

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS

OF

SADDLE ROCK SOUTH AUTHORITY,
SADDLE ROCK SOUTH METROPOLITAN DISTRICT NO. 3, &
SADDLE ROCK SOUTH METROPOLITAN DISTRICT NO. 4

Held: Thursday, the 11th day of March, 2021, at 2:30 P.M.

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 teleconferencing.

ATTENDANCE

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Authority Designees:

James Quarles
Jason Inzer
Marie B. Hensler

Authority Alternate Designees:

Jan Taylor
Robert Childs

District No. 3:

James Quarles
Jan Taylor
Jordan Rigberg

District No. 4:

Rodney Alpert
Marie Hensler
Robert Childs
Robin Childs

Also present were: Jennifer Gruber Tanaka, Esq. and Trisha K. Harris, Esq., WHITE BEAR ANKELE TANAKA & WALDRON, Authority and District general counsel; Ashley B. Frisbie, WHITE BEAR ANKELE TANAKA & WALDRON, Authority and District Manager; Bill Flynn, Simmons & Wheeler, PC, Authority and District Accountant; Andy Carroll, Security Officer; Bradley A. Simons, PE, MMI Water Engineers, LLC, Authority Engineer; Jaylene Cantrell, Front Range Recreation, Inc. (for a portion of the meeting); and Paula Turachak, resident (for a portion of the meeting).

**ADMINISTRATIVE
MATTERS**

Call to Order

The meeting was called to order.

Declaration of Quorum and Confirmation of Director Qualifications

Ms. Frisbie noted that a quorum for the Saddle Rock South Authority (“Authority”) and for each of the Saddle Rock South Metropolitan District Nos. 3 and 4 (individually, “District No. 3” and “District No. 4”, and, collectively, the “Districts”) was present and that the directors had confirmed their qualification to serve.

It was noted that there was not a quorum present for the Saddle Rock South Metropolitan District No. 2.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Ms. Frisbie advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Frisbie reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, were filed with the Secretary of State’s Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Ms. Frisbie inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings

The Authority and the Districts are meeting in a combined meeting. Unless otherwise noted below, and as applicable, the matters set forth below shall be deemed to be the actions of the Authority and the Districts, collectively.

Approval of Agenda

Ms. Frisbie presented the Boards with the agenda for the meeting. Upon motion of Ms. Hensler, seconded by Mr. Quarles, the Boards unanimously approved the agenda, as amended.

Excusal of Absence

The Boards noted the absence of Ms. Bransfield. Upon motion of Ms. Hensler, seconded by Mr. Quarles, the Boards unanimously excused her absence.

PUBLIC COMMENT

None.

CONSENT AGENDA MATTERS

The Boards were presented with the consent agenda items. Upon motion of Mr. Alpert, seconded by Ms. Hensler, the Boards unanimously took the following actions:

- a. District Nos. 3 and 4 Matters
 - i. Approved Board Meeting Minutes from January 14, 2021 Special Meeting

- ii. Accepted Unaudited Financial Statements as of December 31, 2020
- b. Authority Matters
 - i. Approved Board Meeting Minutes from January 14, 2021 Special Meeting
 - ii. Accepted Unaudited Financial Statements as of December 31, 2020
 - iii. Ratified Payment of Claims as of March 11, 2021 (\$333,963.84)
 - iv. Ratified Additional Costs for Labor and Materials Related to Motor Court Concrete Repair Work from Sunny Day Concrete, LLC (\$400.00)
 - v. Ratified Addenda to the Independent Contractor Agreement with Keesen Landscape Management, Inc. for the following:
 - (a.) Addendum No. 1 for Winter Watering (\$7,000.00)
 - (b.) Addendum No. 2 for Conversion of Wall Garden Bed on Easter to Perennial Flowers (\$990.80)
 - (c.) Addendum No. 3 for 2021 Summer Annual Flowers (\$18,410.71)
 - (d.) Addendum No. 4 for Tree Replacement (\$22,195.36)

**FACILITIES
MANAGEMENT
MATTERS**

Clubhouse Closure

Ms. Cantrell discussed the Tri-County Health Department and Colorado Department of Public Health and Environment indoor public space guidelines currently in place, and recommended that the clubhouse remain closed.

Following discussion, the Boards determined to extend the clubhouse closure and will assess reopening at the next meeting. Ms. Hensler requested that Ms. Frisbie monitor the City of Aurora’s room rental process as potential guidance for the Authority’s reopening process.

