

# 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 DECEMBER 7, 2023

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 Thursday, the 7<sup>th</sup> day of December, 2023, 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  
Wiktorja K. Pisarek Green  
Jennifer Elsea (for a portion of the meeting)

#### Also In Attendance Were:

David Solin; Special District Management Services, Inc. (“SDMS”)  
  
Paula Williams, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

### 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.

**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 H. Green and, upon vote unanimously carried, the Board approved the agenda as presented.

**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.

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Following discussion, upon motion duly made by Director Dias, seconded by Director H. Green 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 H. Green, 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 September 1, 2023 Special Meeting.

Following discussion, upon motion duly made by Director Dias, seconded by Director H. Green and, upon vote unanimously carried, the Board approved the Minutes of the September 1, 2023 Special Meeting, as presented.

**Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices:** Mr. Solin reviewed the business to be conducted in 2024 to meet statutory compliance requirements. The Board determined to hold regular meetings in 2024 at 10:00 a.m. on June 6, and December 5, 2024 via video / telephone conference.

Following discussion, upon motion duly made by Director Dias, seconded by Director H. Green and, upon vote, unanimously carried, the Board adopted the Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

**§32-1-809, C.R.S. Requirements and Compliance for 2024:** The Board discussed §32-1-809, C.R.S. requirements and directed staff regarding compliance for 2024 (post the Transparency Notice on the Special District Association ("SDA") and District website).

### **Insurance Matters:**

**Cyber Security and Increased Crime Coverage:** The Board deferred consideration of this matter.

**Insurance Committee:** The Board discussed establishing an insurance committee to make final determinations regarding insurance matters.

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Following discussion, upon motion duly made by Director H. Green, seconded by Director Elsea and, upon vote unanimously carried, the Board established an insurance committee, consisting of Directors H. Green and Elsea, to make final determinations regarding insurance.

Renewal of Insurance and SDA Membership: The Board discussed the renewal of the District's insurance and SDA membership for 2024. The Board noted the insurance committee will work with Mr. Solin to add all assets to the property schedule, as appropriate.

**PUBLIC COMMENT** There were no public comments.

### **FINANCIAL MATTERS**

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

	Period Ending Aug. 31, 2023	Period Ending Sept. 30, 2023	Period Ending Oct. 31, 2023	Period Ending Nov. 30, 2023
General Fund	\$ 20,439.17	\$ 16,517.94	\$ 28,519.14	\$ 10,387.84
Debt Service Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital Projects Fund	\$ -0-	\$ -0-	\$ -0-	\$ -0-
<b>Total</b>	<b>\$ 20,439.17</b>	<b>\$ 16,517.94</b>	<b>\$ 28,519.14</b>	<b>\$ 10,387.84</b>

Following discussion, upon a motion duly made by Director H. Green, seconded by Director Dias and, upon vote unanimously carried, the Board approved the payment of claims as shown.

**Unaudited Financial Statements and Schedule of Cash Position:** Mr. Solin reviewed the Unaudited Financial Statements and Schedule of Cash Position for the period ending September 30, 2023 with the Board.

Following discussion, upon motion duly made by Director Dias, seconded by Director W. Green and, upon vote unanimously carried, the Board accepted the Unaudited Financial Statements and Schedule of Cash Position for the period ending September 30, 2023.

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

**Preparation of 2023 Audit:** The Board deferred consideration of this matter, pending receipt of an engagement letter for Board consideration.

**2023 Budget Amendment Hearing:** The President opened the public hearing to consider the Resolution to Amend the 2023 Budget and discuss related issues.

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It was noted that publication of a Notice stating that the Board would consider adoption of a Resolution to Amend the 2023 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 and discussion, upon a motion duly made by Director Dias, seconded by Director Parkins and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2023 Budget.

**2024 Budget Hearing:** The President opened the public hearing to consider the proposed 2024 Budget and discuss related issues.

