

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF SOUTH SLOAN'S LAKE METROPOLITAN DISTRICT NO. 1 ("District")

Held: Friday, May 15, 2020, 10:30 a.m.

Due to concerns regarding the spread of the Coronavirus (COVID-19) the meeting was held telephonically without any individuals attending in person.

ATTENDANCE

A Special Meeting of the Board of Directors of the South Sloan's Lake Metropolitan District No. 1, City and County of Denver, Colorado ("Board"), was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:

Cameron R. Bertron, President
Carl Koelbel, Assistant Secretary
Sarah Laverty, Assistant Secretary

Also present were:

AJ Beckman, District Manager, Public Alliance, LLC
Jon Hoistad, Esq., McGeady Becher P.C.
Margaret Henderson, CliftonLarsonAllen LLP
Ty Holman, Haynie & Company
Beth Ellertson, South Sloan's Lake Metropolitan District No. 2, Director

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Hoistad noted a quorum was present and discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Mr. Hoistad that disclosures of potential conflicts of interest were filed with the Secretary of State by the statutory deadline.

Agenda: The Board reviewed the Agenda for the meeting and following discussion, upon motion duly made by Director Laverty, seconded by Director Koelbel and, upon vote, unanimously carried, the Board approved the Agenda as presented.

Meeting Location: The Board entered into discussions regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of

the District's Board meeting. Following discussion, upon motion duly made by Director Laverty, seconded by Director Koelbel and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of the Coronavirus (COVID-19), the meeting was held telephonically without any individuals attending in person. The Board further noted that notice of this telephonic meeting was posted within the boundaries of the District and the Board has not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within the boundaries of the District.

Designation of 24-Hour Posting Location: Following discussion, upon motion duly made by Director Laverty, seconded by Director Koelbel and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to §§24-6-402(2)(c), C.R.S., shall be posted at the following location: 1596 Stuart St. on the fence behind the Chapel.

May 5, 2020 Directors' Election: Mr. Beckman noted that the election was cancelled as allowed by Statute as there were not more candidates that seats available. Directors Bertron and Laverty were elected to three-year terms and Director Koelbel was elected to a two-year term.

Appointment of Officers: Following discussion, upon motion duly made by Director Laverty, seconded by Director Koelbel and, upon vote, unanimously carried, the Board appointed the following slate of officers; Director Bertron as President, Director Koelbel as Treasurer, Mr. Beckman as Secretary, and Director Laverty as Assistant Secretary. It was noted that Oaths of Office were administered prior to the meeting and have been filed with the Denver County Clerk and Recorder.

Public Comment: There was no public comment.

Consent Agenda: The Board considered the following items:

- Approval of November 15, 2019 Regular Meeting Minutes.
- Ratify Change Order No 1. To the Service Agreement for Contract Oversight with EFG-Denver.
- Ratify Service Agreement for District Management Services with Public Alliance, LLC.
- Ratify Change Order No.1 to the Service Agreement for Landscaping and Snow Removal ("the Agreement") between the District and Environmental Designs Inc. to plant and maintain Spring and Fall Annual Color in the amount of \$4,375.37.
- Ratify Change Order No. 2 to the Agreement between the District and Environmental Designs Inc. to remove tree wrap and install mulch rings on all trees for an amount not to exceed \$3,731.64.
- Ratify Agreement for Concrete Services between the District and Guizar Concrete Construction LLC in the amount of \$7,865.00.

- Ratify Service Agreement for Electric Outlet Repair between the District and with Greiner Electric LLC for the repair of sidewalk outlets along Raleigh Street in the amount of \$4,102.00.
- Ratify Change Order No. 4 to the Agreement for Hydro Vacuum Excavating / Cleaning between the District and Diversified

Underground Inc. for hydro cleaning the CDS Vault at the intersection of Conejos and Quitman for an amount not to exceed \$2,155.00.

Following discussion, upon motion duly made by Director Laverty, seconded by Director Koelbel and, upon vote, unanimously carried, the Board approved and /or ratified the items above listed on the Consent Agenda.

FINANCIAL MATTERS

Payment of Claims: Ms. Henderson presented for the Board's review and consideration a statement of claims. Following review, upon motion duly made by Director Laverty, seconded by Director Koelbel and, upon vote, unanimously carried, the Board ratified approval of the payment of claims as presented.

March 31, 2020 Unaudited Financial Statements and Cash Position: Ms. Henderson reviewed the Unaudited Financial Statements for the period ending March 31, 2020 and Statement of Cash Position with the Board. Following discussion, upon motion duly made by Director Laverty, seconded by Director Koelbel and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements and Cash Position as presented.

2019 Budget Amendment: The President opened the public hearing to consider the proposed 2019 Budget and discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2019 Budget and the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Henderson reviewed the 2019 Budget Amendment with the Board. Following discussion, upon motion duly made by Director Bertron, seconded by Director Koelbel and, upon vote, unanimously carried, Resolution No. 2020-05-01 amending the 2019 Budget was adopted.

2019 Audit: Mr. Holman presented the 2019 Audit to the board.

Following review, upon motion duly made by Director Laverty, seconded

by Director Koelbel and, upon vote unanimously carried, the Board approved the 2019 Audit and authorized execution of the Representations Letter.

Discuss 2021 Budget and confirm Public Hearing: Following discussion, the Board confirmed that the Public Hearing to adopt the 2021 Budget will be held on November 20, 2020.

LEGAL MATTERS

Bill of Sale from Sloan's Block 3 stormwater vault: Attorney Hoistad reported that preparation of the Bill of Sale is in process. He is working on obtaining the necessary easements from three separate entities. This matter will be considered at the next Board meeting.

Acceptance of Access and Maintenance Easement from Sloan's Block 3: This matter was deferred to the next Board meeting.

Termination of Operation Funding Agreements with EFG-South Sloan's Lake I LLC: This matter was deferred to the next Board meeting.

Termination of Facilities Acquisition Agreement with EFG-South Sloan's Lake I LLC: This matter was deferred to the next Board meeting.

Cost Sharing and Reimbursement Agreement between the District and CL Sloan's Lake L.P (Landscape Features): Director Laverty explained that the agreement allows for reimbursement by the District for certain landscaping improvements around the Regatta building on Block 5. She noted that she invited representative of the Regatta HOA to attend the Board meeting in order to clarify the terms of reimbursement. Discussion ensued regarding damage to landscaping from pet waste and issues with irresponsible pet owners. The Board discussed turf replacements and possible alternatives. Ms. Ellertson asked if the District could enforce rules or impose fines against irresponsible pet owners. Director Bertron suggested that the City of Denver would be the appropriate entity to call for such purposes as the District does not have the ability to impose or enforce restrictions governing pet owners.

Plaza Events Committee: Attorney Hoistad explained that because this is District property, public access to events and programs should be taken into consideration. The Board determined to continue discussion at the next meeting.

OPERATIONS MATTERS

Landscaping Projects Status Report: Mr. Beckman reviewed the landscaping report with the Board. He explained that the budgeted amounts for the line items are rough estimates. As the pricing for the work becomes clearer, updates will be made.

**CONSTRUCTION /
DEVELOPMENT
ITEMS**

Director Bertron reported that the plaza area is nearly complete.

**BOARD MEMBER
ITEMS**

There were no Board member items.

OTHER ITEMS

There were no other items.

ADJOURNMENT

There was no other business to come before the Board and the meeting was adjourned.

The foregoing record constitutes a true and correct copy of the Minutes of the above referenced meeting.

DocuSigned by:

Sarah Laverty

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Secretary