

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SERENITY RIDGE METROPOLITAN DISTRICT NO. 2 HELD MARCH 13, 2024

A special meeting of the Board of Directors (referred to hereafter as “Board”) of the Serenity Ridge Metropolitan District No. 2 (referred to hereafter as the “District”) was duly held on Wednesday, the 13<sup>th</sup> day of March, 2024, at 10:00 a.m. via video / telephone conference. The meeting was open to the public.

#### **ATTENDANCE**

##### **Directors In Attendance Were:**

Fernando Dias  
Christopher Parkins  
Herbert Green (for a portion of the meeting)  
Wiktoria K. Pisarek Green (for a portion of the meeting)  
Jennifer Elsea

##### **Also In Attendance Were:**

David Solin; Special District Management Services, Inc. (“SDMS”)

Paula Williams, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

Barbara Ariss; Centennial Property Services, Inc.

Tom Putnam, Phillip Medford and Lilia Rodriguez; Serenity Ridge Owners Association (“HOA”)

Anthony Woodall, Alicia Gilley, Bryan Jirik, Brian Smith, Julian Drew, Raymond Thomas, and Beverly Woolridge; District Residents

#### **ADMINISTRATIVE MATTERS**

**Disclosure 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. Mr. Solin noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest regarding any matters scheduled for discussion at the 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 reported that a disclosure of potential conflicts of interest was filed with the Secretary of State for Director Dias, and no additional conflicts were disclosed at the meeting.

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**Agenda:** Mr. Solin reviewed the proposed agenda for the special meeting with the Board.

Following discussion, upon motion duly made by Director Dias, seconded by Director Parkins and, upon vote unanimously carried, the Board approved the agenda, as amended.

**Meeting Location and Posting of Notice:** The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the Board meeting. Following discussion, upon motion duly made by Director Dias, seconded by Director Parkins and, upon vote unanimously carried, the Board determined to conduct the District's meeting via video / telephone conference. The Board further noted that notice of the time, date and conference information was duly posted and that they had not received any objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Dias, seconded by Director Parkins, 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 on the District website at least 24-hours prior to each meeting, or if the website is unavailable at the following location: on the South side of Arapahoe Road, between Smoky Hill Road and Powhatan Road.

**Minutes:** The Board reviewed the Minutes of the December 7, 2023 Special Meeting and the December 7, 2023 Statutory Annual Meeting.

Following discussion, upon motion duly made by Director Dias, seconded by Director Parkins and, upon vote unanimously carried, the Board approved the Minutes of the December 7, 2023 Special Meeting and the December 7, 2023 Statutory Annual Meeting.

**Cyber Security and Increased Crime Coverage:** The Board discussed potential Cyber Security issues and the proposed increase in the District's Crime Coverage limit.

Following discussion, upon motion duly made by Director Diaz, seconded by Director Parkins and, upon vote unanimously carried, the Board authorized an increase in the District's Crime Coverage limit to \$250,000.

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**PUBLIC COMMENT** **Illegal Parking:** A resident in attendance inquired about cars parked illegally on the District roads. The Board suggested the resident contact the City of Aurora ("City"), as this issue is a City matter and not within the District's purview.

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**Increased Crime Coverage:** Ms. Woolridge requested information about the additional cost for the increase to the District's crime coverage limit. Mr. Solin explained that this cost is paid out of the District's operations and maintenance mill levy revenue.

**Potential Operations and Maintenance Fee Imposition:** Ms. Ariss inquired about the proposed imposition of an Operations and Maintenance Fee by the District. Mr. Solin and Attorney Williams informed those in attendance that the District will have serious budgetary constraints moving forward unless it raises revenue via the imposition of a fee, or decreases costs.

**Common Area Watering:** Mr. Solin and Director Dias addressed concerns regarding the decision to stop watering common areas within the District, noting that there was no intention to turn the areas into a native grass area, but that xeriscaping may be considered. Attorney Williams advised the group that the District's Service Plan does not include a maintenance standard and that it is at the reasonable discretion of the Board to change the level of services provided under the Service Plan.

**District and HOA:** Mr. Putnam and Mr. Jirik expressed concerns regarding the relationship between the District and the HOA.

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### **FINANCIAL MATTERS**

**Payment of Claims:** Mr. Solin reviewed the following claims with the Board:

	Period Ending Dec. 31, 2023	Period Ending Jan. 31, 2024	Period Ending Feb. 29, 2024	Special Payment Aurora Water
General Fund	\$ 16,087.47	\$ 24,178.13	\$ 20,323.31	\$ 8,396.94
Debt Service Fund	\$ 800.00	\$ -0-	\$ -0-	\$ -0-
Capital Projects Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 16,887.47</b>	<b>\$ 24,178.13</b>	<b>\$ 20,323.31</b>	<b>\$ 8,396.94</b>

Following discussion, upon a motion duly made by Director Dias, seconded by Director Parkins and, upon vote unanimously carried, the Board ratified approval of the payment of prior claims through the period ending February 29, 2024, but deferred consideration of the Special Payment to Aurora Water.

**Unaudited Financial Statements and Schedule of Cash Position:** Mr. Solin reviewed the December 31, 2023 Unaudited Financial Statements and Schedule of Cash Position as of December 31, 2023 with the Board.

