

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED REGULAR MEETING OF SOUTHSHORE METROPOLITAN DISTRICT NOS. 1 AND 2 HELD OCTOBER 10, 2023

A Coordinated Regular Meeting of the Boards of Directors of the Southshore Metropolitan District No. 1 (“**District No. 1**”) and Southshore Metropolitan District No. 2 (“**District No. 2**” and collectively with District No. 1, the “**Districts**”) was held on October 10, 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, **District Nos. 1 and 2**

Aaron L. Clutter, Vice President/Assistant Secretary/Treasurer,
District No. 1

P. Joseph Knopinski, Vice President/Assistant Secretary/Treasurer, **District No. 1**

Jeff Bergeon, Vice President/Assistant Secretary/Treasurer,
District No. 2

Kevin Chan, Vice President/Assistant Secretary/Treasurer, **District No. 2**

Colette Palmer, Vice President/Assistant Secretary/Treasurer,
District No. 2

Absent (excused):

Kevin Stadler, Vice President/Secretary/Treasurer, **District Nos. 1 and 2**

Also in Attendance were:

Cathy Hamilton of Simmons & Wheeler

Doug Richter of Earnweald Consulting Services, LLC

David A. Greher of Cockrel Ela Glesne Greher & Ruhland, P.C. (“**CEGR**”)

Kristin Z. Herndon of CEGR

Members of the public: Lyndi Fielitz and others

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 Districts’ 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.

SEPTEMBER 12,
2023 MINUTES

The Boards of the Districts considered the Minutes of the September 12, 2023 Coordinated Special Board meeting. After discussion and upon motion duly made, seconded and unanimously carried, the Minutes of the District Nos. 1 and 2 Joint Board meeting were approved as presented.

PUBLIC COMMENT

Ms. Fielitz discussed with the Boards issues pertaining to the elevators and the worry that many residents currently have regarding the slow operating time for the elevators. President Zent and Mr. Richter stated that Wehner has been contacted regarding the issues. President Zent also let the Board and public know that the elevators did just pass inspection from the State in July.

QUITCLAIM DEED
TO TRANSFER
PROPERTIES
OWNED BY
DISTRICT NO. 1 TO
DISTRICT NO. 2

Mr. Greher discussed the Quitclaim Deed to transfer properties owned by District No. 1 to District No. 2. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board approved the Quitclaim Deed.

CONVEYANCE OF
SOUTHSHORE
RECOVERY
ACQUISITION,
LLC PROPERTIES

Direct Knopinski, President Zent and Mr. Greher discussed the conveyance of Southshore Recovery Acquisition, LLC (“**SSRA**”) properties to District No. 2, noting that the only parcel to remain in the possession of Southshore Recovery Acquisition is the Directors qualifying parcel. Mr. Greher will look into tax liens that are currently in place against specific parcels and report back to the Board in November on his findings. Upon motion duly made, seconded and unanimously carried, the Board approved the conveyance of properties from SSRA to District No. 2.

UPDATE ON
STATUS OF
DISSOLUTION OF
DISTRICT NO. 1
AND BANKING
MATTERS OF
DISTRICT NO. 2

Mr. Greher and Ms. Hamilton provided an update on the dissolution of District No. 1 to the Board noting that Ms. Hamilton and Director Stadler are wrapping up on various financial matters regarding setting up various accounts for District No. 2 after the dissolution of District No. 1 has been completed, such as the checking account and an account with ColoTrust. Ms. Hamilton will need to set up a bill.com account for District No. 2 and obtain a new signatory card. Ms. Hamilton and Director Clutter proposed

presenting a letter to the bank stating engineering cost along with landscaping, infrastructure and maintenance. Upon motion duly made, seconded and unanimously carried, the Board authorized directed the District Accountant to open a banking account subject to review and approval from District’s legal counsel.

RESOLUTION
REGARDING NAME
CHANGE

Mr. Greher discussed the plan to change District No. 2’s name after the dissolution of District No. 1. Ms. Hamilton discussed other items that would also need to be revised if the District changes its name, such as tax and legal documents. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board approved the Resolution changing District No. 2’s name to “Southshore Metropolitan District” to be effectuated after dissolution of District No. 1.

ACCOUNTANT’S
REPORT

Ms. Hamilton reviewed the financials with the Board of each District. 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 of District No. 1 (a) approved and confirmed the disbursements as presented and (b) approved the checks.

