

SOUTHLANDS METROPOLITAN DISTRICT NO. 1

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: (303) 987-0835
Fax: (303) 987-2032

NOTICE OF WORK SESSION AND AGENDA

<u>Board of Directors</u>	<u>Office</u>	<u>Term/Expires</u>
Martin Liles	President	2022/May 2020
Kevin McGlynn	Vice President	2020/May 2020
Michael Sandhoff	Treasurer	2022/May 2022
Joyce Rocha	Secretary	2020/May 2020
April Elliott	Assistant Secretary	2022/May 2020

DATE: March 12, 2019
TIME: 10:00 A.M.
PLACE: Southlands Shopping Center
Management Office
6155 South Main Street, Suite 260
Aurora, Colorado 80016

I. ADMINISTRATIVE MATTERS

- A. Present Disclosures of Potential Conflicts of Interest.

- B. Approve Agenda.

II. PUBLIC COMMENTS

- A. Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes per person.

III. LEGAL MATTERS

- A. Review and discuss proposal from the Pronghorn Valley developer concerning cost sharing of maintenance expenses for certain roadways (enclosures).

IV. OTHER MATTERS

- A.

- V. ADJOURNMENT **THE NEXT REGULAR MEETING IS SCHEDULED FOR MARCH 19, 2019.**

Southlands Proposal February 18, 2019

We have done extensive research on our property as well as yours, and as shown in the attached recorded documents, there are existing easements that provide public access into Southlands in the precise location of our planned road and extending on into the roads owned and maintained by the Southlands Metropolitan District No. 1 (the "District"). These easements verify that public access from our property into and thru Southlands was approved and always contemplated – as is shown by the original FDP of the Pronghorn property as well as Southlands. We have also enclosed a drawing illustrating how our road will enter into the existing easements, along with a miniscule triangle of easement that needs to be established and a temporary construction easement when development commences.

We understand that there is expense and accommodation on your part and we are quite willing to compensate you accordingly. Therefore, Pronghorn is willing to pay the following amounts to Wilkow, the owner of the Southlands Mall, and the District, as the party which is responsible for the maintenance of certain roadways within Southlands, itemized as follows:

1. A connection fee will be paid to Wilkow in the amount of \$25,000 for facilitating Pronghorn connecting to the easements that established S. Southlands Parkway.
2. A fee will be paid to the Southlands Metropolitan District No. 1 to offset the increased road maintenance costs incurred due to increased traffic on S. Southlands Parkway as a result of the Pronghorn connection. That fee will be calculated as follows:
 - a. We will assume for the fee calculation that the new road connection will increase traffic through Southlands by a range of 10-17% (the range predicted by the two traffic engineers). The only precise way to establish the actual number would be to conduct detailed traffic counts both now and after the connection has been established, but we feel that such work would involve unnecessary time and expense. Therefore, the simplest way to resolve this portion of the equation is to take the average of the two ends of the range and use an increase in traffic of 13.5%.
 - b. The 13.5% increase in traffic will be discounted by 25% to recognize the benefit which the increased traffic brings to the District and the Southlands Mall as a whole. This results in a net increase in traffic of 10.1%.
 - c. In analyzing the financial statements and budget for the District, the following numbers for "Street repairs/Sidewalk" were found
 - i. 2016 Actual \$ 37,510
 - ii. 2017 Actual \$173,946
 - iii. 2018 Estimated \$ 80,000
 - iv. 2019 Budget \$100,000

- v. Avg. of the four \$ 97,864
 - vi. Rounded to \$100,000
- d. Applying the 10.1% increase in traffic to the \$100,000 average expenditure yields an annual increase in road maintenance of \$10,100.
- e. The annual cost of increased traffic of \$10,100 will be discounted back to a "lump sum payment" calculated using the following assumptions:
 - i. Term of 10 years
 - ii. Discount rate of 5%
 - iii. The resulting lump sum payment (\$78,000) will then be paid to the Southlands Metropolitan District No. 1

Lastly, please note that we have discussed a recurring payment with counsel to Pronghorn Valley Metropolitan District (the "Pronghorn District"), and since the connection through Pronghorn to Southlands is actually a private roadway which will be maintained by a private party (and not the City of Aurora or the Pronghorn District), we have been advised that the Pronghorn District cannot enter into an agreement to reimburse the District for the traffic related costs discussed above – hence the lump sum payment.

Once the terms of this proposal have been agreed to by all parties, we will prepare documentation memorializing same to include a provision which states that Wilkow and the District will positively support approval of the road connection by Aurora and reasonably co-operate in the construction of the road connection by Pronghorn.



