

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SERENITY RIDGE METROPOLITAN DISTRICT NO. 2 HELD SEPTEMBER 1, 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 Friday, the 1st day of September, 2023, at 10:00 a.m. via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Fernando Dias

Jennifer Elsea

Also In Attendance Were:

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

Kate Olson, Esq.; McGeady Becher P.C.

Herb Green, Wiktoria Pisarek-Green, and Christopher Parkins; Board Candidates

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

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 with regard to 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. Directors Elsea and Dias disclosed that they are on the Homeowner’s Association Boards. Attorney Williams reported that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin reviewed with the Board the proposed agenda for the District’s Regular Meeting.

Following discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the agenda for the District’s Regular Meeting was approved.

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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 District's Board meeting.

Following discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the Board determined to conduct the District's meeting via Zoom. The Board further noted that notice of the time, date and Zoom information was duly posted and that they have not received any objections, or any requests that the means of hosting the meeting be changed by taxpaying electors within the District's boundaries.

March 16, 2023 Regular Meeting Minutes: The Board reviewed the Minutes of the March 16, 2023 Regular Meeting.

Following discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the Board approved the Minutes of the March 16, 2023 Regular Meeting.

Oaths of Office: Mr. Solin noted for the Board that the Oaths of Office for the Directors were administered and filed with the Department of Local Government and the District Court, as required by statute.

Resignation of Daniel Frank and Mark Cooper from the Board of Directors: The Board acknowledged the resignations of Directors Daniel Frank and Mark Cooper, effective as of June 22, 2023.

Board Vacancies: The Board discussed the vacancies on the board of Directors and considered the appointment of residents and eligible electors Christopher Parkins, Herbert Green, and Wiktoria Pisarek-Green to fill the vacancies on the Board.

Following discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, Christopher Parkins, Herbert Green, and Wiktoria Pisarek-Green were appointed to fill the vacancies on the Board.

Appointment of Officers: The Board discussed the appointment of officers.

Following discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Fernando Dias
Treasurer	Christoher Parkins
Assistant Secretary	Herbert Green
Assistant Secretary	Wiktoria Pisarek-Green
Assistant Secretary	Jennifer Elsea
Recording Secretary	David Solin

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PUBLIC COMMENTS

There were no public comments.

FINANCIAL MATTERS

Unaudited Financial Statements: The Board discussed the District's unaudited financial statement for the period ending June 30, 2023 and Schedule of Cash Position for the period ending June 30, 2023.

Following discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the Board accepted the District's unaudited financial statement for the period ending June 30, 2023 and Schedule of Cash Position for the period ending June 30, 2023.

2021 Audit: Mr. Solin reviewed with the Board the 2021 Audit.

Following review and discussion, upon motion duly made by Director Dias, seconded by Director Elsea and upon vote, unanimously carried, the Board ratified approval of the preparation and filing of the 2021 Audit, and authorized execution of the Representations Letter.

Status of 2022 Audit: The Board discussed the timeline for completion of the 2022 Audit and the filing for an extension request.

Following review and discussion, upon motion duly made by Director Dias, seconded by Director Elsea and upon vote, unanimously carried, the Board ratified approval of the filing of request for extension of time to file the 2022 Audit.

Revenue Options for Future Payment of the Snow and Landscape Maintenance Services: The Board discussed the possible need for revenue options for future payment of the snow and landscape maintenance services. No action was taken at this time.

2024 Budget Public Hearing: The Board discussed setting the date for a Public Hearing to adopt the 2024 Budget.

Following discussion, upon motion duly made by Director Dias, seconded by Director Elsea and, upon vote, unanimously carried, the Board determined to hold the public hearing to consider adoption of the 2024 Budget on December 7, 2023, at 10:00 a.m., to be held via video and telephone conference through Zoom.

OPERATION AND MAINTENANCE MATTERS/CAPITAL PROJECT MATTERS

Proposal for Slide at Community Park: Following discussion, the Board directed Mr. Solin to obtain a proposal for replacement of the slide at the community park.

Playground Base Refresh for Community Park: The Board discussed the playground base refresh for community park. The Board further discussed

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considering foam matting. The Board directed Mr. Solin to research the insurance standards for playground base design and to obtain a proposal for the same.

Sidewalk low point landscape and sump options at community park: The Board discussed a sidewalk low point and possible landscaping or sump options to remedy the issues at the community park. Director Green will transmit photos of the low points to Mr. Solin, and Mr. Solin will coordinate with Keesen Landscape Management, Inc. to obtain proposals for mitigation.

Change Order No. 1 to the Service Agreement for Landscape Maintenance with Keesen Landscape Management, Inc.: The Board reviewed and considered approval of Change Order No. 1 to the Service Agreement with Keesen Landscape Management, Inc.

Following discussion, upon motion duly made by Director Elsea, seconded by Director Dias and, upon vote, unanimously carried, the Board ratified the approval of Change Order No. 1 to the Service Agreement with Keesen Landscape Management, Inc.

Change Order No. 2 to the Service Agreement for Landscape Maintenance with Keesen Landscape Management, Inc.: The Board reviewed and considered approval of Change Order No. 2 to the Service Agreement with Keesen Landscape Management, Inc.

Following discussion, upon motion duly made by Director Elsea, seconded by Director Dias and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 2 to the Service Agreement with Keesen Landscape Management, Inc.

LEGAL MATTERS

Tax-Exempt Reissuance of Series 2021A-1 Note pursuant to the Series 2021-1 Loan Agreement: Attorney Olson and Mr. Solin discussed with the Board the tax-exempt reissuance of series the 2021A-1 Note pursuant to the Series 2021A-1 Loan Agreement. No action was taken at this time.

Dissolution of District No 1: Mr. Solin and Attorney Olson discussed with the Board the potential dissolution of District No 1 and the process for the same. No action was taken at this time.

Senate Bill 23-108: Attorney Olson and Mr. Solin discussed Senate Bill 23-108 allowing temporary restrictions in Property Taxes Due and the potential impact on the upcoming Budget process, and strategies for addressing the same. No action was taken.

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Annual Town Hall Meeting Requirement: Attorney Olson discussed the legislative changes that may impact the District and the new Annual Meeting requirements. No action was taken.

OTHER BUSINESS

There were no other matters to discuss at this time.

ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting