

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 1 HELD JANUARY 24, 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 Friday, the 24th day of January, 2020, at 10:00 a.m., at the 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
Skye Bailey
Joyce Rocha
April Elliott

Also In Attendance Were:

Ann E. Finn and Dan Cordova; Special District Management Services, Inc.

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

Augustina Edwards; M & J Wilkow

Laurie Stein; M & J Wilkow (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.

RECORD OF PROCEEDINGS

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 Bailey, seconded by Director Elliott and, upon vote, unanimously carried, the Agenda was approved, as presented.

PUBLIC COMMENTS

There were no public comments at this time.

CAPITAL IMPROVEMENTS

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

Award of Contract(s): Mr. Cordova presented additional information to the Board concerning the bids for the Hub and Landscape Project. The Board discussion the information and directed staff to contact Hyder Construction regarding the management fee if awarded both Schedule A and B.

Following discussion, upon motion duly made by Director Elliott, seconded by Director Bailey and, upon vote, unanimously carried, the Board awarded the contract to Hyder Construction for both Schedule A and B, subject to receipt of a detailed bid tab and confirmation of the management fee.

Following additional discussion, upon motion duly made by Director Rocha, seconded by Director Elliott and, upon vote, unanimously carried, the Board authorized Director Liles to sign and coordinate the Notice of Award and Notice to Proceed to Hyder Construction. It was also noted that the work needs to be completed 111 days after the Notice to Proceed has been issued.

Public Art Requirements: Discussion was deferred.

OTHER MATTERS

Transparency and Reconciliation of 2019 Contracts: Ms. Finn and Attorney Waldron discussed with the Board the need for full transparency with all matters concerning the District. Following discussion, the Board agreed and directed April Elliot with M & J Wilkow to provide copies of all contracts and invoices for contractors that are engaged by both the District and M&J Wilkow.

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.

RECORD OF PROCEEDINGS

Respectfully submitted,

By: ATS
Secretary for the Meeting