

RECORD OF PROCEEDINGS

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

Held: Wednesday, November 13, 2024, at 9:00 a.m., at
6343 S. Grape Ct.
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:

Irene A. Bindrich, President
Mark Argo, Treasurer
Angela T. Nofziger, Assistant Secretary
James P. Russell, Assistant Secretary

Following discussion, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board excused the absence of Director Robin Gustafson.

Also present were:

Craig Sorensen, McGeady Becher Cortese Williams P.C.
Mike Owens, Owens Landscape Design &
Management, Inc.
Lucinda Gang and Morgan Wheeler, Simmons &
Wheeler, P.C.

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, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board approved the agenda.

Minutes of April 12, 2024 Special Meeting

The Board reviewed the minutes of the April 12, 2024 Special Meeting. Following discussion, upon motion duly made by Director Nofziger, seconded by Director Russell, and upon vote unanimously carried, the Board approved the minutes, as submitted.

2025 Meeting Schedule / Meeting / Posting Resolution

The Board discussed the regular meeting schedule for 2025. Following discussion, the Board determined that meetings for 2025 would be scheduled as needed at 6340 S. Filbert Lane, Centennial, Colorado, or to be held virtually (at the discretion of the Board).

Following review and discussion, upon motion duly made by Director Bindrich, seconded by Director Argo, and upon vote unanimously carried, the Board adopted Resolution No. 2024-11-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

Insurance Coverage and SDA Membership

Following discussion, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board authorized renewal of the District's insurance coverage and Special District Association ("SDA") membership for 2025.

Website Accessibility Matters

Mr. Sorensen discussed website accessibility matters and reviewed proposals from website providers with the Board.

Following review and discussion, upon motion duly made by Director Argo, seconded by Director Russell, and upon vote unanimously carried, the Board authorized the engagement of Streamline Software, Inc. as the District's new website provider, and authorized execution of the appropriate agreement. The Board further determined there was no need for the establishment of a website accessibility committee.

Public Comment	There was no public comment.
Change Order Nos. 13-15 to Service Agreement	<p>The Board reviewed Change Orders Nos. 13-15 to the Service Agreement for Landscape Maintenance Services between the District and Owens Landscape Design & Management, Inc. (the “Owens Agreement”).</p> <p>Following review and discussion, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board ratified approval of the following change orders under the Owens Agreement:</p> <ol style="list-style-type: none"> 1. Change Order No. 13 (Irrigation Leak and Valve Repairs 2024) in the amount of \$1,025.00. 2. Change Order No. 14 (Tree Trimming and Removal 2024) in the amount of \$9,860.00. 3. Change Order No. 15 Median Damage Repair 2024) in the amount of \$1,325.00.
2024 Annual Flower Plantings and 2025 Annual Flower Plantings	<p>The Board discussed the 2024 annual flower plantings, noting that everything turned out well. Mr. Owens indicated that the installation cost for the 2025 annual flower plantings would increase by about 6% to \$42,080.00, but that the cost for maintenance of the plantings would remain the same, at \$26,150.00.</p> <p>Following discussion, upon motion duly made by Director Argo, seconded by Director Nofziger, and upon vote unanimously carried, the Board approved the 2025 plantings and maintenance, and authorized the preparation and execution of change orders to the Owens Agreement.</p>
Request from Owens Landscape Design & Management, Inc. for 5% Increase in Monthly Maintenance Services	<p>Mr. Owens informed the Board his last increase was a 5% increase in January 2022, and that he is requesting an additional 5% increase as of January 1, 2025. He indicated <u>annual</u> costs for the S. Quebec medians would increase by approximately \$50.00, and the Arapahoe Rd. and Holly St. medians would increase by approximately \$7,000.00. Also there would be a \$400.00 increase in March for dump fees for spring cleanout.</p> <p>Following discussion, upon motion duly made by Director Argo, seconded by Director Nofziger, and upon vote unanimously carried, the Board approved the increase and authorized the preparation and execution of a change order to the Owens Agreement.</p>
Status of Landscaping Projects and Maintenance	Mr. Owens provided an update on the status of landscaping projects and maintenance. He informed the

