

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 1 HELD AUGUST 13, 2019

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 13th day of August, 2019, at 9:00 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
Michael Sandhoff
Joyce Rocha
April Elliott

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

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

Thuy Dam; CliftonLarsonAllen, LLP

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 special meeting.

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

Minutes: The Board reviewed the Minutes of the July 16, 2019 regular meeting.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Minutes of the July 16, 2019 regular meeting was approved, as presented.

SDA Conference: Ms. Finn reviewed details of the SDA Conference with the Board. Following discussion, Director Liles expressed an interest in attending. Ms. Finn noted she will have her office contact Director Liles concerning registration for the conference.

PUBLIC COMMENTS

There were no public comments at this time.

FINANCIAL MATTERS

Claims: The Board considered ratifying approval of the payment of claims for the period ending as follows:

Fund	Period Ending August 5, 2019
General	\$ 168,740.68
Debt Service	\$ -0-
Capital Projects	\$ -0-
Total Claims	\$ 168,740.68

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board ratified approval of claims, as presented.

Accounts Receivable Back Charge to M & J Wilkow: The Board discussed an accounts receivable back charge to M & J Wilkow for the retaining wall repair work.

Following discussion, upon motion duly made by Director Rocha seconded by Director Elliott and, upon vote, carried with Directors Bailey, Sandhoff, Rocha and Elliott voting "Yes" and Director Liles abstaining, the Board determined to split the \$19,000 expense for an amount not to exceed \$9,500.

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Financial Statements: Ms. Dam reviewed with the Board the unaudited financial statements for the period ending June 30, 2019, the Schedule of Cash Position dated June 30, 2019, updated August 2, 2019, and the Operations Fee Report.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Liles and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending June 30, 2019, the Schedule of Cash Position dated June 30, 2019, updated August 2, 2019, and the Operations Fee Report.

LEGAL MATTERS

Litigation with Ridgeline CM, LLC: Attorney Waldron reported to the Board that the Judge denied Ridgeline's motion to dismiss and noted Ridgeline CM, LLC must respond by filing a formal "answer" to the complaint. Attorney Waldron noted he will reach out to Mr. Barrows after his attorney has been dismissed from representing Ridgeline CM, LLC to see if Mr. Barrows will agree to a settlement.

Letter Agreement Concerning Easement Deed for Access with Gun Club Group Partners: The Board discussed a Letter Agreement and an Easement Deed for Access with Gun Club Group Partners.

Following discussion, the Board determined more information was necessary to make a decision and that civil engineering plans showing the proposed improvements need to be provided to the Board.

Expanded Utility and Public Access Easement: The Board deferred discussion at this time.

Non-Commercial Expression: Attorney Waldron discussed with the Board issues concerning Non-Commercial Expression and free speech. The Board deferred discussion until the next meeting.

Resolution No. 2019-08-01, Concerning Posting Online Notice of Regular and Special Meetings: Attorney Waldron reviewed with the Board Resolution No. 2019-08-01, Concerning Posting Online Notice of Regular and Special Meetings.

Following discussion, upon motion duly made by Director Elliott, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved Resolution No. 2019-08-01, Concerning Posting Online Notice of Regular and Special Meetings. The Resolution is attached hereto and incorporated herein by reference.

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OPERATIONS AND MAINTENANCE

M & J Wilkow's Maintenance Report: Director Bailey reported the following:

Asphalt Repair Work: The asphalt repair work is scheduled to be completed by the end of the week.

Striping: The striping work is scheduled to be completed by the end of the week.

Metco Landscape, Inc. Snow Removal: Metco Landscape, Inc. is 90% complete on the repair work for damages to District property from snow removal services.

Parking Stops: The work to replace the parking stops has not been started.

2019/2020 Holiday Lighting: Director Rocha discussed with the Board ideas for holiday lighting for the 2019/2020 Season. The Board reviewed a proposal from Save-A-Tree.

Following discussion, the Board requested additional bids be obtained.

Common Area Cleaning Services for the District: The Board deferred discussion at this time.

Wayfinding Signs (License to M & J Wilkow): The Board entered into discussion regarding the need to adopt a policy regarding signage. The Board deferred discussion at this time.

Property Management Report (SDMS):

Work Order No. 1 to the District Engineering Services Agreement with Dewberry | J3: The Board entered into discussion regarding Work Order No. 1 to the District Engineering Services Agreement for detention pond assessment and median renovating.

Following discussion, upon motion duly made by Director Liles, seconded by Director Sandhoff and, upon vote, unanimously carried, the Board approved Work Order No. 1 to the District Engineering Services Agreement with Dewberry | J3 for detention pond assessment and median renovating.

Median Project: Ms. Finn noted that she met with the engineer regarding the median project. She also noted that the City is requiring a minor amendment to the District landscape plan.

