

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF SUBURBAN METROPOLITAN DISTRICT

Held: Thursday, November 17, 2022, at 9:00 a.m., at
6367 S. Filbert Lane
Centennial, CO 80121

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
Diane Abreu, Treasurer
Irene A. Bindrich, Assistant Secretary
George R. Cairns, Assistant Secretary
Mark Argo, Assistant Secretary (via phone)

Also present were:

Craig Sorensen, McGeady Becher P.C.
Mike Owens, Owens Landscape Design &
Management, Inc. (via phone, for a portion of the meeting)

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, if any. 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 within the boundaries of the District. Mr. Sorensen reported that notice of the time, date and location of the meeting was duly posted on the website of the District, and that no objections to the location or any requests that the

meeting location be changed were received from
taxpaying electors within the District’s boundaries.

Approval of Agenda

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

Minutes of August 18, 2022
Special Meeting

The Board reviewed the minutes of the August 18, 2022 Special Meeting. Following discussion, upon motion duly made by Director Argo, seconded by Director Bindrich, and upon vote unanimously carried, the Board approved the minutes, as submitted.

2023 Meeting Schedule /
Meeting/Posting Resolution

The Board discussed the regular meeting schedule for 2023. Following discussion, the Board determined that regular meetings for 2023 would be scheduled as needed at 6343 S. Grape Court, Centennial, Colorado, or to be held virtually (at the discretion of the Board).

Following review and discussion, and upon motion duly made by Director Abreu, seconded by Director Pray, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

Insurance Renewal / SDA
Membership

Mr. Sorensen informed the Board that renewal of the District’s liability and workers’ compensation insurance policies for 2023 are in process, and that the District’s membership in the Special District Association will be renewed in January 2023.

Following discussion, and upon motion duly made by Director Pray, seconded by Director Abreu, and upon vote unanimously carried, the Board authorized the renewals.

Service Agreement for
Project Management Services
and Addendum

Following review and discussion, and upon motion duly made by Director Argo, seconded by Director Abreu, and upon vote unanimously carried, the Board ratified approval of the March 15, 2022 Service Agreement for Project Management Services for 2022 Median Landscape Improvement Project (Arapahoe Road, S. Holly St. and S. Quebec St.) between the District and Owens Landscape Design & Management, Inc., and the August 18, 2022 Addendum to same.

Planting of Annual Flowers Mr. Owens offered to act as Project Manager to choose a contractor to plant the

annual flowers, with planting expected by mid-May 2023. Following discussion, and motion duly made by Director Pray, seconded by Director Abreu, and upon vote unanimously carried, the Board authorized the preparation and execution of an addendum or change order to the Service Agreement for Project Management Services, as determined by District Counsel.

Status of 2022 Median
Landscape Improvement
Project

Mr. Owens informed the Board that the Project is complete. All of the new flower beds are in, and all dead trees have been removed. New irrigation controllers have been installed on the Holly St. medians north and south of Arapahoe Rd. He noted that there is some damage on the nosing of the Arapahoe Road median east of Holly St. (removed by Arapahoe County while dealing with a natural gas leak caused by construction at the northwest corner of Arapahoe Rd. & Holly St.). Mr. Owens informed the Board that he will check the damaged area after it is repaired.

Fall Planting of Tulip and
Daffodil Bulbs NOT
APPROVED

Following discussion, and upon motion duly made by Director Pray, seconded by Director Abreu, and upon vote unanimously carried, the Board confirmed that that the proposal from Owens Landscape Design & Management, Inc. for \$26,020 to plant fall bulbs (previously circulated via email) was NOT APPROVED. It was noted that the Board had initially thought these plantings would take the place of the annual flowers planned for 2023, but Mr. Owens confirmed that these bulbs would only bloom early in the season. The Board determined this expense was not needed, and would instead wait for the planting of summer flowers.

Proposal from Owens
Landscape Design &
Management, Inc. for Winter
Watering for New Plantings

Mr. Owens reviewed the Proposal with the Board, indicating that winter watering of the new plantings would be required every two weeks if conditions remain dry.

Following review and discussion, and upon motion duly made by Director Argo, seconded by Director Cairns, and upon vote unanimously carried, the Board approved the proposal (hourly fee of \$390.00 per hour + \$150.00 for traffic control), and authorized the preparation of a Change Order to the Service Agreement for Landscape Maintenance Services.