City Clerk's Office
City Of Aurora
15151 E. Alameda Parkway,
1st Floor
Aurora, Colorado 80012-1555

Arapahoe County Clerk & Recorder, Nancy A. Doty

Reception #: B4191773

Receipt #: 5220400

Recording Fee: \$25.00

Pages Recorded: 5

Date Recorded: 11/17/2004 12:22:54 PM



UTILITY AND PUBLIC ACCESS EASEMENT

The undersigned owner(s) and/or Grantor(s) hereby acknowledge(s) receipt from **THE CITY OF AURORA, COLORADO**, a municipal corporation of the Counties of Adams, Arapahoe, and Douglas, State of Colorado, and hereinafter called "Grantee," of the sum of One and No/100 dollar(s) (\$1.00) and other good and valuable consideration, in consideration of which Grantor(s) hereby grant(s) unto said Grantee, an easement, together with the right, privilege and authority to construct, reconstruct, operate and maintain its water, sewer and storm drainage transmission mains, lines and facilities, and all fixtures, devices and structures whatsoever necessary or useful in the operation of said transmission mains; and said grant to include a right-of-way for public access, ingress and egress of emergency and service vehicles and the general public over, across, on and through the described property. Said right-of-way to be designated as emergency and service vehicle roads which shall be posted by the Grantor with signs stating "NO PARKING" in accordance with the City Code of Aurora, Colorado.

These easements are situated in the County of Arapahoe, State of Colorado, and more particularly described as follows:

See Exhibit A wherein the description is more fully set forth. Said exhibit is attached hereto and incorporated herein by reference.

Together with the right of access, ingress and egress over said premises, to survey, construct, reconstruct, maintain, operate, control and use said mains, lines and facilities and to remove objects or structures therefrom. The Grantor(s) shall not remove any materials from the surface of the right-of-way or stockpile materials on the right-of-way herein granted.

The Grantor(s) reserve(s) the right to use said premises for any purpose consistent with the rights and privileges herein granted and which will not interfere with or endanger the Grantee's facilities therein, or interfere with the use of any of the rights herein granted. Such reservation by the Grantor(s) shall include the right to use the land for public or private road, and any other lawful use which will not interfere with Grantee's rights or facilities.

In the case of permanent abandonment of said easement and right-of-way by Grantee, Grantee shall give written notice to Grantor(s) of its intent to abandon said easement, and Grantee shall have six (6) months thereafter in which to remove all facilities, pipe, structures and all property placed on said easement; and for these purposes, all property placed by Grantee within said easement shall be deemed to have remained personal property; and upon the failure of Grantee to remove all of said property within said six-month period, then all of said property shall become the sole and separate property of the Grantor(s), its heirs, successors and assigns, and the Grantor(s), its heirs, successors and assigns, shall thereupon be restored to first and former estate, free and

Pursuant to Sec. 39-13-104, C.R.S. as amended,
consideration paid for this conveyance is \$1.00

23,240

1-5

clear of any grant of easement herein contained or any right or privilege attaching to the herein described grant of easement.

Signed and delivered this 3rd day of June, A.D. 2004.

SOUTHLANDS COLORADO, LLC
A Delaware Limited Liability Company

By [Signature]

Title: Senior Development Manager

STATE OF COLORADO)
) SS
COUNTY OF ARAPAHOE)

The above and foregoing instrument was subscribed and sworn to before me this 3rd day of June, A.D. 2004, by Bryan McFarland, Senior Development Manager

My Commission expires:

4-16-2007

Witness my hand and official seal.

Charline West
NOTARY PUBLIC



APPROVED AS TO FORM:

[Signature]

REVIEWED BY:

[Signature]

[Signature]

Chickhauser

Vernon A. Adam

EXHIBIT A

LEGAL DESCRIPTION:

A PUBLIC ACCESS AND UTILITY EASEMENT LOCATED IN THE NORTHWEST AND SOUTHWEST ONE-QUARTERS OF SECTION 19, TOWNSHIP 5 SOUTH, RANGE 65 WEST OF THE 6TH P.M., CITY OF AURORA, COUNTY OF ARAPAHOE, STATE OF COLORADO, BEING DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF THE SAID NORTHWEST ONE-QUARTER OF SECTION 19 AND CONSIDERING THE EAST LINE OF SAID NORTHWEST ONE-QUARTER TO BEAR SOUTH 00 DEGREES 04 MINUTES 12 SECONDS WEST WITH ALL BEARINGS HEREIN RELATIVE THERETO; THENCE SOUTH 89 DEGREES 16 MINUTES 12 SECONDS WEST ALONG THE NORTH LINE OF THE SAID NORTHWEST ONE-QUARTER, A DISTANCE OF 981.62 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 00 DEGREES 43 MINUTES 48 SECONDS EAST, A DISTANCE OF 520.63 FEET; THENCE NORTH 89 DEGREES 16 MINUTES 12 SECONDS EAST, A DISTANCE OF 963.00 FEET TO THE NORTHWEST CORNER OF SOUTHLANDS SUBDIVISION FILING NO. 1 RECORDED AT RECEPTION NO. B3265867 IN THE OFFICE OF THE CLERK AND RECORDER FOR ARAPAHOE COUNTY; THENCE SOUTH 00 DEGREES 43 MINUTES 48 SECONDS EAST ALONG THE WEST LINE OF SAID SUBDIVISION, A DISTANCE OF 114.00 FEET; THENCE SOUTH 89 DEGREES 16 MINUTES 12 SECONDS WEST, A DISTANCE OF 963.00 FEET; THENCE SOUTH 00 DEGREES 43 MINUTES 48 SECONDS EAST, A DISTANCE OF 1,231.57 FEET; THENCE ALONG THE ARC OF A 557.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 32 DEGREES 07 MINUTES 49 SECONDS, A DISTANCE OF 312.35 FEET AND HAVING A CHORD WHICH BEARS SOUTH 15 DEGREES 20 MINUTES 07 SECONDS WEST, A DISTANCE OF 308.28 FEET; THENCE SOUTH 31 DEGREES 24 MINUTES 01 SECONDS WEST, A DISTANCE OF 136.48 FEET; THENCE ALONG THE ARC OF A 243.00 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 88 DEGREES 22 MINUTES 52 SECONDS, A DISTANCE OF 374.84 FEET AND HAVING A CHORD WHICH BEARS SOUTH 12 DEGREES 47 MINUTES 25 SECONDS EAST, A DISTANCE OF 338.76 FEET; THENCE SOUTH 56 DEGREES 58 MINUTES 51 SECONDS EAST, A DISTANCE OF 324.07 FEET; THENCE SOUTH 33 DEGREES 01 MINUTES 09 SECONDS WEST, A DISTANCE OF 114.00 FEET; THENCE NORTH 56 DEGREES 58 MINUTES 51 SECONDS WEST, A DISTANCE OF 324.07 FEET; THENCE ALONG THE ARC OF A 357.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 88 DEGREES 22 MINUTES 52 SECONDS, A DISTANCE OF 550.69 FEET AND HAVING A CHORD WHICH BEARS NORTH 12 DEGREES 47 MINUTES 25 SECONDS WEST, A DISTANCE OF 497.69 FEET; THENCE NORTH 31 DEGREES 24 MINUTES 01 SECONDS EAST, A DISTANCE OF 136.48 FEET; THENCE ALONG THE ARC OF A 443.00 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 32 DEGREES 07 MINUTES 49 SECONDS, A DISTANCE OF 248.43 FEET AND HAVING A CHORD WHICH BEARS NORTH 15 DEGREES 20 MINUTES 07 SECONDS EAST, A DISTANCE OF 245.18 FEET; THENCE NORTH 00 DEGREES 43 MINUTES 48 SECONDS WEST, A DISTANCE OF 1,866.20 FEET; THENCE NORTH 89 DEGREES 16 MINUTES 12 SECONDS EAST, A DISTANCE OF 114.00 FEET TO THE POINT OF BEGINNING.

CONTAINING 459,751 SQUARE FEET OR 10.5544 ACRES, MORE OR LESS.

DATE:

STEVE R. OLSON, REGISTERED LAND SURVEYOR
COLORADO REGISTRATION NUMBER 24670
FOR AND ON BEHALF OF CLC ASSOCIATES, INC.

REVIEWED

BY: MBH 4-14-04
REAL PROPERTY SERVICES DATE

3-5

ILLUSTRATION FOR EXHIBIT A

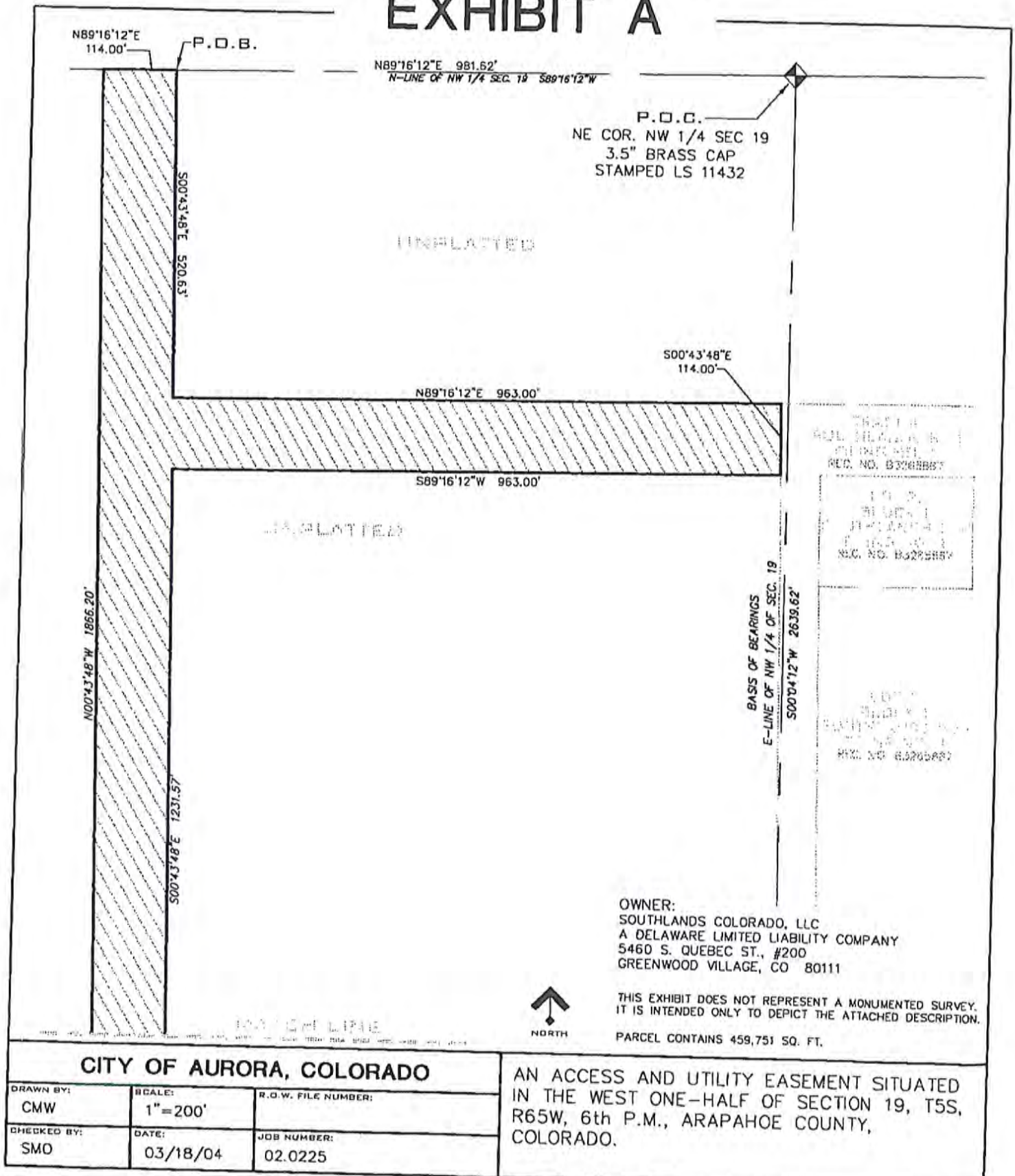
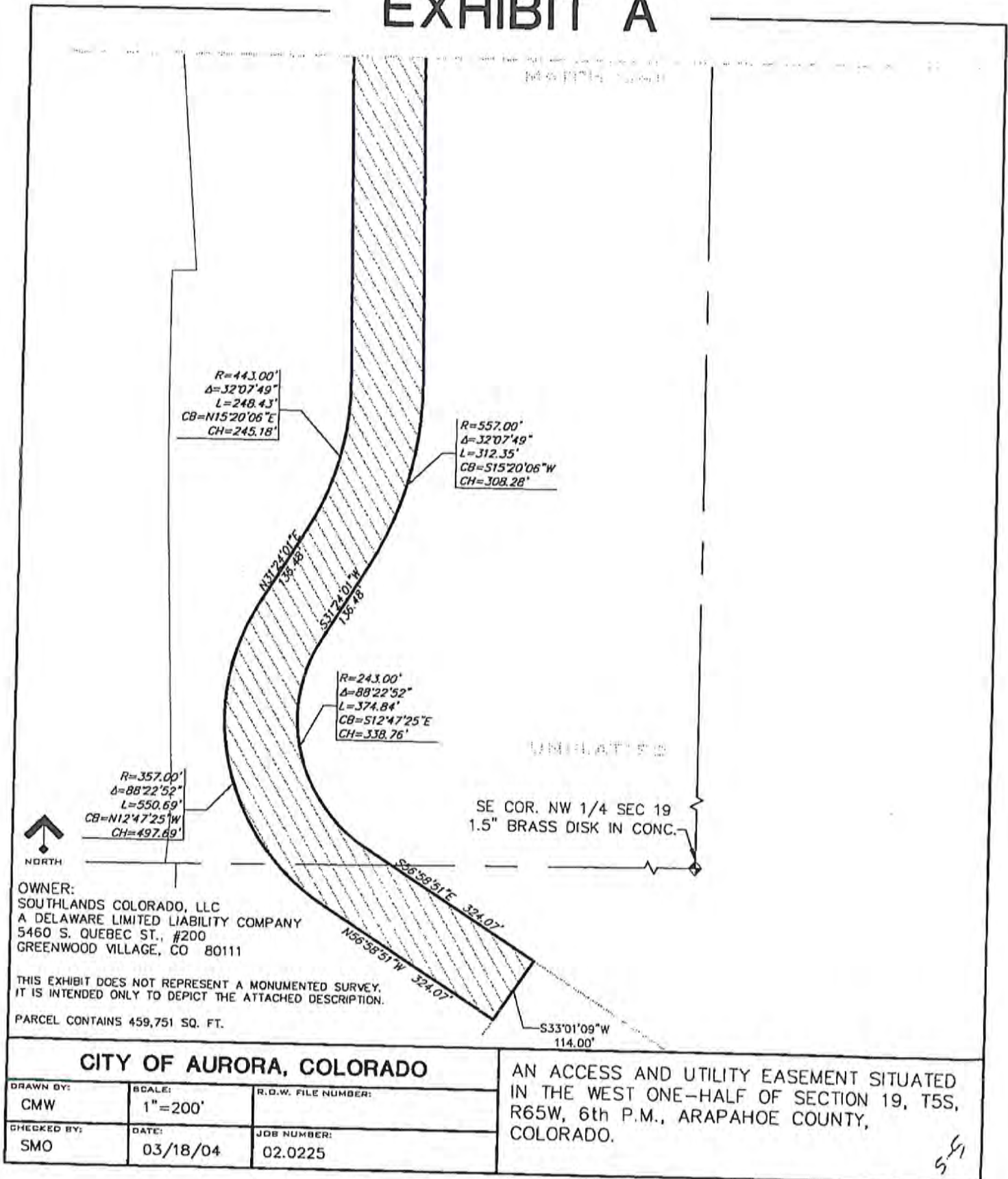