2021 Pool Season

Ms. Cantrell provided the Boards with an update on the 2021 pool season and potential opening procedures, noting that the Tri-County Health Department and Colorado Department of Public Health and Environment have not yet released pool guidelines for the season. It is anticipated that guidelines will be released in early May and those will be discussed with the Boards at the May meeting.

Ms. Cantrell also provided the Boards with an update on the pool renovations, noting that the tile and coping have been installed and plaster installation is scheduled for the first week of May.

Proposal from Front Range Recreation, Inc. for Replacement of Pool Furniture at South Pool

Ms. Cantrell presented the Boards with a proposal from Front Range Recreation, Inc. for replacement of pool furniture at the south pool.

Following discussion, the Boards determined to defer this matter to the next meeting and requested that Front Range Recreation, Inc. inform the Boards when the furniture has been removed from storage so Board members can audit the furniture to determine if replacement is needed.

Proposal from Front Range Recreation, Inc. for Installation of Pool Chemical Controller Systems

Ms. Cantrell presented the Boards with a proposal from Front Range Recreation, Inc. for installation of pool chemical controller systems. Ms. Cantrell reported that there is currently a shortage of Trichlor chlorine tablets and it is anticipated that there will not be enough supply for the 2021 pool season. She also reported that costs for the chlorine tablets have increased significantly due to the supply shortage. Ms. Cantrell noted that chemical controller systems are becoming industry standard for pools and that the ongoing costs for the sanitization substance is fairly comparable to prior year costs for chlorine tablets.

Upon motion of Mr. Alpert, seconded by Ms. Hensler, the Boards unanimously approved the proposal for installation of pool chemical controller systems for the large pools. The Boards determined to defer approval of the chemical controller systems for the baby wader pools.

Ms. Cantrell noted that the chemical controller systems will be installed prior to opening weekend.

ENGINEER'S MATTERS

Engineer's Report

Mr. Simons presented his Engineer's Report to the Boards.

Detention Ponds

Pond I-7 Underdrain Discharge Relocation

Mr. Simons provided an update on the Pond I-7 underdrain discharge relocation, noting that the Saddle Rock East Master Association will still need to provide approval for the Authority to connect to the underdrain system.

Pond H-11(E) Clean Out and Maintenance

Mr. Simons reported that Pond H-11(E) has been cleaned out; however, revegetation still needs to occur.

Open Construction Stormwater Permit	<p>Mr. Simons reported that the developer still has an open construction stormwater permit with the City of Aurora (the “City”) on Pond H-11(E). It was noted that the pond was previously accepted by the Districts in spite of the outstanding permit, as the Districts’ prior engineer had recommended acceptance.</p> <p>Following discussion, upon motion of Mr. Quarles, seconded by Ms. Hensler, the Boards unanimously determined that the Authority will perform the revegetation work required to close such permit, rather than attempting to coordinate with the developer, and authorized Mr. Simons to solicit proposals for the work.</p>
Proposal from WYOCO Erosion Control, Inc. for Installation of Gravel Maintenance Access Trail to Pond	<p>Mr. Simons reported that WYOCO Erosion Control, Inc. provided a proposal for the installation of a gravel maintenance access trail to Pond H-11(E), in the amount of \$13,708.00. Mr. Simons recommended that the Boards defer approval of the proposal at this time so he can explore alternate options for pond access. No action was taken by the Board.</p>
Proposal from GeoLens, LLC for GIS Mapping Services	<p>Mr. Simons presented the Boards with the proposal from GeoLens, LLC for GIS Mapping Services, noting that there are initial setup fees and a \$450.00 monthly subscription fee.</p> <p>Following discussion, the Boards determined to defer this matter and to discuss as part of the 2022 budget discussion. The Boards requested that Mr. Simons coordinate with GeoLens, LLC to see if there is any room for negotiation on the fees.</p>
Sidewalk at S. Liverpool Street and E. Saddle Rock Lane	<p>Mr. Simons reported that the City responded to his request to have a gravel path installed through the landscaped area along S. Liverpool Street to reduce pedestrian traffic in the street. The City indicated that they are agreeable to having a path installed; however, the path will need to be comprised of a hard surface, rather than a gravel path, and the Authority would ultimately be responsible for the design, construction, and installation before the sidewalk could be conveyed to the City for ongoing maintenance. Mr. Simons recommended that the Authority not proceed with the work, as all related costs will be the Authority’s responsibility.</p> <p>Following discussion, the Boards determined not to pursue this matter further.</p>

FINANCIAL MATTERS

Payment of Development Fees on Commercial Property (District No. 4)

Ms. Frisbie reported that she and Mr. Flynn are working to confirm that all development fees on commercial parcels in District No. 4 have been paid, and will provide an update at the next meeting.

