

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SBC METROPOLITAN DISTRICT HELD JUNE 8, 2021

A Special Meeting of the Board of Directors (referred to hereafter as the “Board”) of the SBC Metropolitan District (referred to hereafter as the “District”) was duly held on Tuesday, the 8th day of June, 2021 at 1:00 p.m. The meeting was open to the public.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Public Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting was held via Zoom.

ATTENDANCE

Directors In Attendance Were:

Tom Martin, Treasurer

Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Paula Williams, Esq.; McGeady Becher P.C.

Jason Carroll and Lindsay Ross; CliftonLarsonAllen LLP

Keiffer Garton; Prologis, Inc., Board Candidate

Katie Kier (SBC Metropolitan District Property Manager) and Meghan Bouchard (Park 70 Metropolitan District Property Manager); Prologis, Inc.

Shelby Turner and Katie McVey; Piper Sandler & Co. (for a portion of the meeting)

Tanna Boisvert and Brandon Collins; Independent District Engineering Services, LLC (“IDES”) (for a portion of the meeting)

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

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Ms. Finn noted that a quorum was present and requested members of the Board 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 the statute. Attorney Williams noted that all Directors' Disclosure Statements had been filed with the Colorado Secretary of State.

ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's Special Meeting.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Agenda was approved, as presented.

Meeting Location/Manner and Posting of Meeting Notice: 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. The Board noted that due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Public Health and Environment, and the threat posed by the COVID-19 coronavirus, the meeting was held via Zoom.

Ms. Finn reported that notice was duly posted and that no objections to the Zoom manner of the meeting or any requests that the Zoom manner of the meeting be changed by taxpaying electors within the District boundaries have been received.

Designation of 24-hour Posting Location: Upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24 hours prior to each meeting at the light pole on the North side of 47th Street between Havana and Geneva.

Appointment of Director: The Board considered the appointment of Mr. Kieffer Garton to fill a vacancy on the Board of Directors. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of such publication.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board appointed Mr. Garton to fill a

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vacant position on the Board of Directors. The Oath of Director was administered. **Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Kieffer Garton
Treasurer	Tom Martin
Secretary	Ann E. Finn

2021 SDA Conference: Ms. Finn discussed the SDA Conference with the Board, and noted the information concerning the details of the conference will be emailed to them once the information is available.

CONSENT AGENDA: The Board considered the following actions:

- Approve Minutes of the October 28, 2020 Special Meeting.
- Ratify approval of Change Order from SavATree, LLC for the removal of 52 additional ash trees and an additional 7 locust trees.
- Ratify approval of proposal from BrightView Landscapes, LLC for the renovation of the bed on the Northwest side of East 47th Avenue and Havana Street.
- Ratify approval of payment of claims as follows:

Fund	Period Ending Nov. 30, 2020	Period Ending Dec. 31, 2020	Period Ending Jan. 31, 2021	Period Ending Feb. 28, 2021
General	\$ 27,468.65	\$ 39,095.46	\$ 18,317.64	\$ 39,440.49
Debt Service	\$ -0-	\$ -0-	\$ 1,050.00	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 27,468.65	\$ 39,095.46	\$ 19,367.64	\$ 39,440.49

Fund	Period Ending March 25, 2021	Period Ending April 30, 2021	Period Ending May 29, 2021
General	\$ 45,378.37	\$ 119,168.85	\$ 23,932.72
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-
Total	\$ 45,378.37	\$ 119,168.85	\$ 23,932.72

Following discussion, upon motion duly made and seconded by Director Martin, and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions.

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PUBLIC COMMENT **Public Comment:** There were no public comments.

FINANCIAL MATTERS

Unaudited Financial Statements: Mr. Carroll reviewed the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending December 31, 2020 and the schedule of cash position updated as of March 4, 2021.

Following review and discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board accepted the unaudited financial statements of the District setting forth the cash deposits, investments, budget analysis, and accounts payable vouchers for the period ending December 31, 2020 and the schedule of cash position updated as of March 4, 2021.

