

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS

OF THE

STERLING HILLS WEST METROPOLITAN DISTRICT

Held: Thursday, March 12, 2020, at 6:30 p.m. telephonically due to closure of the regularly scheduled meeting location, the Balterra Clubhouse, 2654 South Danube Place, Aurora, Colorado 80013, based on the CDC recommendations against gathering in large groups in order to mitigate the spread of the COVID-19 virus. Notices were posted at the Balterra Clubhouse and on the District's website advising members of the public of the call in number to join the telephonic meeting and Ms. Sedgeley was located outside of the Balterra Clubhouse to provide the call in number to any members of the public.

Attendance:

A regular meeting of the Board of Directors of the Sterling Hills West Metropolitan District was scheduled in compliance with the laws of the State of Colorado, with the following directors in attendance:

Juliet Uhlott, President (*via telephone*)
Michael Lenz, Treasurer (*via telephone*)
CJ Matthews, Assistant Secretary (*via telephone*)

The following director was absent:

Albertain Ransom, Secretary

Also present were:

Jennifer L. Ivey, Icenogle Seaver Pogue, P.C. (*via telephone*)
Ted Laves, Colorado Special District Management and Operations (*via telephone*)
Debra Sedgeley, CliftonLarsonAllen LLP (*via telephone*)
Andrew Earles, Wright Water Engineers, Inc. (*via telephone*)

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Call to Order/ Declaration of Quorum: Director Uhlott, noting the presence of a quorum, called to order the regular meeting of the Board of Directors (the “Board”) of the Sterling Hills West Metropolitan District (the “District”) at approximately 6:30 p.m.

Conflicts of Interest: Ms. Ivey advised the Board that pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board then reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosure previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting.

Approval of/Additions to/ Deletions from Agenda: No changes were suggested to the Agenda.

Public Comment for Matters Not on Agenda: Director Matthews stated that she did not receive the email notification about the meeting being held electronically and did not receive a paper version of the meeting packet and cannot see it because of her eyes which she has noted in writing. Director Uhlott offered to have Director Matthews come to her home to look at a printed copy of the meeting packet.

Director Matthews noted that Director Uhlott refuses to allow people to speak during the meeting.

Consider Approval of Minutes: Director Matthews stated that she did not receive a paper copy of the meeting minutes and therefore could not possibly approve them. Director Lenz suggested that the minutes of the November 14, 2019 regular meeting, January 9, 2020 special meeting, and February 20, 2020 special meeting be tabled for consideration until the next regular meeting. Directors Uhlott and Matthews concurred.

Financial Matters:
Financial Report/Payment of Claims Ms. Sedgeley reviewed the December 31, 2019 financial statements, the schedule of cash position, interim claims represented by Check Numbers 1187 through 1208, three ACH payments to Aurora and a wire transfer to Colorado Special District Property and Liability Pool, which total \$114,758.26 and current claims represented by Check

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Numbers 1210 through 1216 and one ACH payment to Aurora Water which total \$24,434.49. Ms. Sedgeley noted that Check Numbers 1182 through 1186 had been voided and re-issued due to a mailing error. After review and discussion, upon the motion of Director Uhlott and second of Director Lenz, the Board accepted the December 31, 2019 financial statements and the schedule of cash position, and ratified the interim claims as presented in the amount of \$114,758.26 on a vote of 2 in favor and 1 against (Director Matthews, noting that she did not receive a paper copy of the meeting packet and cannot see the information). After review and discussion, upon the motion of Director Uhlott and second of Director Lenz, the Board approved the current claims as presented in the amount of \$24,434.49 on a vote of 2 in favor and 1 against (Director Matthews, noting that she did not receive a paper copy of the meeting packet and cannot see the information).

Ms. Sedgeley also briefly reviewed with the Board a cashflow analysis that shows that the Detention Pond Renovation Project can be funded November 2020 through March 2021.

Public Hearing on Proposed Amendment to 2019 Budget/Approve Resolution to Adopt 2019 Budget Amendment:

The Board opened a public hearing on the proposed 2019 budget amendment consistent with published public notice. No members of the public in attendance wished to comment on the proposed 2019 budget amendment. The Board closed the public hearing on the proposed 2019 budget amendment.