2024
PRELIMINARY
BUDGET

Ms. Hamilton discussed with the Board the status of preliminary 2024 budget noting that it has been sent to Director Stadler for review. She will have the draft budget to the Board for review by the October 15th deadline. Ms. Hamilton and Mr. Greher discussed Proposition HH, the need for calculating two potential mill levies and what the passing of HH could mean for the District and the upcoming November budget hearing.

DISTRICT
ENGINEER’S ORAL
REPORT

Mr. Richter presented the engineer’s report. Work on filing 18 is completed and the invoices sent to Ms. Hamilton will be the last for the filing. Work on filing 14 around pond C is not yet completed but noted that this is the last filing to be completed. Mr. Richter walked the filings with the City of Aurora in early October. A few punch lists and clean up task are still needed. The City will be removing the fence from around the Aurora property. The City will open and close the gate connecting the District and the City’s property. Director Clutter discussed the replace of the wall in the District noting that work is now completed. Director Clutter also discussed underdrainage work and maintenance cleanup stating that progress is being made on both fronts but slower than expected and has become costly.

PROPOSAL FOR
STREET SNOW
PLOWING AND
IGA WITH THE
CITY

President Zent and Mr. Greher discussed the Intergovernmental Agreement with the City of Aurora regarding street snow plowing in District No. 2. District No. 2 is using the Agreement drafted by the City to expedite City approval as an administrative matter. The Agreement gives District No. 2 the responsibility to plow internal roads. Director Stadler has contacted several contractors to get an estimate of how much it would cost District No. 2 per snow removal service along with an estimate of potential snow fall this upcoming season. ColoradoScapes has quoted the District \$920 per snowfall. The Board would like to know what is included in the snow plowing services offered by ColoradoScapes and other contractors. President Zent expects that he or Director Stadler will come back to the Board in November with more detail. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board of District No. 2 approved the Intergovernmental Agreement with the City of Aurora regarding street snow plowing.

PROPOSAL FOR
LANDSCAPE
LIGHTING WORK
UNDER TITUS
ROAD

President Zent and Mr. Richter discussed with the Board the landscape lighting work under Titus road. There currently is not any electrical function on a portion of the road. To have the function of electricity installed along the road District No. 2 would need to have conduits installed. The process to do this would mean boring about four paths under the road so that electrical path can be placed. The estimated cost is \$7,000 just for this part of the project. The City requires permits for the boring and conduit placement which will be an additional cost to District No. 2. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board of District No. 2 approved the landscape lighting work under Titus road.

SPORTS COURT
PROPOSAL FROM
JR ENGINEERING

Director Clutter provided an update to the Board of District No. 2 on the Sports Court. The preliminary landscape and design work are drafted with work being done by Norris Design. Once the 2024 budget for District No. 2 is completed, the district will have a better idea of how many courts and the type of courts that will be constructed along with the ongoing cost of maintenance of the courts. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board of District No. 2 approved the sports court proposal with JR Engineering.

WILDFIRE
MITIGATION

Tabled.

SAFETY AND
SECURITY
UPDATE

None.

TEMPORARY
CONSTRUCTION
EASEMENT

Tabled.

UNDERDRAIN
PROJECT

Tabled.

DAMAGE TO
TITUS ROAD

Tabled.

INTERPRETIVE
SIGN DESIGN
PROPOSAL FROM
NOTCHCODE
CREATIVE

President Zent and Director Palmer discussed with the Board the proposal for interpretive sign design from Notchcode Creative. The eight signs would cost about \$36,000 total with installation completed in the spring. The signs are guaranteed to last 10 years. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board of District No. 2 approved the interpretive sign design proposal from Notchcode Creative.

DISTRICT AND
HOA
SIMPLIFICATION

Tabled.

DISTRICT
MANAGEMENT
REQUEST FOR
PROPOSALS

Mr. Greher discussed with the Board of District No. 2 the Request for Proposal for District Management. The Proposal has been sent to Director Stadler for review and comment. Director Knopinski is to discuss the list of potential managers available with Director Stadler. Following discussion, upon a motion duly made, seconded and unanimously carried, the Board of District No. 2 authorized Director Stadler and Director Chan to review and finalize the Request for Proposal for District Management and work with Director Knopinski.

EXECUTIVE
SESSION

Not needed.

ACTION ON
MATTERS
DISCUSSED IN
EXECUTIVE
SESSION

None.

OTHER MATTERS

None.

ADJOURNMENT

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

Respectively submitted,

Kristin Z. Herndon, Secretary for the meeting

APPROVED

DocuSigned by:



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Ryan Zent

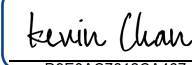
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