ILLUSTRATION FOR EXHIBIT A





City Clerk's Office
City Of Aurora
15151 E. Alameda Parkway,
1st Floor
Aurora, Colorado 80012-1555

Arapahoe County Clerk & Recorder, Nancy A. Doty

Reception #: B4191770

Receipt #: 5220400

Recording Fee: \$21.00

Pages Recorded: 4

Date Recorded: 11/1/2001 12:22:54 PM



FIRE LANE, UTILITY, AND ACCESS EASEMENT

The undersigned owner(s) and/or Grantor(s) hereby acknowledge(s) receipt from **THE CITY OF AURORA, COLORADO**, a municipal corporation of the Counties of Adams, Arapahoe, and Douglas, State of Colorado, and hereinafter called "Grantee," of the sum of one and no/100 dollar(s) (\$1.00) and other good and valuable consideration, in consideration, of which Grantor(s) hereby grant(s) unto said Grantee, an easement, together with the right, privilege, and authority to construct, reconstruct, operate, and maintain its water, sewer, and storm drainage transmission mains, lines and facilities, and all fixtures, devices and structures whatsoever necessary or useful in the operation of said transmission mains; and said grant to include a fire lane easement, together with the right-of-way for access, ingress, and egress of emergency and service vehicles over, across, on, and through the described property, which said lanes to be designated as emergency and service vehicle roads which shall be posted by the Grantor with signs stating "NO PARKING - FIRE LANE" in accordance with the City Code of Aurora, Colorado.

These easements are situated in the County of Arapahoe, State of Colorado, and more particularly described as follows:

See Exhibit A wherein the description is more fully set forth. Said exhibit is attached hereto and incorporated herein by reference.

Together with the right of access, ingress, and egress over said premises, to survey, construct, reconstruct, maintain, operate, control, and use said mains, lines, and facilities and to remove objects or structures therefrom. The Grantor(s) shall not remove any materials from the surface of the right-of-way or stockpile materials on the right-of-way herein granted.

