

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SBC METROPOLITAN DISTRICT HELD NOVEMBER 9, 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 9th day of November, 2021 at 1:00 p.m. The meeting was open to the public. This meeting was held via Zoom.

ATTENDANCE

Directors In Attendance Were:

Keiffer Garton, President
Tom Martin, Treasurer

Also In Attendance Were:

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

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

Lindsay Ross; CliftonLarsonAllen LLP

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.

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 by Director Martin, and seconded by Director Garton and, upon vote, unanimously carried, the Agenda was approved, as amended.

RECORD OF PROCEEDINGS

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. Following discussion, the Board determined to conduct meetings 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.

Resolution No. 2021-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Ms. Finn discussed with the Board Resolution No. 2021-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board determined to meet via Zoom and at the offices of ProLogis, 1800 Wazee Street, #5, Denver, CO 80202 at 1:00 p.m. on June 7, 2022 and November 8, 2022.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for 24-Hour Notices.

§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2021: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2021.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board determined to post the required transparency notice on the Special District Association's website.

CONSENT AGENDA: The Board considered the following actions:

- Approve Minutes of the June 8, 2021 Special Meeting.
- Ratify approval of payment of claims as follows:

Fund	Period Ending June 30, 2021	Period Ending July 31, 2021	Period Ending Aug. 31, 2021	Period Ending Sept. 30, 2021
General	\$ 120,070.49	\$ 37,530.47	\$ 43,474.15	\$ 38,777.61
Debt Service	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 120,070.49	\$ 37,530.47	\$ 43,474.15	\$ 38,777.61

RECORD OF PROCEEDINGS

Fund	Period Ending Oct. 31, 2021
General	\$ 38,888.91
Debt Service	\$ -0-
Capital Projects	\$ -0-
Total	\$ 38,888.91

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

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

**FINANCIAL
MATTERS**

Unaudited Financial Statements: Ms. Ross reviewed the unaudited Financial Statements through the period ending September 30, 2021 and accept the Schedule of Cash Position as of October 27, 2021.

Following review and discussion, upon motion duly made by Director Garton, and seconded by Director Martin and, upon vote, unanimously carried, the Board accepted the unaudited Financial Statements through the period ending September 30, 2021 and accept the Schedule of Cash Position as of October 27, 2021.

2021 Audit: The Board considered the engagement of Simmons & Wheeler, P.C. for preparation of 2021 Audit, in the amount of \$5,000.00.

Following review and discussion, upon motion duly made by Director Garton, and seconded by Director Martin and, upon vote, unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. for preparation of 2021 Audit, in an amount not to exceed \$5,000.00.

2021 Budget Amendment Hearing: The President opened the public hearing to consider a Resolution to Amend the 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2021 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 this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, upon motion duly made by Director Martin, and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the

RECORD OF PROCEEDINGS

Amendment to the 2021 Budget General Fund from \$591,500 to \$660,000.

2022 Budget Hearing: The President opened the public hearing to consider the proposed 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption 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 or at this public hearing. No public comments were received, and the President closed the public hearing.

Following discussion, the Board considered the adoption of Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-04 to Set Mill Levies (for the General Fund at 7.000 mills and the Debt Service Fund at 15.000 mills for a total of 22.000 mills). Upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Resolutions were adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized. The District Accountant was directed to prepare and sign the DLG-70 Mill Levy Certification for certification to the Board of County Commissioners and other interested parties. Copies of the adopted Resolutions are attached hereto and incorporated herein by this reference.

2023 Budget Preparation: The Board discussed and considered the appointment of the District Accountant for the preparation of the 2023 Budget and the date for Budget Hearing.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget, and directed the 2023 draft Budget be the same as the adopted 2022 Budget and determined the 2022 Budget hearing is set for November 8, 2022 at 1:00 p.m. via Zoom and at the office of ProLogis, 1800 Wazee Street, #5, Denver, CO 80202.

Master Services Agreement and Statement of Work with CliftonLarsonAllen LLP: The Board considered the approval of the Master Services Agreement and Statement of Work with CliftonLarsonAllen LLP for Accounting Services.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Master Services Agreement and Statement of Work with CliftonLarsonAllen LLP for Accounting Services.

RECORD OF PROCEEDINGS

LEGAL MATTERS

Process for Conveying Monument Signs to the District: Attorney Williams discussed the conveyance of monument signs from ProLogis to the District. Following discussion, the Board determined the conveyances were not necessary.

Election Resolution: The Board discussed Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-05; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing Ann Finn as the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

CAPITAL IMPROVEMENTS

Capital Improvement Projects:

Monument signs: The Board discussed a potential monument sign renovation project. No additional action was taken at this time.

OPERATIONS AND MAINTENANCE

Operation and Maintenance Services: Ms. Finn updated the Board regarding operation and maintenance services. The Board discussed ongoing security concerns regarding parking issues, homeless issues, and car racing problems. Ms. Finn noted she will continue to work with the property manager to discuss possible solutions.

Service Agreement BrightView Landscape Services for Landscape Maintenance Services: The Board reviewed and considered the approval of a Service Agreement with BrightView Landscape Services for Landscape Maintenance Services.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with BrightView Landscape Services for landscape maintenance services and authorized execution of same.

Service Agreement with Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for Detention Pond Maintenance: The Board reviewed and considered the approval of a Service Agreement with Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for Detention Pond Maintenance.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board approved a Service Agreement with Consolidated Divisions Inc. d/b/a CDI Environmental Contractor for Detention Pond Maintenance and authorized the execution of same.

Service Agreement with Rocky Mountain Parking Lot Services, Inc. for Snow Removal Services: The Board reviewed and considered the approval of a Service Agreement with Rocky Mountain Parking Lot Services, Inc. for Snow Removal Services.

Following discussion, upon motion duly made by Director Martin and seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Service Agreement with Rocky Mountain Parking Lot Services, Inc. for Snow Removal Services and the execution of same.

Pest Control Services: The Board discussed pest control services.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board authorized the District President to execute a Service Agreement for pest control services, if needed.

Change Order No. 1 to current Service Agreement with Diversified Underground, Inc.: The Board considered approval of Change Order No. 1 to current the Service Agreement with Diversified Underground, Inc., extending utility locate services through 2022.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board approved the Change Order No. 1 to current Service Agreement with Diversified Underground, Inc., extending utility locate services through 2022.

SavATree: The Board reviewed a proposal from SavATree for tree care and tree replacements.

Following discussion, upon motion duly made by Director Martin, seconded by Director Garton and, upon vote, unanimously carried, the Board approved the proposal from SavATree for tree care and tree replacements, and authorized execution of a Service Agreement.

RECORD OF PROCEEDINGS

OTHER BUSINESS

Comcast Cable Communications, LLC access to the District's Property: The Board discussed a possible license providing Comcast Cable Communications, LLC access to the District's property to install a coax and fiber optic lines to new commercial and residential properties. Ms. Finn noted that Comcast will be installing fiber optic lines throughout the District. The timing is unknown, and she will confirm no damage is made to District facilities.

ADJOURNMENT

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

Respectfully submitted,

By: *Ann Finn*
Secretary for the Meeting