2020 Audit: Mr. Carroll reviewed the 2020 draft Audited Financial Statements with the Board.

Following review and discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board approved the 2020 Audited Financial Statements and authorized execution of the Representations Letter, subject to final review and receipt of an unmodified opinion letter from the auditor.

2022 Budget Public Hearing: The Board entered into discussion regarding setting the date for a Public Hearing to adopt the 2022 Budget.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board determined to hold the public hearing to consider adoption of the 2022 Budget on November 9, 2021, at 1:00 p.m., at the offices of Prologis, 1800 Wazee Street, Suite 500, Denver, Colorado 80202 or virtually pending COVID-19 restrictions.

Proposal from Piper Sandler & Co. for the Refinance of the Series 2012 Debt: Ms. Turner discussed with the Board a possible refinancing the 2012 Bonds. It was noted that 20212 Bonds will be callable in 2022.

LEGAL MATTERS

Process for Conveying Monument Signs to the District: Attorney Williams discussed with the Board the requirements for conveying monuments to the District. She noted she needs legal descriptions in order to prepare warranty deeds and Bills of Sale.

CAPITAL

Future Capital Improvements:

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IMPROVEMENTS

Monument signs: Director Garton reported ProLogis is working on re-branding the Stapleton Business Center and noted the monuments will need to be redesigned.

OPERATIONS AND MAINTENANCE

Operation and Maintenance Services: Ms. Finn updated the Board regarding operation and maintenance services for the District. The Board discussed ongoing security concerns regarding parking issues, homeless issues and car racing problems. The Property Manager and Ms. Finn will continue to discuss potential solutions.

Tree Replacements: Ms. Finn reported the tree replacements have completed on Havana Street.

Meter Removal Services: Ms. Finn reviewed with the Board a proposal from BrightView Landscapes, LLC for the removal of a meter from 56th and Dallas, and connection with the District's mainline.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board approved the proposal from BrightView Landscapes, LLC for the removal of a meter from 56th and Dallas, and connection with the District's mainline, for an amount of \$7,418.

Weed Applications: Ms. Finn reviewed with the Board a proposal from BrightView Landscapes, LLC for weed applications in the tree lawn areas.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board approved the proposal from BrightView Landscapes, LLC for weed applications in the tree lawn areas, for an amount of \$990.00.

Galvanized Poles and Rain Sensors: Ms. Finn reviewed with the Board a proposal from BrightView Landscapes, LLC for the installation of galvanized poles and rain sensors.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board approved the proposal from BrightView Landscapes, LLC for the installation of galvanized poles and rain sensors, for an amount of \$6,913.00.

Stormwater Asset Protection: Tanna Boisvert and Bandon Collis with

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Stormwater Asset Protection (“SWAP”) made a presentation to the Board concerning current conditions of the detention ponds and made recommendations for ongoing maintenance.

Stormwater System Inspection and Maintenance: Ms. Finn reviewed with the Board a proposal from SWAP for Stormwater System Inspections, Bidding and Oversight and Development of a Pond Specific Maintenance Manual.

Following discussion, upon motion duly made and seconded by Director Martin and, upon vote, unanimously carried, the Board approved the proposal from SWAP for Stormwater System Inspections, Bidding and Oversight and Development of a Pond Specific Maintenance Manual

OTHER BUSINESS

Providing Comcast Cable Communications, LLC access to the District’s Property: The Board entered discussion regarding providing Comcast Cable Communications, LLC access to the District’s property to install coax and fiber lines to new commercial and residential properties. Attorney Williams recommended obtaining a License Agreement if work is being performed outside public right-of-way.

Annual Meeting for Property Owners and Overlapping Entities: Ms. Finn noted the Annual Meeting was noticed pursuant to the Service Plan.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Martin, seconded by Director Martin and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting

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SIGNED

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