

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 1 HELD SEPTEMBER 15, 2020

A Special 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 15<sup>th</sup> day of September, 2020, at 2:00 p.m. The meeting was open to the public.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting was held via teleconference.

#### 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.; 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 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 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 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.

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

**Minutes:** The Board reviewed the Minutes of the August 18, 2020 Special Meeting.

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

**Board Vacancy:** Ms. Finn noted for the Board that no Letters of Interest were received prior to the Board meeting.

**Property Insurance Coverage for the District:** Ms. Finn noted for the Board that she needs a list of newly constructed improvements and replacement values so that the improvements can be added to the District's property insurance coverage. She also recommended adding trees to the property insurance coverage as well.

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### PUBLIC COMMENTS

There were no public comments at this time.

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### FINANCIAL MATTERS

**Claims:** Ms. Finn reviewed with the Board the payment of claims for the period ending September 1, 2020, totaling \$141,630.40.

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

**Financial Statements:** Ms. Dam presented to the Board the unaudited financial statements of the District for the period ending July 31, 2020, Schedule of Cash Position, updated as of September 3, 2020, Operations Fee Report and Capital Improvement Cost Summary.

Following discussion, upon motion duly made by Director Elliott, seconded by Director Liles and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District for the period ending July 31, 2020, Schedule of Cash Position, updated as of September 3, 2020, Operations Fee Report and Capital Improvement Cost Summary.

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**Budget Workshop:** The Board determined to hold a Budget Workshop on Tuesday, October 27, 2020 at 10:00 a.m. at the regular meeting location.

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### **LEGAL MATTERS**

**2020 Post-Issuance Tax Certificate (Re Series 2017 Bonds):** Attorney Waldron reviewed with the Board the 2020 Post-Issuance Tax Certificate (Re Series 2017 Bonds).

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the 2020 Post-Issuance Tax Certificate (Re Series 2017 Bonds).

**Access and Maintenance Easement Agreement:** Attorney Waldron reviewed with the Board an Access and Maintenance Easement Agreement between the District and Southlands TC LLC for the plaza area.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved an Access and Maintenance Easement Agreement between the District and Southlands TC LLC for the plaza area, subject to review by legal counsel for Southlands TC LLC.

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### **OPERATIONS AND MAINTENANCE**

#### **M & J Wilkow's Maintenance Report:**

**Holiday Banners:** Director Rocha reviewed with the Board a proposal from IMS Printing & Signs for 30 small banners, 54 large banners and installation of the banners on the street lights, for the amount of \$8,238.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved IMS Printing & Signs proposals including extra replacement banners, for a not-to-exceed amount of \$10,000, including installation.

**Asphalt Repair Work:** Director Bailey noted for the Board the asphalt repair work is scheduled to be complete by October 29, 2020.

**Median Landscaping Renovation:** The Board entered into discussion regarding median landscape renovations. Attorney Waldron noted the project would need to be publicly bid.

**Other:** Director Bailey reviewed with the Board maps showing the location of missing and dead trees within the District. Ms. Finn noted for the Board she is obtaining proposals for tree replacements and a 2021 Tree Care Program.

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### **Maintenance Report (SDMS):**

*Sam's Club Detention Pond:* Ms. Finn reported to the Board that no bids were received by the deadline but that four contractors expressed an interest in bidding on the project. Following discussion, the Board directed Ms. Finn to obtain bids from the interested contractors.

**2020/2021 Holiday Lighting:** Director Bailey noted for the Board he met with SavATree and he will submit a proposal for the 2020/2021 holiday lighting.

**2021 Independent Contractor Agreements for Operation and Maintenance Service:** Ms. Finn discussed with the Board bidding operations and maintenance services for 2021.

*Street Sweeping:* The Board reviewed an Independent Contractor Agreement with CAM Services for street sweeping.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with CAM Services for street sweeping. It was noted that CAM Services must provide street sweeping dates and times.

*Floral Program:* The Board reviewed an Independent Contractor Agreement with Western Proscapes, Inc. for the 2021 Floral Program.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with Western Proscapes, Inc. for the 2021 Floral Program.

*Common Area Cleaning:* The Board deferred discussion.

*Security:* The Board discussed the incident report from Allied Universal. It was noted a delivery truck driver forgot to put his parking brake on and the truck hit a handicapped parking sign. No action was taken by the Board.

*Site Lighting:* Ms. Finn noted for the Board that the Independent Contractor Agreement with Full Spectrum Lighting, Inc. rates will remain the same for 2021.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with Full Spectrum Lighting, Inc. for site lighting maintenance.

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*Painting:* The Board reviewed a proposal from ProV21 Productions, LLC for painting 171 light pole covers along Main Street and side streets, 36 hi-vis poles and landscape work on 8 planter beds.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved the estimates from ProV21 Productions, LLC for painting 171 light pole covers along Main Street and side streets, 36 hi-vis poles and landscape work on 8 planter beds, for the amount of \$1,880.

### CAPITAL IMPROVEMENTS

#### 2020 Capital Improvement Project (the HUB and Landscape Improvements):

*Change Order No. 6 for Two Power Circuits for the Christmas Tree:* The Board reviewed Change Order No. 6 from Hyder Construction, Inc. for two power circuits for the Christmas Tree.

Following review and discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved Change Order No. 6 from Hyder Construction, Inc. for two power circuits for the Christmas Tree, for the amount of \$2,352.89.

*Town Center Plaza Opening:* Director Liles reported to the Board that the Town Center Plaza opening will be held on September 18 and 19, 2020.


### OTHER MATTERS

Modification of Drive Lane on Southlands Parkway: Ms. Finn reported to the Board the City of Aurora requires civil plans and traffic counts. Ms. Finn noted she has contacted a Traffic Engineer to obtain a proposal for these services.

### ADJOURNMENT

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

Respectfully submitted,

By:   
Secretary for the Meeting