerphone)

Thuy Dam; CliftonLarsonAllen, LLP (via speakerphone)

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: Ms. Finn noted that a quorum was present. Attorney Waldron advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney Waldron reported that disclosures for those directors with 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 asked the Board 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 Board determined that 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 Regular Meeting.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Agenda was approved, as amended.

Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings: The Board discussed the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Liles and, upon vote, unanimously carried, the Board adopted the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings.

Minutes: The Board reviewed the Minutes of the February 18, 2020 Regular Meeting.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Bailey and, upon vote, unanimously carried, the Minutes of the February 18, 2020 Regular Meeting were approved, as presented.

Insurance Claims and Security Procedures to Handle Incidences: Ms. Finn updated the Board on the various insurance claims and noted the security team needed some training when handling incidences on District owned property. Following discussion, Director Bailey noted he would discuss this matter with the security team.

Annual Report to the City of Aurora: This matter was deferred.

PUBLIC COMMENTS

There were no public comments at this time.

FINANCIAL MATTERS

Claims: Ms. Finn reviewed with the Board the payment of claims for the period ending March 24, 2020, totaling \$187,148.81.

Following discussion, upon motion duly made by Director Elliott, seconded by Director Bailey and, upon vote, unanimously carried, the Board ratified approved the payment of claims, as presented.

Financial Statements: Ms. Dam reviewed with the Board the unaudited financial statements of the District for the period ending December 31, 2019,

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Cash Position Schedule, updated as of March 20, 2020 and Operations Fee Report.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District for the period ending December 31, 2019, Cash Position Schedule, updated as of March 20, 2020 and Operations Fee Report.

General Operations Fee Reconciliation: Ms. Dam reviewed with the Board the General Operations Fee Reconciliation.

Response to the Coronavirus (COVID-19): Ms. Finn discussed reducing the District's reserve fund in order to refund larger amounts of the Operations Fees to property owners. Director Liles recommended the District withhold \$100,000 from the refunds for the District's reserve fund for funding upcoming maintenance items. Director Elliott noted that she felt it was important to refund the entire amount as shown on the reconciliation due to hardships caused by the closing of certain retail stores due to the threat of COVID-19.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliot and, upon vote, unanimously carried, the Board approved the GOF Reconciliation in the full amount as shown of the reconciliation, subject to payment of outstanding 2019 invoices.

LEGAL MATTERS

Legislation Regarding Special Districts: Attorney Waldron noted for the Board that legislation concerning special districts have been put on hold due to the Colorado General Assembly adjournment due to the COVID-19 crisis.

OPERATIONS AND MAINTENANCE

M & J Wilkow's Maintenance Report:

Banners: Director Rocha discussed with the Board the material for the new banners and noted the estimated cost to replace the banners is \$50,000. She will bring a sample banner to the next Board meeting for the Board's inspection.

Potholes: Director Bailey noted the potholes have been fixed.

Curb and Asphalt Inspections: Director Bailey noted the curb and asphalt inspections have been completed.

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Maintenance Report (SDMS):

Medians: The Board deferred discussion.

Sam's Club Detention Pond: The Board deferred discussion.

Monument Signs: Director Bailey noted the trees have been removed behind the monument sign located on the corner of East Smoky Hill and South Aurora Parkway by Excel Energy.

Xcel Energy Inc. Claim: Ms. Finn noted for the Board that a \$3,800.00 payment has been received from Xcel Energy Inc. for damages caused to the District's power lines.

Millard Mall Services, Inc. Proposal: Ms. Finn noted that she have not received a proposal from Millard Mall Services, In. for common area cleaning services. No action was taken by the Board.

Pomeroy/Calibre Emergency Access and Detention Pond Maintenance Access Plans:

Altura Land Consultants Proposal for Surveying Services for Easement Agreement: Ms. Finn noted she is waiting for the proposal.

Perpetual Access Easement: No action was taken by the Board.

ICA Between the District and Manhard Consulting Ltd. for Preparation of an Easement/Maintenance Map: The Board discussed the ICA between the District and Manhard Consulting Ltd. for preparation of an Easement/Maintenance Map.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved the ICA Agreement between the District and Manhard Consulting Ltd. for preparation of an Easement/Maintenance Map, for the amount of \$10,000.

CAPITAL IMPROVEMENTS

Consultant Agreement Between the District and 505Design, Inc. for Consultant Services: The Board reviewed the Consultant Agreement between the District and 505Design, Inc. for Consultant Services.

Following review and discussion, upon motion duly made by Director Liles, seconded by Director Bailey and, upon vote, unanimously carried, the Board ratified the approval of the Consultant Agreement between the District and 505Design, Inc. for Consultant Services, for the amount of \$19,548.

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2020 Capital Improvement Project (the HUB and Landscape Improvements): Director Bailey noted the demolition work for the HUB and Landscape Improvements is complete. The beds are in the process of being cleaned out and the irrigation is being modified for spring planting.

Notice to Proceed to Hyder Construction: Ms. Finn noted that Director Martin has issued the Notice to Proceed to Hyder Construction.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Elliott and, upon vote, unanimously carried, the Board ratified approval of the Notice to Proceed to Hyder Construction for the HUB and Landscape Improvement Project.

Plant Material and Warranty Period: Ms. Finn noted that the warranty period for the plant material would need to be extended beyond one year.

Modification of Drive Lane on Southlands Parkway: Director Martin discussed with the Board modifying the traffic lane located on the southwest corner of the intersection at Southlands Parkway and Main Street to a right turn lane only from Southlands Parkway onto Main Street. Ms. Finn was authorized to contact the City of Aurora for approval of the modification to the drive lane.


OTHER MATTERS

Reconciliation of 2019 Contracts: Ms. Finn noted the Reconciliation of the 2019 Contracts is ongoing.

ADJOURNMENT

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

Respectfully submitted,

By: 
Secretary for the Meeting