

## RECORD OF PROCEEDINGS

### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF SOUTH SLOAN'S LAKE METROPOLITAN DISTRICT NO. 2 HELD SEPTEMBER 17, 2021

A special meeting of the Board of Directors (“**Board**”) of the South Sloan’s Lake Metropolitan District No. 2 (“**District**”) was convened on Friday, September 17, 2021, at 9:30 a.m. This District Board meeting was held via Zoom Videoconference. The meeting was open to the public.

#### ATTENDANCE

##### Directors present and acting:

Cameron R. Bertron, President  
Sarah Lavery, Assistant Secretary  
Carl Koelbel, Treasurer  
Beth Ellertson, Assistant Secretary

##### Also present were:

AJ Beckman, District Manager, Public Alliance, LLC  
Noel Nail, Administrative Manager, Public Alliance, LLC  
Jon Hoistad, Esq., McGeady Becher P.C.

#### 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 Attorney 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 Koelbel, seconded by Director Bertron and, upon vote, unanimously carried, the Board approved the Agenda as amended.

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 Bertron, seconded by Director Lavery and, upon vote, unanimously carried, the Board determined to conduct this meeting via Zoom videoconference. The Board noted that notice of this meeting and

Zoom meeting information was duly posted and the Board had not received any objections to the Zoom meeting or any requests that the meeting be changed by taxpaying electors within the District's boundaries.

Resignation of Director Robitaille: It was noted that Director Robitaille tendered a letter of resignation. Upon motion duly made by Director Koelbel, seconded by Director Bertron and, upon vote, unanimously carried, the Board acknowledged Director Robitaille's resignation effective September 17, 2021.

Mr. Beckman inquired about potential Board Candidates. Director Koelbel noted that a business owner or homeowner would be a good addition. Director Koelbel stated that he would see if he knew anyone that was interested. Attorney Hoistad advised the Board that notice of the vacancy would need to be published prior to the appointment of a new Director.

Public Comment: There was no public comment

## **FINANCIAL MATTERS**

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

## **LEGAL MATTERS**

### **Dissolution of South Sloan's Lake Metropolitan District No. 1:**

The Board discussed the proposed dissolution of South Sloan's Lake Metropolitan District No. 1 ("District No. 1"), noting all operations and services would be assigned and/or transferred to the District for ongoing operations and responsibility.

Cooperation Agreement with Denver Urban Renewal Authority: The Board discussed the Cooperation Agreement currently in effect by and among the District, District No. 1 and the Denver Urban Renewal Authority ("DURA"). Following discussion, and in preparation for the dissolution of District No. 1, the Board authorized Attorney Hoistad to work with DURA to terminate the Cooperation Agreement as to District No. 1, noting the Cooperation Agreement is to remain in effect between DURA and the District.

Memorandum of Understanding: Attorney Hoistad discussed terminating the Memorandum of Understanding between the District and District No. 1. Following discussion, upon motion duly made by Director Koelbel, seconded by Director Bertron, and upon vote unanimously carried, the Board approved the Termination of Memorandum of Understanding between the District and District No. 1 dated January 27, 2014.

Facilities Funding, Construction and Operations Agreement: Attorney Hoistad discussed terminating the Facilities Funding, Construction and

Operations Agreement between the District and District No. 1 dated February 17, 2016 (“FFCOA”). Following discussion, and in preparation for the dissolution of District No. 1, upon motion duly made by Director Koelbel, seconded by Director Bertron, and upon vote unanimously carried, the Board approved the termination of the FFCOA.

Intergovernmental Agreement Regarding Covenant Enforcement and Design Review Services: Attorney Hoistad discussed terminating the Intergovernmental Agreement Regarding Covenant Enforcement and Design Review Services dated April 23, 2014 between the District and District No. 1. Following discussion, and in preparation for the dissolution of District No. 1, upon motion duly made by Director Koelbel, seconded by Director Bertron, and upon vote unanimously carried, the Board approved the Termination of Intergovernmental Agreement Regarding Covenant Enforcement and Design Review Services dated April 23, 2014 between the District and District No. 1.

Real Property Conveyance: Attorney Hoistad explained that in preparation for the dissolution of District No. 1 all real property owned by District No. 1 would need to be conveyed to the District. Following discussion, upon motion duly made by Director Koelbel, seconded by Director Bertron, and upon vote unanimously carried, the Board authorized, approved, and directed District Counsel to perform all necessary actions relative to the conveyance of all public improvements, real property and appurtenances owned by District No. 1 to the District.

Assignment and Assumption of Covenants and Easements: Following discussion, upon motion duly made by Director Koelbel, seconded by Director Bertron, and upon vote unanimously carried, the Board authorized, approved, and directed District Counsel to perform all necessary actions related to the assignment and assumption of covenants and easements from District No. 1 to the District.

Assignment and Assumption of Service Agreements: Following discussion, upon motion duly made by Director Koelbel, seconded by Director Bertron, and upon vote unanimously carried, the Board authorized, approved, and directed District Counsel to prepare all necessary documents related to the assignment and assumption of service agreements from District No. 1 to District No. 2.

Director Bertron asked if the District is required to notify the City about terminating any of the service agreements. Attorney Hoistad explained that the Termination of Agreement document is sufficient, however he will draft a letter to the City as a courtesy.

Resolution No. 2021-09-01: Attorney Hoistad reviewed the resolution with the Board. Following discussion, upon motion duly made by Director Koelbel, seconded by Director Laverty, and upon vote unanimously carried,

the Board adopted Resolution No. 2021-09-01 Regarding Acknowledging Dissolution of South Sloan’s Lake Metropolitan District No. 1.

**OPERATIONS  
MATTERS**

Proposal from BrightView Landscaping Inc. for Landscaping and Snow Removal: Mr. Beckman discussed the proposal from BrightView Landscaping Inc. The proposal includes daily landscaping oversight, which, in his opinion is what the property requires. He noted that cost is greater than the current landscaping contract due to the broader scope of services. The contract would begin January 1, 2022, which would be in the middle of the snow removal season, but the current contract with EDI could be terminated early if desired, and snow removal could begin with BrightView in winter 2021. The snow removal proposal includes an option for using BrightView’s equipment and an option that allows the District to buy and store equipment onsite. Director Ellertson raised a question about options for additional items like extra nutrients for trees, etc. Mr. Beckman explained that these services are not included in this proposal but would be available at additional cost.

Upon motion duly made by Director Koelbel, seconded by Director Laverty, and upon a vote unanimously carried, the Board approved the proposal by Brightview Landscaping Inc. for 2022 Landscaping Maintenance and Snow Removal Services.

Streetscape Improvements: The Board discussed the issues concerning problems with existing streetscapes due to pet traffic and vehicle damage and possible solutions. Multiple solutions were discussed including hardscape, plant materials, and built-in planters. It was decided that the Board would revisit the issue once the contract with BrightView was in place.

17<sup>th</sup> Avenue Planters: After discussion the Board decided to defer this issue until the contract with BrightView was in place.

**CONSTRUCTION /  
DEVELOPMENT  
ITEMS**

None.

**BOARD MEMBER  
ITEMS**

Director Ellertson noted concerns regarding the portable toilets provided for the weekend events hosted by Gum Pop Productions. Because they have locks on them people experiencing homelessness have been using them to store their belongings and it’s causing problems. Mr. Beckman reported that he had already been made aware of the problem and has been working with the event coordinator to address these issues.

**OTHER ITEMS**

None.

**ADJOURNMENT**

There was no other business to come before the Board and the meeting was adjourned at 10:36 a.m.

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

*Lauri Lavey*

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Secretary