Proposal from Owens Landscape Design & Management, Inc. for Monthly Irrigation Zone Checks

Mr. Owens reviewed the Proposal with the Board, and recommended that regular irrigation zone checks be performed so that the new plantings don't suffer from lack of water. He noted that his crews normally only perform a visual review of the condition of the plants to determine if they are getting enough water, but given the amount of money invested in the new plantings, Mr. Owens thinks that actual testing of the irrigation zones would be advisable.

Following review and discussion, and upon motion duly made by Director Cairns, seconded by Director Bindrich, and upon vote unanimously carried, the Board approved the proposal (cost of \$700 per month, for the period of April through October 2023), and authorized the preparation of a Change Order to the Service Agreement for Landscape Maintenance Services.

Visibility Issues

Director Cairns raised the issue of visibility when turning onto S. Holly St. from S. Forest St. Mr. Owens was unsure of what specific areas or plantings might be impairing visibility. Following discussion, the Board appointed a committee consisting of Directors Cairns and Pray to provide specific information to Mr. Owens regarding visibility issues so that he can address them as needed.

Claims

No claims were presented for the Board's review.

Cash Position Statement

No cash position statement was presented.

Change Order No. 8 to Service Agreement for Accounting Services

The Board deferred discussion.

2022 Budget Amendment

Director Pray opened the public hearing to consider a proposed amendment to the 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

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

It was determined that no amendment to the 2022 Budget was required.

2023 Budget

Director Pray opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

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

Mr. Sorensen reviewed with the Board the estimated 2022 expenditures and the proposed 2023 expenditures.

It was noted that the District would certify a mill levy of 0.410 mills in the General Fund, the same levy as the prior year.

Director Argo then moved (seconded by Director Bindrich) to adopt the 2023 Budget, and the Board considered adoption of Resolution No. 2022-11-02 to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-11-03 to Set Mill Levies. Following discussion, and upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. District Counsel was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Arapahoe County not later than December 15, 2022. District Counsel was further directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

DLG-70 Certification of Tax Levies

Following discussion, upon motion duly made by Director Abreu, seconded by Director Pray, and upon vote unanimously carried, the Board authorized District Counsel to prepare and sign the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties.

Preparation of 2024 Budget

Following discussion, upon motion duly made by Director Cairns, seconded by Director Bindrich, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

Preparation of 2022 Audit Exemption

Following discussion, upon motion duly made by Director Cairns, seconded by Director Bindrich, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the Application for Exemption from Audit for 2022.

Wells Fargo Bank Account Issues

Mr. Sorensen discussed with the Board the continuing issues with Wells Fargo Bank regarding account statements and authorized signers. Following discussion, upon motion duly made by Director Cairns, seconded by Director Bindrich, and upon vote unanimously carried, the Board authorized closing the Wells Fargo account (once the issues are resolved) and opening a new operating account at a different bank (possibly First Bank).

May 2, 2023 Regular Directors' Election ("Election")

Mr. Sorensen informed the Board that Directors Pray, Abreu and Cairns would need to drop off of the Board at the Election, due to term limitations. He informed the Board that Sue Blair of Community Resource Services of Colorado, LLC ("CRS of Colorado") has agreed to handle the Election, but that the Proposal / Agreement for Election Services has not yet been received. It was noted that the District has budgeted \$50,000 for Election expenses.

Following discussion, upon motion duly made by Director Pray, seconded by Director Cairns, and upon vote unanimously carried, the Board authorized the engagement of CRS of Colorado to provide Election services and authorized execution of the Proposal / Agreement for Election Services, once received.

Following further discussion, upon motion duly made by Director Pray, seconded by Director Cairns, and upon vote unanimously carried, the Board adopted Resolution No. 2022-11-04 Calling a Regular Election for Directors on May 2, 2023, appointing Sue Blair of CRS of Colorado as Designated Election Official ("DEO"), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Section 32-1-809, C.R.S. Requirements (Transparency Notice)

Mr. Sorensen discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, the Board directed District Counsel to post the transparency notice on the Special District Association website and on the District website.

Other Business

There was no other business.

Adjournment

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

The foregoing Minutes were approved by the Board of Directors on December 8, 2023.

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

Craig Sorensen

Secretary