

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

Held: Thursday, September 29, 2022, at 11:00 a.m., via teleconference and at 5750 DTC Parkway Suite 210, Greenwood Village, CO 80111 and via teleconference.

The joint special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance:

Christopher Fellows
Tim O'Connor
Dustin Anderson
Douglas Hatfield

Also present were Clint C. Waldron, Esq. and Megan J. Murphy, Esq. (**arrived where indicated*), White Bear Ankele Tanaka & Waldron, District General Counsel; Diane Wheeler, Simmons & Wheeler, PC, District Accountant; Barney Fix, Merrick & Company, District Engineer; Maci Watlington, Kent Krause and Britta Schurle, Advance HOA Management, Inc., District Manager; Mikaela Rivera, Waas Campbell Rivera Johnson & Velasquez; and Madison Phillips, Cockrel Ela Glesne Greher & Ruhland, P.C., Painted Prairie Community Authority General Counsel.

Call to Order/Declaration of Quorum

Director Fellows noted that a quorum of the Boards was present and called the meeting to order.

Director Conflict of Interest Disclosures

Mr. Waldron reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest 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. Director Fellows 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 board members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Joint Meetings	The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.
Confirmation of Meeting Notice and Posting	Mr. Waldron confirmed the meeting notices were posted as required by law.
Approval of Agenda	Director Fellows reviewed the proposed agenda with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda.
Public Comment	None.
Consent Agenda	<p>Director Fellows reviewed the items on the consent agenda with the Boards. Mr. Waldron advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:</p> <ul style="list-style-type: none"> <li data-bbox="674 1076 1331 1112">– August 18, 2022 Joint Regular Meeting Minutes; <li data-bbox="674 1115 1331 1183">– Ratification of First Amendment to 2022 Annual Administrative Resolution; and <li data-bbox="674 1185 1422 1253">– Ratification of Contract with Schultz Industries for Park and Streetscape Landscaping Maintenance.
Facilities Management/District Operations (District No. 1)	
District Manager’s Report	Mr. Krause reviewed the District Manager’s Report with the Board of District No. 1.
Ratify Playground Mulch Proposal – High Prairie Park (North)	Mr. Krause presented the proposal for playground mulch in north High Prairie Park to the Board of District No. 1 for ratification. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously ratified the proposal.
Approve Playground Mulch Proposal – High Prairie Park (South)	Mr. Krause presented the proposal for playground mulch in south High Prairie Park to the Board of District No. 1 for approval. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the proposal.

Approve Holiday Lighting Proposal

Mr. Krause reviewed the holiday lighting proposal with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the proposal.

Other Facilities Management/District Operations Matters

None.

Construction Updates (District No. 1)

Discuss Status of ECI Plant Replacement and Warranty

Mr. Fix discussed the status of the ECI plant replacement and warranty with the Board of District No. 1. Following discussion, upon motion duly made and seconded, the Board of District No. 1 unanimously approved the replacement and warranty in the amount of \$5,000.

Discuss and Consider Approval of Change Orders

None.

Other Updates

Mr. Fix informed the Board that they are currently working on enhancements to High Prairie Park.

Mr. Fix provided an update on the camera system noting that they are working with the City of Aurora on approval. The cameras were housed in the shed; however, the HOA does not allow sheds. Xcel also lost the paperwork on the additional electrical connections. Mr. Fix informed the Board they have been inspected by the City and approved for setting the meters. The cameras should be up and running quickly. There are currently seven cameras with three more to be placed in Filing No. 3.

Legal Matters

Ratify Withdrawal from Aurora Regional Transportation Authority (District Nos. 1-6)

Mr. Waldron discussed the withdrawal from the Aurora Regional Transportation Authority with the Boards of District Nos. 1-6. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-6 unanimously ratified the withdrawal.

Discuss and Consider Adoption of Establishment Agreement for Aurora Regional Improvement Authority

Mr. Waldron discussed the Establishment Agreement for the Aurora Regional Improvement Authority with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the agreement.

Consider Approval of Engagement Letter of Waas

Director Fellows provided background regarding the engagement of Waas Campbell Rivera Johnson & Velasquez as special counsel

Campbell Rivera Johnson & Velasquez as Special Counsel (District No. 5) to the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 unanimously approved the engagement.

*Ms. Murphy arrived at the meeting.

Discuss and Consider Finding of Necessity for the Acquisition of Real Property within East 56th Avenue and North Lisbon Street owned by CIG / Kinder Morgan Management (District No. 5) The Board of District No. 5 reviewed the Acquisition of Real Property within East 56th Avenue and North Lisbon Street owned by CIG / Kinder Morgan Management noting that the City requires 56th Avenue to be improved which has been on the City's transportation plan for years. In order for the Districts to be able to provide the necessary public improvements, the District needs to construct East 56th Avenue. It was noted that Westwood has re-engineered the road to move the road as far away from the CIG improvements as possible and the Board needs to do what's prudent to move forward with the project to build a public improvement for a public purpose. Based on the discussion and information reviewed by the Board, the District needs to obtain whatever permission it needs and proceed down the necessary path.

Other Legal Matters None.

Financial Matters

Review Unaudited Financial Statements Ms. Wheeler reviewed the financials with the Boards.

Review and Approve of Claims Listing Ms. Wheeler reviewed the claims with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the claims listing.

Approve/Ratify Requisition No. 47/Draw No. 38 from Escrow Funds (District No. 1) Ms. Wheeler reviewed Requisition No. 47/Draw No. 38 from Escrow Funds with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the requisition and draw.

Other Financial Matters None.

Other Business

Discuss 2023 Budget Workshop and Location for Budget Hearing The Boards engaged in general discussion regarding the 2023 budget workshop and the location for the budget hearing. The Boards determined to hold the budget hearing at Highpoint Academy Charter School.

Discuss November Regular
Meeting Reschedule

The Boards engaged in general discussion regarding rescheduling the November regular meeting. The Boards determined to reschedule the meeting for October 27, 2022.

Adjourn

There being no further business to come before the Boards, and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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



Secretary for the Meeting, District Nos. 1-12

The foregoing minutes were approved on the 2nd day of November, 2022.