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Detention Pond Maintenance: Ms. Finn noted she met with the engineer concerning detention pond maintenance. She also noted that additional erosion is occurring at Pond 900 and that the contractor will be performing warranty work.

YESCO Proposal for Replacing Damaged Letters on the Plaza Monument

Sign: The Board reviewed a proposal from YESCO for replacing damaged letters on the Plaza monument sign.

Following discussion, upon motion duly made by Director Liles, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the YESCO proposal for replacing damaged letters on the Plaza monument sign, for the amount of \$1,051.65.

Independent Contractor Agreement (“ICA”) between the District and Full

Spectrum Lighting, Inc.: The Board discussed entering into an ICA between the District and Full Spectrum Lighting, Inc. for site lighting services.

Following discussion, upon motion duly made by Director Liles, seconded by Director Rocha and, upon vote, unanimously carried, the Board approved an ICA between the District and Full Spectrum Lighting, Inc. for site lighting services.

2019 Floral Program: The Board discussed the 2019 Floral Program.

Following discussion, the Board determined that due to the upcoming construction, it needed to decrease the scope of work to eliminate the fall program except planning bulbs around the monument signs located on E. Smokey Hill and S. Aurora Parkway.

CAPITAL IMPROVEMENTS

Sidewalk Renovation Project Walk-Through with Contractors: Director Bailey noted for the Board the warranty work for the Sidewalk Renovation Project will be complete tomorrow.

Status of the Capital Improvement Plan: Director Liles updated the Board regarding the status of the Capital Improvement Plan. He noted the drawings are 90% complete.

Construction Management Services: The Board entered into discussion regarding engaging a construction manager for the capital improvements projects. No action was taken at this time.

Timing for Phasing the Work and Bidding the Project: Director Liles discussed with the Board the timing for phasing the work and bidding the project.

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Public Art Requirements: Ms. Finn discussed with the Board the public art requirements, per the Districts Service Plan and noted the District will need City approval on public art.


OTHER MATTERS

There were no other matters to discuss.

ADJOURNMENT

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

Respectfully submitted,

By: 
Secretary for the Meeting

Resolution No. 2019-08-01

RESOLUTION
OF THE BOARD OF DIRECTORS OF THE
SOUTHLANDS METROPOLITAN DISTRICT NO. 1

CONCERNING ONLINE NOTICE OF REGULAR AND SPECIAL MEETINGS

WHEREAS, the Southlands Metropolitan District No. 1 (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado; and

WHEREAS, pursuant to § 24-6-402(2)(C)(IV), C.R.S., the District is a local public body and subject to the provisions of §§ 24-6-401, et seq., C.R.S.; and

WHEREAS, § 24-6-402(2)(c)(I), C.R.S. requires that any meetings at which the adoption of any proposed policy, position, resolution, rule, regulation, or formal action occurs or at which a majority or quorum of the Board of Directors (the “**Board**”) is in attendance, or is expected to be in attendance, shall be held only after full and timely notice to the public; and

WHEREAS, pursuant to § 24-6-402(2)(c)(I), C.R.S., the District shall be deemed to have given full and timely notice if the notice of the meeting is physically posted in a designated public place within the boundaries of the District no less than twenty-four hours prior to holding the meeting; and

WHEREAS, the Colorado Legislature recently enacted House Bill 19-1087 (effective August 2, 2019) declaring its intent that local governments transition from posting physical notices of public meetings in physical locations to posting notices on a website, social media account, or other official online presence of the local government to the greatest extent practicable; and

WHEREAS, § 24-6-402(2)(c)(I), C.R.S., provides that, in addition to any other means of full and timely notice, a local public body shall be deemed to have given full and timely notice if, on or after July 1, 2019, the notice of the meeting, with specific agenda information if available, is posted on a public website of the local public body no less than twenty-four hours prior to the holding of the meeting; and

WHEREAS, the Board has determined to begin posting notices for all regular and special meetings on a public website in accordance with § 24-6-402(2)(c)(I), C.R.S.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:

1. The Board hereby designates the following public website for the posting of its regular and special meeting notices: <https://www.colorado.gov/southlandsmid>
2. The Board hereby directs Special District Management Services (the “**District Manager**”), to the extent feasible, to make the notices searchable by type of meeting, date of meeting, time of meeting, agenda contents, and other category deemed appropriate by the Board and Manager.

3. The Board hereby directs the District Manager to provide the District's website, to the department of local affairs for inclusion in the inventory maintained pursuant to § 24-32-116, C.R.S.

4. If the District is unable to post notices on a public website in exigent or emergency circumstances such as power outage or an interruption in internet service, the Board hereby designates the following location for posting of its regular and special meeting notices:

5. All postings pursuant to this Resolution shall commence after the effective date of House Bill 19-1087.

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ADOPTED this 13th day of August, 2019.

**SOUTHLANDS
DISTRICT NO. 1**

METROPOLITAN

By: 

Officer of the District

Attest:

By: 

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON



General Counsel to the District