It was noted that publication of a Notice stating that the Board would consider adoption of the 2024 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.

Mr. Solin reviewed the estimated 2023 expenditures and the proposed 2024 revenues and expenditures 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 2024 Budget and adopted the Resolution to Adopt the 2024 Budget and Appropriate Sums of Money and the Resolution to Set Mill Levies (General Fund at 3.913 mills, minus a temporary credit of 0.048 mills and the Debt Service Fund at 39.972 mills for a total of 43.837 mills), subject to adjustment as necessary per final legislative action, and authorized execution of the Certification of Budget. Mr. Solin was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Arapahoe County not later than January 10, 2024. Mr. Solin was further directed to transmit the Certification of Budget to the Division of Local Government not later than January 31, 2024.

**DLG-70 Certification of Tax Levies Form (“Certification”):** The Board discussed the preparation and filing of the Certification.

Following discussion, upon motion duly made by Director Dias, seconded by Director Parkins and, upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the Certification, and directed the District Accountant to file the Certification with the Board of County Commissioners and other interested parties.

**Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan:** Following discussion, upon motion duly made by Director Dias,

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seconded by Director Parkins and, upon vote unanimously carried, the Board adopted the Resolution Authorizing the Adjustment of the District Mill Levy in Accordance with the Service Plan, if determined necessary pursuant to final numbers. It was subsequently determined that the Resolution Authorizing the Adjustment of the District Mill Levy in Accordance with the Service Plan was not needed.

**2025 Budget Preparation:** The Board discussed the preparation of the 2025 Budget.

Following discussion, upon motion duly made by Director Dias, seconded by Director Parkins and, upon vote unanimously carried, the Board appointed the District Accountant to prepare the 2025 Budget.

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

**Slide at the Community Park:** The Board discussed a proposal for replacement of the slide at the community park. The Board directed the District Manager to cancel the order for the new slide (if possible), and to remove the damaged slide.

**Playground Base Refresh for Community Park:** The Board deferred this matter.

**Sidewalk Low Point Landscape and Sump Options at Community Park:** The Board deferred this matter.

**2023 Landscape Maintenance Agreement with Designscares Colorado, Inc.:** The Board reviewed a 2023 Landscape Maintenance Agreement with Designscares Colorado, Inc.

Following discussion, upon motion duly made by Director H. Green, seconded by Director Dias and, upon vote unanimously carried, the Board ratified approval of the 2023 Landscape Maintenance Agreement with Designscares Colorado, Inc.

**2024 Landscape Maintenance Services:** The Board discussed proposals for the 2024 landscape maintenance services, including snow removal. Following discussion, upon motion duly made by Director H. Green, seconded by Director Dias and, upon vote unanimously carried, the Board authorized preparation of a Service Agreement for 2024 Landscape Maintenance Services, including authorization of snow removal at a two inch depth.

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### **LEGAL MATTERS**

**Resolution Amending Policy on Colorado Open Records Act Requests:** Attorney Williams presented the Resolution Amending Policy on Colorado Open Records Act Requests.

Following discussion, upon motion duly made by Director H. Green, seconded by Director Dias and, upon vote unanimously carried, the Board adopted the Resolution Amending Policy on Colorado Open Records Act Requests.

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**Transfer of Property Owned by Serenity Ridge Metropolitan District No. 1 (“District No. 1”) to the District:** The Board discussed accepting the transfer of all property owned by District No. 1 to the District.

Following discussion, upon motion duly made by Director H. Green, seconded by Director Dias and, upon vote unanimously carried, the Board approved the transfer of all property owned by District No. 1 to the District.

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**OTHER BUSINESS** There was no other business to discuss.

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**ADJOURNMENT** There being no further business to come before the Board at this time, upon motion duly made by Director H. Green, seconded by Director Dias and, upon vote unanimously carried, the meeting was adjourned at 11:25 am.

Respectfully submitted,

By   
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Secretary for the Meeting