	<p>Board that he would be providing proposals for winter watering, insect control (including Emerald Ash Borer treatment), and deep root fertilization.</p>
Claims through November 13, 2024	<p>Ms. Wheeler reviewed with the Board the list of paid claims through November 13, 2024.</p> <p>Following review and discussion, upon motion duly made by Director Argo, seconded by Director Russell, and upon vote unanimously carried, the Board ratified approval of the payment of claims through November 13, 2024 in the amount of \$122,758.02.</p>
Financial Statements	<p>Ms. Wheeler reviewed with the Board the unaudited financial statements for the period ending September 30, 2024.</p> <p>Following review and discussion, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2024.</p>
2024 Budget Amendment	<p>Director Bindrich opened the public hearing to consider amendment of the 2024 Budget and discuss related issues.</p> <p>It was noted that publication of Notice stating that the Board would consider amendment of the 2024 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.</p> <p>No public comments were received, and the public hearing was closed.</p> <p>It was determined that no amendment to the 2024 Budget was required.</p>
2025 Budget	<p>Director Bindrich opened the public hearing to consider the proposed 2025 Budget and discuss related issues.</p> <p>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.</p> <p>No public comments were received, and the public hearing was closed.</p> <p>Ms. Wheeler reviewed with the Board the estimated</p>

2024 expenditures and the proposed 2025 expenditures.

It was noted that the District would certify a mill levy of 0.382 mills in the General Fund.

Following review and discussion, upon motion duly made by Director Argo, seconded by Director Russell, and upon vote unanimously carried, the Board approved the 2025 Budget, with revisions discussed at the meeting, adopted Resolution No. 2024-11-02 to Adopt the 2025 Budget and Appropriate Sums of Money, adopted Resolution No. 2024-11-03 to Set Mill Levies, 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, 2024. District Counsel was further directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2025.

Director Argo noted that the District's resources are gradually being depleted due to the costs for maintenance and new plantings, and that the District is spending more than it receives in property tax revenue. He requested the Board hold a special board meeting in early March 2025 to discuss a 5-year strategic plan for the District.

DLG-70 Certification of Tax Levies / Mill Levy Public Information

Following discussion, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form and Mill Levy Public Information form ("Certification") and directed District Counsel to file the Certification with the Board of County Commissioners and other interested parties.

Preparation of 2026 Budget

Following discussion, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2026 Budget.

Preparation of 2024 Audit Exemption

Following discussion, upon motion duly made by Director Russell, seconded by Director Nofziger, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the Application for Exemption from Audit for 2024.

May 6, 2025 Regular
Directors' Election

Mr. Sorensen informed the Board that the seats of Directors Argo and Bindrich will be available in May, but that Director Bindrich cannot run again due to term limitations. He further noted that, due to the possibility that a District-wide mail ballot election might be required, the District should engage an outside consultant to handle the election. Mr. Sorensen then reviewed with the Board the proposal from Circuit Rider of Colorado, LLC to provide election services.

Following review and discussion, upon motion duly made by Director Argo, seconded by Director Russell, and upon vote unanimously carried, the Board took the following actions:

- Adopted Resolution No. 2024-11-04, Resolution Calling a Regular Election for Directors on May 6, 2025 and appointing Sarah Shepherd of Circuit Rider of Colorado, LLC as Designated Election Official.
- Approved the proposal for election services from Circuit Rider of Colorado, LLC and authorized preparation of a Service Agreement.

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 Russell, seconded by Director Nofziger, and upon vote unanimously carried, the meeting was adjourned.

The foregoing Minutes were approved by the Board of Directors on February 17, 2025.

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

Craig Sorensen

Secretary