Following review and discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote unanimously carried, the Board accepted the December 31, 2023 Unaudited Financial Statements and Schedule of Cash Position as of December 31, 2023.

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**2022 Budget Amendment Hearing:** The President opened the public hearing to consider the Resolution to Amend the 2022 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of a Resolution to Amend 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 review, upon a motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2022 Budget.

**2022 Audit:** Mr. Solin provided the Board with an update on the status of the 2022 Audit filing.

**Engagement of Scott C. Wright, CPA:** The Board reviewed an Engagement Letter by and between the District and Scott C. Wright, CPA for preparation of the 2023 Audit.

Following review, upon a motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the Board approved the Engagement Letter by and between the District and Scott C. Wright, CPA for preparation of the 2023 Audit, in the amount of \$6,500.

**New Bank Account:** Mr. Solin informed the Board of the need to open a new bank account prior to the anticipated dissolution of Serenity Ridge Metropolitan District No. 1 ("District No. 1").

Following discussion, upon a motion duly made by Director Parkins, seconded by Director Dias and, upon vote, unanimously carried, the Board authorized the opening of a new District bank account at First Bank, and authorized all Directors as signers on the new account.

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### **OPERATION AND MAINTENANCE MATTERS/ CAPITAL PROJECT MATTERS**

#### **2024 Maintenance Priorities**

**Slide at Community Park:** Mr. Solin informed the Board that the slide had been removed and that necessary arrangements had been made to ensure the area is safe following the removal.

**Playground Base Refresh for Community Park:** Mr. Solin informed the Board that the playground base had not been refreshed due to lack of available funds.

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Sidewalk Low Point Landscape and Sump Options at Community Park: Mr. Solin informed the Board that the sidewalk low point landscape and sump options at the Community Park had not been addressed due to the unavailability of funds. Director Elsea informed the Board that she had contacted the City regarding the possibility of the City taking over maintenance responsibility for the Community Park, but had not received a response at the time of the meeting.

Proposal from Keesen Landscape Management, Inc. ("Keesen") for 2024 Common Area Maintenance: The Board reviewed a proposal from Keesen in the amount of \$54,786.00 for 2024 Common Area Maintenance. Following discussion, the Board directed Mr. Solin to obtain additional proposals and deferred consideration of the proposal from Keesen.

Proposal from Colorado Designsapces, Inc. D/B/A Designsapces Colorado Inc. ("Designsapces Colorado") for Detention Pond Maintenance: The Board reviewed a proposal from Designsapces Colorado in the amount of \$18,120.00 for Detention Pond Maintenance. Following discussion, the Board directed Mr. Solin to obtain additional proposals and deferred consideration of the proposal from Designsapces Colorado.

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### **LEGAL MATTERS**

#### **Matters Related to Dissolution of District No. 1**

Omnibus Assignment and Assumption Agreement between District No. 1 and the District: Attorney Williams presented the Omnibus Assignment and Assumption Agreement between District No. 1 and the District to the Board.

Following review and discussion, upon a motion duly made by Director Dias, seconded by Director Parkins and, upon vote, unanimously carried, the Board approved the Omnibus Assignment and Assumption Agreement between District No. 1 and the District.

Bargain and Sale Deed from District No. 1 to the District (Tracts A through G, inclusive, Serenity Ridge Subdivision Filing No. 1 and Tract A, Block 1, Serenity Ridge Subdivision Filing No. 4): Attorney Williams presented the Bargain and Sale Deed from District No. 1 to the District (Tracts A through G, inclusive, Serenity Ridge Subdivision Filing No. 1 and Tract A, Block 1, Serenity Ridge Subdivision Filing No. 4) to the Board.

Following review and discussion, upon a motion duly made by Director Dias, seconded by Director Parkins and, upon vote, unanimously carried, the Board accepted the Bargain and Sale Deed from District No. 1 to the District (Tracts A through G, inclusive, Serenity Ridge Subdivision Filing No. 1 and Tract A, Block 1, Serenity Ridge Subdivision Filing No. 4).

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Assignment and Bill of Sale from District No. 1 to the District: Attorney Williams presented the Assignment and Bill of Sale from District No. 1 to the District to the Board.

Following review and discussion, upon a motion duly made by Director Dias, seconded by Director Parkins and, upon vote, unanimously carried, the Board accepted the Assignment and Bill of Sale from District No. 1 to the District.

Additional Actions Necessary to Facilitate the Proposed Dissolution of District No. 1: Attorney Williams discussed the April 22, 2024 City Council hearing date and the action items that would follow City Council approval to complete the process for dissolution of District No. 1.

Following discussion, upon a motion duly made by Director Dias, seconded by Director Parkins and, upon vote, unanimously carried, the Board authorized the additional actions necessary to facilitate the proposed dissolution of District No. 1.

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**OTHER BUSINESS** **Water and Xcel Bills:** The Board discussed reimbursement to the HOA for certain water and electric bills pertaining to 2023 utility usage for the District tracts, including accumulated penalties and fees related to same, which were paid by the HOA.

Following discussion, upon a motion duly made by Director Dias, seconded by Director Elsea and, upon a roll call vote, with Directors Dias, Elsea, H. Green and W. Green voting “yes” and Director Parkins voting “no”, the Board approved reimbursement to the HOA for the 2023 water and electric bills, in the amount of \$43,272.88.

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

Respectfully submitted,

By 

Secretary for the Meeting