The Grantor(s) reserve(s) the right to use said premises for any purpose consistent with the rights and privileges herein granted and which will not interfere with or endanger the Grantee's facilities therein, or interfere with the use of any of the rights herein granted. Such reservation by the Grantor(s) shall include the right to use the land for public or private road, and any other lawful use which will not interfere with Grantee's rights or facilities.

In the case of permanent abandonment of said easement and right-of-way by Grantee, Grantee shall give written notice to Grantor(s) of its intent to abandon said easement, and Grantee shall have six (6) months thereafter in which to remove all facilities, pipe, structures, and all property placed on said easement; and for these purposes, all property placed by Grantee within said easement shall be deemed to have remained personal property; and upon the failure of Grantee to remove all of said property within said six-month period, then all of said property shall become the sole and separate property of the Grantor(s), its heirs, successors, and assigns, and the Grantor(s), its heirs, successors, and



City Clerk's Office
City Of Aurora
15151 E. Alameda Parkway,
1st Floor
Aurora, Colorado 80012-1555

assigns, shall thereupon be restored to first and former estate, free and clear of any grant of easement herein contained or any right or privilege attaching to the herein described grant of easement.

Signed and delivered this 9th day of September A.D. 2004.

SOUTHLANDS COLORADO, LLC
A Delaware Limited Liability Company

By: _____

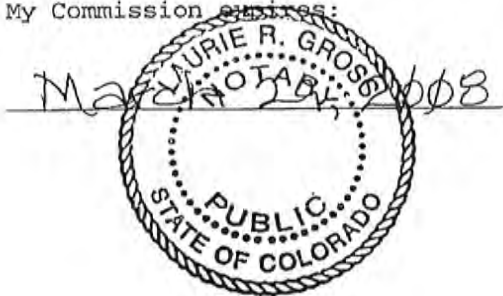
Title: _____

AUTHORIZED AGENT

STATE OF COLORADO,
COUNTY OF ARAPAHOE) SS

The above and foregoing instrument was subscribed and sworn to before me this 9th day of September A.D. 2004, by DONALD G. PROVOST, AS AUTHORIZED AGENT FOR SOUTHLANDS COLORADO, LLC

My Commission expires:



Witness my hand and official seal.

Laurie R. Gross
NOTARY PUBLIC

APPROVED AS TO FORM:

Glenda M. Dominguez
[Signature]

REVIEWED BY:

[Signature]
[Signature]
[Signature] ROBINSON
Vernon A. Adam

RPS8525
Rev. 01/00

EXHIBIT A

LEGAL DESCRIPTION:

AN ACCESS, FIRELANE AND UTILITY EASEMENT LOCATED IN THE SOUTH ONE-HALF OF SECTION 19, TOWNSHIP 5 SOUTH, RANGE 65 WEST OF THE 6TH P.M., CITY OF AURORA, COUNTY OF ARAPAHOE, STATE OF COLORADO, BEING DESCRIBED AS FOLLOWS:

COMMENCING AT THE NORTHEAST CORNER OF THE SOUTHWEST ONE-QUARTER OF SAID SECTION 19 AND CONSIDERING THE EAST LINE OF THE SAID SOUTHWEST ONE-QUARTER TO BEAR SOUTH 00 DEGREES 04 MINUTES 50 SECONDS WEST WITH ALL BEARINGS HEREIN RELATIVE THERETO; THENCE SOUTH 02 DEGREES 27 MINUTES 10 SECONDS EAST, A DISTANCE OF 606.77 FEET TO THE POINT OF BEGINNING; THENCE SOUTH 00 DEGREES 43 MINUTES 48 SECONDS EAST, A DISTANCE OF 114.00 FEET; THENCE SOUTH 89 DEGREES 16 MINUTES 12 SECONDS WEST, A DISTANCE OF 1.24 FEET; THENCE ALONG THE ARC OF A 431.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 33 DEGREES 44 MINUTES 57 SECONDS, AN ARC DISTANCE OF 253.87 FEET AND HAVING A CHORD WHICH BEARS NORTH 73 DEGREES 51 MINUTES 20 SECONDS WEST, A DISTANCE OF 250.22 FEET; THENCE NORTH 56 DEGREES 58 MINUTES 51 SECONDS WEST, A DISTANCE OF 581.58 FEET; THENCE SOUTH 33 DEGREES 01 MINUTES 09 SECONDS WEST, A DISTANCE OF 451.51 FEET; THENCE ALONG THE ARC OF A 72.00 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 03 DEGREES 40 MINUTES 34 SECONDS, AN ARC DISTANCE OF 4.62 FEET AND HAVING A CHORD WHICH BEARS SOUTH 31 DEGREES 10 MINUTES 52 SECONDS WEST, A DISTANCE OF 4.62 FEET; THENCE SOUTH 29 DEGREES 20 MINUTES 34 SECONDS WEST, A DISTANCE OF 92.94 FEET TO A POINT ON THE NORTH LINE OF SMOKY HILL ROAD RIGHT-OF-WAY RECORDED AT RECEPTION NO. B3255708 IN THE OFFICE OF THE CLERK AND RECORDER FOR ARAPAHOE COUNTY; THENCE NORTH 61 DEGREES 45 MINUTES 19 SECONDS WEST ALONG SAID NORTH RIGHT-OF-WAY, A DISTANCE OF 54.81 FEET TO A POINT ON THE EASTERLY E-470 RIGHT-OF-WAY RECORDED AT RECEPTION NO. A6066920 IN THE OFFICE OF THE CLERK AND RECORDER FOR ARAPAHOE COUNTY; THENCE THE FOLLOWING TWO (2) COURSES ALONG SAID EASTERLY RIGHT-OF-WAY:

- 1) NORTH 28 DEGREES 37 MINUTES 23 SECONDS EAST, A DISTANCE OF 76.29 FEET;
 - 2) NORTH 54 DEGREES 56 MINUTES 31 SECONDS WEST, A DISTANCE OF 88.68 FEET;
- THENCE NORTH 29 DEGREES 20 MINUTES 34 SECONDS EAST, A DISTANCE OF 8.88 FEET; THENCE ALONG THE ARC OF A 216.00 FOOT RADIUS CURVE TO THE RIGHT THROUGH A CENTRAL ANGLE OF 03 DEGREES 40 MINUTES 34 SECONDS, AN ARC DISTANCE OF 13.86 FEET AND HAVING A CHORD WHICH BEARS NORTH 31 DEGREES 10 MINUTES 52 SECONDS EAST, A DISTANCE OF 13.86 FEET; THENCE NORTH 33 DEGREES 01 MINUTES 09 SECONDS EAST, A DISTANCE OF 565.51 FEET; THENCE SOUTH 56 DEGREES 58 MINUTES 51 SECONDS EAST, A DISTANCE OF 725.58 FEET; THENCE ALONG THE ARC OF A 317.00 FOOT RADIUS CURVE TO THE LEFT THROUGH A CENTRAL ANGLE OF 33 DEGREES 44 MINUTES 57 SECONDS, AN ARC DISTANCE OF 186.72 FEET AND HAVING A CHORD WHICH BEARS SOUTH 73 DEGREES 51 MINUTES 20 SECONDS EAST, A DISTANCE OF 184.04 FEET; THENCE NORTH 89 DEGREES 16 MINUTES 12 SECONDS EAST, A DISTANCE OF 1.24 FEET TO THE POINT OF BEGINNING.

CONTAINING 180,668 SQUARE FEET OR 4.1475 ACRES, MORE OR LESS.