2020 Audits (Authority and District No. 4)

Mr. Flynn provided the Boards with an update on the 2020 Audits for the Authority and District No. 4, noting that they have been prepared and are with the auditors for work and review. No action was needed at this time.

DISTRICT MANAGER MATTERS

Management Report

Ms. Frisbie presented her Management Report to the Boards.

Proposal from Good Paint, LLC to Refinish Clubhouse Deck Furniture

Ms. Frisbie presented the Boards with the proposal from Good Paint, LLC to refinish the clubhouse deck furniture, in the amount of \$4,000.00. Ms. Frisbie noted that \$10,000 was budgeted for this work in 2021.

Upon motion of Mr. Inzer, seconded by Mr. Quarles, the Boards unanimously approved the proposal and Independent Contractor Agreement with Good Paint, LLC.

Independent Contractor Agreement with Bedrock, LLC, d/b/a Ground Solutions for Mulch Installation Services

Ms. Frisbie presented the Boards with the Independent Contractor Agreement with Bedrock, LLC, d/b/a Ground Solutions for Mulch Installation Services. It was noted that two proposals were received for the mulch installation work and Bedrock, LLC, d/b/a Ground Solutions was the lowest bidder. Ms. Hensler reported that the Groundskeeping Committee recommends approval of the proposal.

Upon motion of Mr. Quarles, seconded by Ms. Hensler, the Boards unanimously approved the proposal and Independent Contractor Agreement with Bedrock, LLC, d/b/a Ground Solutions.

SAFETY AND SECURITY COMMITTEE MATTERS

General Update

Mr. Carroll provided a general security update to the Boards.

Neighborhood Watch Update

There was no update at this time.

Status of Security Camera Operations

There was no update at this time.

Installation of Solar Lights
at Ottawa Park

Mr. Carroll reported that Colorado Scapes will perform the installation once the snow has finished for the season and the ground has softened.

DIRECTORS' MATTERS

Colorado 811 Registration

Ms. Hensler inquired about the process for Colorado 811 registration. Ms. Tanaka provided an update and confirmed that the Authority is a member of Colorado 811 and contracts with Diversified Underground, Inc. for locate services.

LEGAL MATTERS

Collection Matters

Ms. Tanaka provided an update on collection matters, noting that there is currently \$12,623.07 outstanding from 5 collection and foreclosure files.

EXECUTIVE SESSION

Upon motion of Ms. Hensler, seconded by Mr. Quarles, and upon an affirmative vote of at least two-thirds of the quorum present, the Authority Board convened in executive session at 4:32 P.M. for the purpose of receiving legal advice and to determine positions relative to matters that are subject to negotiation related to fencing and underdrain maintenance responsibilities pursuant to §§ 24-6-402(4)(b) and (e), C.R.S.

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., no record will be kept of the portion of this executive session that, in the opinion of the District's attorney, constitutes privileged attorney-client communication pursuant to § 24-6-402(4)(b), C.R.S.

Also pursuant to § 24-6-402(4), C.R.S., the Board did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during execution session.

The Authority Board reconvened in regular session at 4:54 P.M.

No action was taken by the Authority Board.

OTHER BUSINESS

Next Meeting

The next regular meeting of the Authority and the Districts is scheduled for May 13, 2021, at 2:30 P.M.

ADJOURNMENT

There being no further business to be conducted, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Marie B Hensler

Marie B Hensler (May 27, 2021 19:37 MDT)

Secretary for the Authority

Jan Taylor.

Jan Taylor. (May 27, 2021 21:08 MDT)

Secretary for District No. 3

Marie B Hensler

Marie B Hensler (May 27, 2021 19:37 MDT)

Secretary for District No. 4

**Attorney Statement
Regarding Privileged Attorney-Client Communication**

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that in my capacity as the attorney representing the Saddle Rock South Authority (the “Authority”), I attended the Executive Session on March 11, 2021, for the sole purposes of conferencing with the Authority’s Board of Directors for the purpose of giving legal advice on specific legal questions and discussing negotiations with third parties as authorized by §§ 24-6-402(4)(b) and (e), C.R.S. I further attest that it is my opinion that all or a portion of the executive session discussion constituted attorney-client privileged communication as provided by § 24-6-402(4)(b), C.R.S., and based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S.

Jennifer Gruber Tanaka

Jennifer Gruber Tanaka, Esq.

General Counsel to the Authority and the Districts