

## 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 APRIL 23, 2024

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 23<sup>rd</sup> day of April, 2024, at 9:00 a.m. at Southlands Shopping Center, Management Office, 6155 South Main Street, Suite 260, Aurora, Colorado 80016. The meeting was open to the public.

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#### ATTENDANCE

#### Directors In Attendance Were:

Martin Liles  
Joyce Rocha  
April Elliott

#### Also In Attendance Were:

Ann Finn; Public Alliance LLC

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

Thuy Dam; CliftonLarsonAllen, LLP

Quincy Hudspeth; M&J Wilkow Properties, LLC

Lesanne Dominguez; The Architerra Group (for a portion of the meeting)

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#### DISCLOSURES OF POTENTIAL CONFLICTS OF INTEREST

**Disclosures 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 Elliott, seconded by Director Rocha and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Minutes:** The Board reviewed the Minutes of the February 20, 2024 Special Meeting.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Minutes of February 20, 2024 Special Meeting were approved, as amended.

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### PUBLIC COMMENTS

There were no public comments.

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### CONSENT AGENDA

The Board considered the following actions:

- Ratified approval of two proposals from Full Spectrum Lighting for removing and replacing damaged pole, in the amount of \$3,000.
- Ratified approval of proposal from Keesen Landscape Management, Inc for the installation of mulch on Main Street, in the amount of \$3,938.78.
- Ratified approval of Addendum from Sunland Asphalt & Construction, LLC for concrete repair work, in the amount of \$5,670.40.

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

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### FINANCIAL MATTERS

**Claims:** Ms. Dam presented the Board with claims for February 20, 2024 through April 23, 2024, in the amount of \$607,650.30.

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

**Financial Statements:** Ms. Dam reviewed with the Board the unaudited financial statements of the District for the period ending February 29, 2024 and Cash Position Schedule, dated February 29, 2024, updated February 22, 2024 and Operations Fee Report.

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Following discussion, upon motion duly made by Director Elliott, seconded by Director Rocha and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District for the period ending February 29, 2024 and Cash Position Schedule, dated February 29, 2024, updated February 22, 2024, and Operations Fee Report.

**2023 Reconciliation of Operation Fees:** The Board entered into discussion regarding the 2023 Reconciliation of Operation Fees.

Following discussion, upon motion duly made by Director Elliott, seconded by Director Rocha and, upon vote, unanimously carried, the Board acknowledged the 2023 Reconciliation of Operations Fees and determined not to issue refunds so that operations fees can remain the same for 2024.

**Invoice and Payment Policy:** The Board reviewed an Invoice and Payment Policy.

Following discussion, upon motion duly made by Director Elliott, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved the Invoice and Payment Policy, with revisions as noted by the Board.

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### **LEGAL MATTERS**

**License for the E-470 Monuments and Sublicense Agreement with Southlands TC, LLC and Southlands PC, LLC:** Attorney Waldron reported the draft language has been agreed to between the parties and he is waiting on the surveyor to complete the exhibit.

**Change Order from Aztec for the creation of an Exhibit to the License Agreement for the E-470 Monuments:** The Board reviewed a Change Order from Aztec for the creation of an Exhibit to the License Agreement for the E-470 Monuments.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the Change Order from Aztec for the creation of an Exhibit to the License Agreement for the E-470 Monuments, for the amount of \$3,700.

**Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District:** Attorney Waldron discussed with the Board the requirements of the Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District. Ms. Finn noted Public Alliance LLC is working on the website to bring it into compliance.

**Form License Agreement (Signage):** The Board entered into discussion regarding a Form License Agreement (Signage).

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**Legislative Updates:** Attorney Waldron discussed the new legislation with the Board.

**Dewatering Wells:** Attorney Waldron discussed an easement agreement and the requirement with the Board.

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### **OPERATIONS AND MAINTENANCE**

**Floral Design Plans from Sustainable Landscapes Colorado, LLC (“SLC”):** The Board reviewed the final floral design plans from Sustainable Landscapes Colorado, LLC. The Board directed Mr. Hudspeth to verify the flowers are planted in accordance with the design plans. The Board further directed Mr. Hudspeth to confirm the schedule for the planting of the flower beds and installation of the hanging baskets with SLC.

**Irrigation Invoices:** The Board entered into discussion regarding the irrigation invoices from Sustainable Landscapes Colorado, LLC. The Board directed staff to verify the amounts paid in 2023.

**Proposal from MR WESTCO Inc. for Repair work on the Wayfinding Sign on East Commons Avenue:** The Board reviewed a proposal from MR WESTCO Inc. for repair work on the wayfinding sign located on East Commons Avenue.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the proposal from MR WESTCO Inc. for repair work on the wayfinding sign located on East Commons Avenue, in the amount of \$12,820.

**Proposals for Tree Replacements:** The Board reviewed proposals for tree replacements.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the proposal from Keesen Landscape Management, Inc. for the installation of 8 trees along Main Street, subject to a 2-year warranty, in an amount not to exceed \$16,000. The Board further approved the proposal from Keesen Landscape Management, Inc. for the installation of 138 trees throughout the property, in an amount not to exceed \$125,000. The Board authorized Director Liles to select the trees.

**Ongoing Maintenance Items:** The Board reviewed a proposal from Facility Solutions Group, Inc. for site lighting services.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the proposal from Facility Solutions Group, Inc. for site lighting services and directed Attorney Waldron to prepare the Independent Contractor Agreement.

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### CAPITAL IMPROVEMENTS

**2024 Median Renovations Project:** Ms. Dominguez reviewed with the Board the 2024 median renovation project design plans. The Board requested the plant material be verified with Mr. Hudspeth. Ms. Dominguez noted approval is not required from the City of Aurora. It was further noted Ms. Dominguez will bid for the project in May once plant material has been verified. The Board authorized Attorney Waldron to prepare the Project Manual for the project.

**Floral Bed Renovation Design Plans from Merrick & Company:** The Board deferred discussion at this time.

**Monument and Wayfinding Sign Improvements:** The Board deferred discussion at this time.


### OTHER BUSINESS

There were no other matters at this time.

### 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