Ms. Sedgeley reviewed with the Board the proposed 2019 budget. After discussion, upon the motion of Director Lenz and second of Director Uhlott, the Board approved adopting a resolution approving the 2019 amended budget on a vote of 2 in favor and 1 against (Director Matthews, noting that she did not receive a paper copy of the meeting packet and cannot see the information).

District Manager Report:

Mr. Laves discussed with the Board his District Manager's Report which was included in the meeting packet, the following items were discussed in detail:

Detention Pond Status Update

Mr. Laves reported that Messrs. Laves and Earles met with the principals of Edge Contractors and that Edge Contractors

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is willing to delay the onset of the work until November 2020 and that Edge Contractors is working on a revised schedule and is reviewing the proposed contract. Mr. Laves reported that Ms. Ivey will discuss in her report about the Master License Agreement with the City of Aurora. Mr. Laves reported that Xcel is still in the process of reviewing for approval the requested easement and licensing agreement. Also included in the meeting packet was a memorandum from Wright Water Engineers, Inc. dated March 3, 2020 that provides an Update on the Water Quality and Detention Pond Rehabilitation Project.

Maintenance Issues:

Bollard Light Repairs in Green Park

After further review and discussion, upon the motion of Director Uhlott and second of Director Lenz, the Board approved HOAM Contractors replacing the damaged bollard in Green Park at a cost of \$440 on a vote of 2 in favor and 1 against (Director Matthews, noting that she did not receive a paper copy of the meeting packet and cannot see the information).

Tree Sustenance – winter watering and bug treatment

After further review and discussion, upon the motion of Director Lenz and second of Director Uhlott, the Board approved the ArborKelp Treatment Plus – Late Season, Borer Treatment – Early Season for 34 ash and 70 spruce and Austrian pines, and Emerald Ash Borer Soil Injection – Late Season for the 34 green and white ash at a cost of \$3,686.00 and requested that Mr. Laves work with SavATree and Dahl Environmental regarding the necessity of the ArborKelp Treatment Plus – Late Season on a vote of 2 in favor and 1 against (Director Matthews, noting that she did not receive a paper copy of the meeting packet and cannot see the information). Director Uhlott reiterated that she has offered to provide printed materials to Director Matthews and she refuses to accept this offer.

Legal Matters:

Update on May 5, 2020 Election

Mr. Laves reported that Alberteen Ransom, Juliet Uhlott, and Christine Hatter applied for the three open seats on the Board expiring in May 2023 and that since there were not more applicants than seats up for election the election is being cancelled and the applicants deemed elected by acclamation. Ms. Ivey reported that the only other person that had

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requested a self-nomination and acceptance form was Director Matthews, which form was handed to Director Matthews at the February 20, 2020 special meeting of the Board of Directors and also emailed to her at that time. Director Matthews stated that she did not receive the information.

Consider Approval of Master License Agreement with City of Aurora re Detention Pond

Ms. Ivey next presented a Master License Agreement with the City of Aurora for the Detention Pond in Filing 11 and reviewed the language in the Master License Agreement that purports to allow the City to require the District to relocate the Detention Pond and purports that the City has ownership rights related to the Detention Pond property. Upon motion of Director Matthews, second of Director Lenz and upon unanimous vote, the Board directed that (1) Wright Water Engineers, Inc. approach the Federal Stormwater authority to ensure that Aurora's documents are compliant and (2) that the District be authorized to ask Aurora City Council members to assist the District to get revisions to the Master License Agreement.

Dr. Earles joined the meeting by phone at this time.

Dr. Earles reported that he believes that it is reprehensible that the City of Aurora is refusing to change the language in the Master License Agreement so that the Agreement accurately reflect the ownership of the tract on which the Detention Pond is located. But because of Aurora's bureaucratic processes if the District does not agree to Aurora's terms that will likely delay the project for an extended period of time.

Other Business:

The Board discussed options for ensuring that Director Matthews receives paper copies of the meeting packets and directed that Mr. Laves work with Director Matthews on this matter.

Adjourn:

There being no further business to come before the Board, upon motion of Director Lenz, second of Director Uhlott and majority vote, the meeting was adjourned at 7:43 p.m.

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Robert V. Hanson 6/14/2020
Secretary of the Meeting

(meeting minutes 3/12/2020)