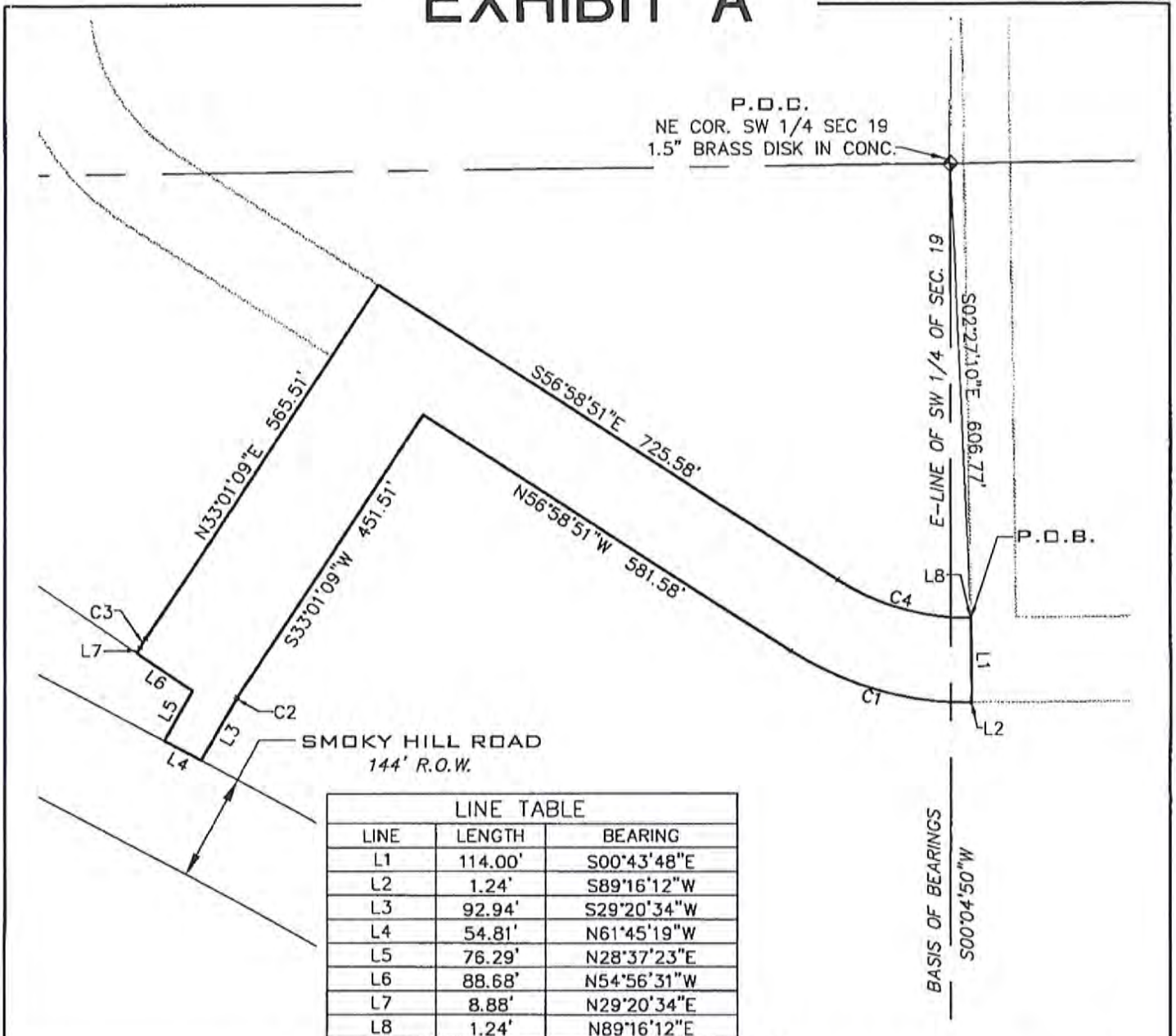
STEVEN OLSON, REGISTERED LAND SURVEYOR
COLORADO REGISTRATION NO. 24670
FOR AND ON BEHALF OF CLC ASSOCIATES, INC.

REVIEWED

BY: MBE 8-2-04
REAL PROPERTY SERVICES DATE

3-4

ILLUSTRATION FOR EXHIBIT A



CURVE TABLE					
CURVE	LENGTH	RADIUS	DELTA	CHORD BEARING	CHORD LENGTH
C1	253.87'	431.00'	33°44'57"	N73°51'20"W	250.22'
C2	4.62'	72.00'	3°40'34"	S31°10'52"W	4.62'
C3	13.86'	216.00'	3°40'34"	N31°10'52"E	13.86'
C4	186.72'	317.00'	33°44'57"	S73°51'20"E	184.04'

OWNER:
SOUTHLANDS COLORADO, LLC
A DELAWARE LIMITED LIABILITY COMPANY
5460 S. QUEBEC ST., #200
GREENWOOD VILLAGE, CO 80111



THIS EXHIBIT DOES NOT REPRESENT A MONUMENTED SURVEY.
IT IS INTENDED ONLY TO DEPICT THE ATTACHED DESCRIPTION.

PARCEL CONTAINS 180,668 SQ. FT.

CITY OF AURORA, COLORADO

DRAWN BY: CMW	SCALE: 1"=200'	R.O.W. FILE NUMBER:
CHECKED BY: SMO	DATE: 07/16/04	JOB NUMBER: 04.0074

AN ACCESS, FIRELANE AND UTILITY EASEMENT
SITUATED IN THE SOUTH ONE-HALF OF
SECTION 19, T5S, R65W, 6th P.M., ARAPAHOE
COUNTY, COLORADO.

4-4

Plotted: MON 02/24/95 04:12P By: Kevin Kennedy

**HKS HARRIS
KOCHER
SMITH**
1120 Lincoln Street, Suite 1000
Denver, Colorado 80203
P: 303.623.6300 F: 303.623.6311
HarrisKocherSmith.com

SOUTHLANDS - OFF SITE EASEMENTS
SCALE: 1" = 60'

