

RECORD OF PROCEEDINGS**MINUTES OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF SUBURBAN
METROPOLITAN DISTRICT**

Held: Thursday, August 18, 2022, at 9:00 a.m., via telephone conference.

Attendance

A Special Meeting of the Board of Directors of the Suburban Metropolitan District, County of Arapahoe, State of Colorado, 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:

J. Anthony Pray, President (via phone)
Diane Abreu, Treasurer (via phone)
George R. Cairns, Assistant Secretary (via phone)
Mark Argo, Assistant Secretary (via phone)

Following discussion, upon motion duly made by Director Pray, seconded by Director Abreu, and upon vote unanimously carried, the Board excused the absence of Director Irene A. Bindrich.

Also present were:

Craig Sorensen and Lisa Jacoby, McGeady Becher P.C.
(via phone)
Mike Owens, Owens Landscape Design &
Management, Inc. (via phone)

**Disclosure of Potential
Conflicts of Interest**

The Board 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. No additional conflicts of interest were disclosed at the meeting.

**Quorum / Meeting Location /
Posting of Notices**

Mr. Sorensen confirmed the presence of a quorum. The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's board meeting.

It was noted that the meeting was being held via telephone conference, as permitted by statute and by the District's adopted meeting resolution. Mr. Sorensen reported that notice was posted on the District website at

least 24 hours prior to the meeting. The Board further noted that no objections to the telephonic manner of the meeting or any requests that the telephonic manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

Approval of Agenda

The Board reviewed the Agenda for the meeting. Following review and discussion, and upon motion duly made by Director Pray, seconded by Director Abreu, and upon vote unanimously carried, the Board approved the Agenda, as presented.

May 3, 2022 Regular Directors' Election (the "Election")

Mr. Sorensen informed the Board that the Election was cancelled, as permitted by statute, because there were not more candidates than seats available. He noted that Directors Argo and Bindrich were each deemed elected to 3-year terms ending in May 2025.

Appointment of Officers

Following discussion, upon motion duly made by Director Cairns, seconded by Director Argo, and upon vote unanimously carried, the Board appointed the following officers:

- President: J. Anthony Pray
- Secretary: Craig Sorensen
- Treasurer: Diane Abreu
- Assistant Secretary: Mark Argo
- Assistant Secretary: Irene Bindrich
- Assistant Secretary: George Cairns

Minutes of December 7, 2021 and March 15, 2022 Special Meetings

The Board reviewed the December 7, 2021 and March 15, 2022 Special Meetings. Following discussion, upon motion duly made by Director Pray, seconded by Director Abreu, and upon vote unanimously carried, the Board approved the Minutes, as submitted.

2022 Median Landscape Improvement Project (the "Project"):

Public Bidding Process

Ms. Jacoby discussed the public bidding process, noting that although some contractors requested and received the bid package, no bids were received. One contractor provided a response declining the Project. No contractors attended the mandatory pre-bid conference on site with Mr. Owens.

Proposal from Owens
Landscape to Complete the
Project

Mr. Owens reviewed with the Board the Proposal from Owens Landscape Design & Management, Inc. ("Owens Landscape") to complete the Project, at a cost of \$132,700.00.

He noted that work would need to begin within about two weeks of the meeting date in order for it to be completed before adverse weather sets in. He indicated it would take 30-45 days to complete the project. Mr. Owens also discussed the additional work included in his proposal subsequent to his original presentation of the Project to the Board at the December 7, 2021 meeting. Such changes included irrigation controller replacements and the removal of 4 dead trees, and general cost increases in the industry from his earlier proposal. The total cost of the Proposal is \$132,700.00, to be paid in three installments of \$44, 233.33. The first installment is due when work commences, the second installment when the work is half-way completed, and the third installment when the work is finished.

Mr. Sorensen informed the Board that there are sufficient funds appropriated in the 2022 Budget for the Project. Following extensive discussion, upon motion duly made by Director Pray, seconded by Director Cairns, and upon vote unanimously carried, the Board approved the award of the contract for the Project to Owens Landscape, authorized the issuance of the Notice of Award and the Notice to Proceed, and authorized execution of the contract for the Project.

Other Business

There was no other business.

Adjournment

There being no further business coming before the Board, upon motion duly made by Director Abreu, seconded by Director Argo, and upon vote unanimously carried, the meeting was adjourned.

The foregoing Minutes were approved by the Board of Directors on November 17, 2022.

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


Secretary