

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 1 HELD AUGUST 20, 2024

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 20th day of August, 2024, at 9:30 a.m. at Southlands Shopping Center, Management Office, 6155 South Main Street, Suite 260, Aurora, Colorado 80016. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Martin Liles
Joyce Rocha
April Elliott
Quincy Hudspeth

Also In Attendance Were:

Ann Finn; Public Alliance LLC

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

Thuy Dam; CliftonLarsonAllen, LLP

Ryan Wessel; Rocky Mountain Tree Care, Inc. (for a portion of the meeting)

Lori Stein and Matt Rogers; M&J Wilkow Properties, LLC

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.

RECORD OF PROCEEDINGS

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 Elliott and, upon vote, unanimously carried, the agenda was approved.

Minutes: The Board reviewed the Minutes of the June 18, 2024 Regular Meeting and July 1, 2024 Special Meeting.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Minutes of the June 18, 2024 Regular Meeting and July 1, 2024 Special Meeting were approved, as presented.

October 15, 2024 Board Meeting/Budget Workshop: The Board entered into discussion regarding rescheduling the October 15, 2024 Board meeting/budget workshop. Following discussion, the Board determined to reschedule the meeting for October 30, 2024 at 9:30 a.m.

PUBLIC COMMENTS

There were no public comments.

CONSENT AGENDA

The Board considered the following actions:

- Ratify approval of proposal from Alliance Commercial Maintenance for concrete repairs, for the amount of \$14,676.37.
- Ratify approval of Addendum 2024-02 with Keesen Landscape Management Inc. for Plant Replacements in the Town Center, for the amount of \$24,620.43.
- Ratify approval of Contract with Fastsigns for directional signage, for the amount of \$11,766.60.
- Ratify approval of Contract with Anthem Erosion Control and Landscaping, Inc. to remove approximately 100 dead trees, for the amount of \$8,490.00.

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

FINANCIAL MATTERS

Claims: Ms. Dam presented the Board with claims for June 21, 2024 through August 8, 2024, in the amount of \$285,398.02 plus charges to the Districts debit card in the amount of \$16,998.30.

RECORD OF PROCEEDINGS

Following discussion, upon a motion duly made by Director Rocha, seconded by Director Elliott 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 June 30, 2024 and Cash Position Schedule, dated June 30, 2024, updated August 13, 2024.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District for the period ending June 30, 2024 and Cash Position Schedule, dated June 30, 2024, updated August 13, 2024.

LEGAL MATTERS

Sublicence Agreement with Southlands TC, LLC and Southlands PC, LLC: Attorney Waldron reviewed with the Board a Sublicence Agreement with Southlands TC, LLC and Southlands PC, LLC.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the Sublicence Agreement with Southlands TC, LLC and Southlands PC, LLC, subject to Attorney review.

Sams Club Detention Pond: The Board entered into discussion regarding the responsible party for maintaining the Sams Club detention pond. Attorney Waldron noted for the Board that both the District and Sam's Club own property on which the detention pond is located. He recommended that the District contact Sam's Club to confirm and coordinate ongoing maintenance obligations.

Independent Contractor Agreement with Alliance Commercial Maintenance for Asphalt, Milling and Seal Coating Services: Director Hudspeth reviewed with the Board a revised proposal with Alliance Commercial Maintenance for asphalt, milling and seal coating services.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved a revised proposal with Alliance Commercial Maintenance for asphalt, milling and seal coating services, in the amount of \$166,989.80.

Independent Contractor Agreement with Flock Safety for the Installation of License Plate Readers and Cameras: The Board reviewed an Independent Contractor Agreement with Flock Safety for the installation of license plate readers and cameras.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement with Flock Safety for the installation of license plate readers and cameras, subject to final Attorney review.

OPERATIONS AND Ongoing Maintenance Items: **MAINTENANCE**

Holiday Lighting for the 2024/2025 Season: The Board entered into discussion regarding last year's holiday lighting. The Board directed Ms. Finn to schedule a special meeting with Elevation Holiday Lighting to discuss this year's program.

Tree Replacements and Warranty Issues with Sustainable Landscapes Colorado, LLC: Mr. Wessel discussed possible issues with the trees that were replaced by Sustainable Landscapes Colorado, LLC.

Tree Replacement and Tree Care Services from Rocky Mountain Tree Care, Inc.: Mr. Wessel reviewed his proposal for tree replacement and care services with the Board.

Proposal from Rocky Mountain Tree Care, Inc. for Tree Removal and Tree Planting Recommendations: The Board deferred action.

Proposal from Rocky Mountain Tree Care, Inc. for Plant Health Care Services: The Board deferred action.

Proposal from Rocky Mountain Tree Care, Inc. for Tree Replacement Recommendations: The Board deferred action.

2024 Floral Program: The Board entered into discussion regarding the 2024 Floral Program and current services. The Board directed staff to obtain proposals for a fall floral program.

Task Order No. 1 from Stormwater Asset Protection for Maintenance Work for the Sams Club Detention Pond: The Board reviewed Task Order No. 1 from Stormwater Asset Protection for maintenance work for the Sams Club detention pond.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved Task Order No. 1 from Stormwater Asset Protection for maintenance work for the Sams Club detention pond.

Inspection Report for Detention Pond 950 from Independent District Engineering Services: The Board reviewed an Inspection Report for Detention Pond 950 from Independent District Engineering Services.

RECORD OF PROCEEDINGS

Proposal(s) for Detention Pond Maintenance: The Board reviewed proposals for detention pond maintenance.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the proposal from EMR for Pond 950 and Biannual Maintenance.

Proposal from The Tendit Group, LLC to Replace Edging in the Medians: The Board deferred action.

Operation and Maintenance Service Contracts for 2025: The Board entered into discussion regarding the operation and maintenance service contracts for 2025.

CAPITAL IMPROVEMENTS

2024 Median Landscape Renovation Project: Ms. Finn noted for the Board a walkthrough was conducted and she will follow up on punch list items.

Monument and Wayfinding Sign Improvements: Director Liles noted he is working on a Master Plan Amendment and design work for the monuments and wayfinding signs.

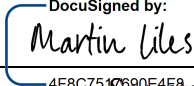
OTHER BUSINESS

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, seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  _____
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Secretary for the Meeting