

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF SOUTHSHORE METROPOLITAN DISTRICT F/K/A SOUTHSHORE METROPOLITAN DISTRICT NO. 2

HELD DECEMBER 12, 2023

A Regular Meeting of the Boards of Directors of the Southshore Metropolitan District f/k/a Southshore Metropolitan District No. 2 was held on December 12, 2023 at 3:00 p.m. The Meeting was held by virtual attendance on Zoom at <https://us02web.zoom.us/j/83957417542>, (669) 900-9128 or (346) 248-7799 or (646) 558-8656 or (253) 215-8782 or (301) 715-8592 or (312) 626-6799

ATTENDANCE

Directors in Attendance were:

Ryan Zent, President
Kevin Stadler, Vice President/Secretary/Treasurer
Jeff Bergeon, Vice President/Assistant Secretary/Treasurer
Kevin Chan, Vice President/Assistant Secretary/Treasurer
Colette Palmer, Vice President/Assistant Secretary/Treasurer

Absent (excused):

None.

Also in Attendance were:

Cathy Hamilton of Simmons & Wheeler
Doug Richter of Earnweald Consulting Services, LLC
Aaron Clutter of JR Engineering
David A. Greher of CEGR Law
Sarah H. Luetjen of CEGR Law
Brian Matisse of BK Matisse
Various members of the public

CONFLICTS OF INTEREST

Mr. Greher noted that none of the Directors have advised of any potential current conflict of interest for this meeting.

NOTICE

Mr. Greher stated that Notice had been properly posted at least 24 hours prior to the meeting on the District's website. Mr. Greher confirmed that such Notice was also placed at the entrance of the Lakehouse, Lighthouse and sent to the City of Aurora Clerk. The certification of posting is attached hereto. The notice also included the agenda items.

METROPOLITAN
DISTRICT TASK
FORCE

Director Chan introduced Mr. Matise to the Board. Mr. Matise discussed the creation and purpose of the Metropolitan District and Homeowners Association Task Forces and answered questions from the public about special districts.

NOVEMBER 14,
2023 MINUTES

The Board considered the Minutes of the November 14, 2023 Coordinated Special Board meeting. After discussion and upon motion duly made, seconded and unanimously carried, the Minutes of the District’s Board meeting were approved as presented.

PUBLIC COMMENT

The Board took comments and answered various questions from the members of the public.

UPDATE ON
STATUS OF
DISSOLUTION OF
SOUTHSHORE
METROPOLITAN
DISTRICT NO. 1

Mr. Greher informed the Board that the Order for Dissolution of Southshore Metropolitan District No. 1 has been recorded with the Arapahoe County (the “**County**”) Clerk and Recorder and subsequently forwarded to the County Assessor, Division of Local Government and the State Auditor’s office. Ms. Hamilton noted that the banking matters have been wrapped up and all bills are being paid directly by the District.

DISCUSS STATUS
OF DISTRICT
NAME CHANGE

Mr. Greher reported to the Board that the County District Court has granted the Order for Name Change and once the Order has been recorded with the County Clerk and Recorder, the District’s name will officially be Southshore Metropolitan District. This is expected to be complete by the end of the month.

ACCOUNTANT’S
REPORT

Ms. Hamilton reviewed the financials with the Board. She then presented a list of checks to ratify and invoices to be approved.

Following discussion and upon motion duly made, seconded and unanimously carried, the Board (a) approved and confirmed the disbursements as presented and (b) approved the checks.

Ms. Hamilton then discussed Requisition No. 24 for payment under the Metro District Escrow Improvements Agreement, in the amount of \$279.45 (plus accrued interest) payable to the District for the purposes of closing the account for future capital expenses. Following discussion, and upon motion duly made, seconded and unanimously carried, the Requisition was approved as presented.

2024 BUDGET
RESOLUTION

Ms. Hamilton then reviewed the budget and the Board discussed. Upon motion duly made, seconded and unanimously carried, the Board approved the budget, and adopted the Resolution to Adopt Budget, Certify Mill Levy and Appropriate Funds, subject to the final assessed valuation received from the County.

