

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SOUTHLANDS METROPOLITAN DISTRICT NO. 1 HELD OCTOBER 26, 2021

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 26th day of October, 2021, at 9:30 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
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 and Adrian Gregorio; CliftonLarsonAllen, LLP

Lori Stein; M & J Wilkow (via conference call for a portion of the meeting)

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.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board’s review and approval a proposed Agenda for the District’s Special Meeting.

RECORD OF PROCEEDINGS

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

PUBLIC COMMENTS There were no public comments at this time.

CONSENT AGENDA The Board considered the following actions:

- Ratify approval of Independent Contractor Agreement between the District and Integrated Wall Solutions for the retaining wall repair work.

Ms. Finn noted for the Board the repair work is starting this week. Ms. Finn further presented a proposal for additional work in the amount of \$12,760 and a Change Order for \$5,000 to \$8,000 for costs associated with concrete testing and timing between pours.

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, including the additional work and change order between the District and Integrated Wall Solutions for the retaining wall repair work.

- Ratify approval of Independent Contractor Agreement between the District SavATree for holiday lighting, in the amount of \$87,089.

Ms. Finn noted for the Board that SavATree cannot perform additional holiday lighting on Prospect Avenue this season.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Elliott and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement between the District SavATree for holiday lighting, in the amount of \$87,089.

- Ratify approval of Independent Contractor Agreement between the District and Vista Marketing Lighting LLC d/b/a Full Spectrum lighting, Inc. for Site Lighting Services.

Following discussion, upon motion duly made by Director Rocha, seconded by Director Liles and, upon vote, unanimously carried, the

RECORD OF PROCEEDINGS

Board approved the Independent Contractor Agreement between the District and Vista Marketing Lighting LLC d/b/a Full Spectrum lighting, Inc. for Site Lighting Services.

- Ratify approval of proposal from Lumin8 Transportation Technologies for the modifications at the Southlands Parkway intersection.

Ms. Finn noted for the Board that she is working on scheduling the work.

Following discussion, upon motion duly made by Director Elliott, seconded by Director Liles and, upon vote, unanimously carried, the Board approved the proposal from Lumin8 Transportation Technologies for the modifications at the Southlands Parkway intersection.

FINANCIAL MATTERS

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

Fund	Period Ending Sept. 30, 2021
General	\$ 294,615.43
Debt Service	\$ -0-
Capital Projects	\$ 378.00
Total Claims	\$ 294,993.43

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

Budget Work Session: Ms. Dam reviewed with the Board the draft 2022 Budget. The Board entered into discussion regarding changes to the draft Budget.

LEGAL MATTERS

There were no legal matters.

OPERATIONS AND MAINTENANCE

Special Events Permit from M&J Wilkow: Director Rocha reported that she is finalizing the special events permit for 2022 and 2023.

RECORD OF PROCEEDINGS

Rules and Regulations Regarding Signage: The Board entered into discussion regarding adopted Rules and Regulations regarding signage. Attorney Waldron noted that he will draft a Resolution for consideration at the next Board meeting.

Maintenance Report (M & J Wilkow):

Status of Asphalt Repair Work: Director Liles reported to the Board the asphalt repair work is expected to be complete by November 5, 2021.

Maintenance Report (SDMS):

2022 Tree Care:

Bids: Ms. Finn presented to the Board a proposal from SavATree for the 2022 tree care.

Award Contract: Following discussion, the Board directed staff to obtain a second proposal that includes a two-year warranty.

2021-2022 Snow Removal Services:

Ice Melt or Ice Slicer: The Board entered into discussion regarding purchasing ice melt and ice slicer for the upcoming snow season. Following discussion, the Board confirmed the District will purchase ice melt and CDI Environmental Contractor will purchase ice slicer.

Metco Landscape, LLC:

Dead Trees, Warranty Issues and Test Results: Ms. Finn noted she has not yet received the test results for the dead trees.

Main Street Monument Landscaping: The Board reviewed proposals from Keesen Landscape Management Inc. for landscape improvements for the Main Street Monument.

Following review, upon motion duly made by Director Liles seconded by Director Rocha and, upon vote, unanimously carried, the Board approved the proposals from Keesen Landscape for tulip bulbs, in the amount of \$2,202.81 and winter décor, in the amount of \$7.500.

The Board further directed staff to research costs for water containers so the District can preform winter watering.

RECORD OF PROCEEDINGS

CAPITAL IMPROVEMENTS

There were no capital improvement matters.

OTHER MATTERS

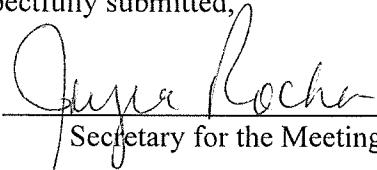
Median Renovation Project: The Board entered into discussion regard the Median Renovation Project.

Ms. Finn noted cost estimates for the exterior medians are approximately \$500,000 and for the interior medians are from \$130,000 to \$175,000. Director Liles noted he received recommendations from the Denver Botanic Gardens regarding the design plan. Following discussion, the Board directed Ms. Finn to discuss the recommendations with Ms. Lesanne Dominguez from the Architerra Group.

ADJOURNMENT

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

Respectfully submitted,

By: 
Secretary for the Meeting