SNOWPLOW
AGREEMENT

Mr. Greher presented the Agreement between the District and the City of Aurora (the “City”) for snow removal and plowing operations on local streets within the boundaries of the District. Upon motion duly made, seconded and unanimously carried, the Board ratified the Agreement, subject to execution by the City and the addition of the December 18, 2023 effective date.

DISTRICT
ENGINEER’S ORAL
REPORT

Mr. Richter presented the engineer’s report. He noted that the District has received the acceptance for Pond C from the City. The chain link fence has been removed, allowing the public to access the open space and reservoir. The City will ensure the gate will be open daily between the hours of 8:00 a.m. and 5:00 p.m. Mr. Richter then noted that Colorado Water Well has winterized all pumps in preparation of the winter season.

TEMPORARY
CONSTRUCTION
EASEMENT
UPDATE

Mr. Richter provided an update on the status of the construction of a community member’s private pool. Comcast has given the approval of the vacation from its easement and the property owner is now waiting for Xcel to provide an update on the possible vacation from its easement. Once the owner receives the approval from Xcel the owner can move forward with the construction of the pool.

UNDERDRAIN
PROJECT UPDATE

Mr. Clutter provided an update on the underdrain project. Two feet of sediment was found in Pond B and the work will be done over the winter season using specialized equipment and he then noted that there will be additional costs associated with the pond maintenance done in 2023. Upon motion duly made, seconded and unanimously carried, the Board approved the Change Order in an amount not to exceed \$46,000.

Mr. Clutter then discussed the continued pond maintenance. He recommends that the maintenance done throughout the year in order to prevent large build-ups. Mr. Clutter noted that he will be sending bids out for the 2024 pond maintenance and will report back to the Board.

SAFETY AND
SECURITY
UPDATE

President Zent noted there was no update to provide. No action was taken.

NOTICE OF
TERMINATION

President Zent discussed the Notice of Termination of Amended and Restated Services Agreement and Amended and Restated Memorandum of Understanding with the Board. Upon motion duly made, seconded and unanimously carried, the Board ratified the Notice of Termination.

DISTRICT
MANAGEMENT
REQUEST FOR
PROPOSALS

Director Chan met with three District Management firms and conducted a walkthrough of the community, with each firm. Director Chan will continue to review the bids and proposals and will report back to the Board. Director Chan then noted he plans to begin the request for proposal process for landscape services and will provide an update at an upcoming meeting.

2024 MEETING
DATES

Ms. Luetjen discussed the current meeting schedule with the Board. It was decided the 2024 regular meeting dates will be held at 6:00 p.m. on the second Tuesday of each month.

DISTRICT
COMMITTEES

Director Stadler discussed the implementation of five separate committees to address various areas of District operations, along with the Charter for each. Each committee will focus on one of the following: Communication, Safety and Security, Finance and Landscape. Director Stadler noted that it would be preferable if at least six community members sat on each Board. Upon motion duly made, seconded and unanimously carried, the Board accepted each Committee Charter as presented.

EXECUTIVE
SESSION

Not needed.

ACTION ON
MATTERS
DISCUSSED IN
EXECUTIVE
SESSION

None.

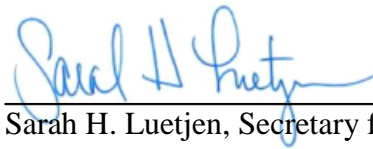
OTHER MATTERS

Director Stadler informed the Board that he received a proposal from Front Range Recreation regarding pool management. The Board authorized President Zent and Director Stadler to work with Front Range Recreation regarding the terms of the Pool Management Agreement. Upon motion duly made, seconded and unanimously carried, the Board approved the Pool Management Agreement in an amount not to exceed \$330,000 and subject to review of the final form by legal counsel.

ADJOURNMENT

There being no other matters to come before the Board, the meeting was adjourned.

Respectively submitted,



Sarah H. Luetjen, Secretary for the meeting

APPROVED

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Kevin Stadler