

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

Held: Friday, February 24, 2023, at 11:00 a.m., via teleconference and at 5750 DTC Parkway, Suite 210, Greenwood Village, CO 80111.

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:

Chris Fellows
Tim O'Connor
Dustin Anderson
Douglas Hatfield

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Diane Wheeler, Simmons & Wheeler, PC, District Accountant; Barney Fix, Merrick & Company, District Engineer; Kent Krause, Maci Watlington, Britta Schurle, and Rachel Hillis, Advance HOA Management, Inc., District Manager; and homeowners.

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. Mr. Waldron 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. Krause confirmed the meeting notices were posted as required by law.

Approval of Agenda Mr. Waldron reviewed the proposed agenda with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as amended.

Public Comment None.

Consent Agenda Mr. Waldron reviewed the items on the consent agenda with the Boards. 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:

- January 26, 2023 Joint Regular Meeting Minutes.

**Facilities
Management/District
Operations (District No. 1)**

Discuss and Consider Deferred.
Approval of Association Alley
Parking Policy

Consider Approval of Joint Deferred.
Resolution with Painted
Prairie Owners Association
for Alley Parking
Enforcement

Discuss and Consider Deferred.
Approval of Access and
Maintenance Agreement for
Alley Tracts, Garden Courts,
and Landscaping Tracts
(Filing No. 1-2)

Discuss and Consider Deferred.
Approval of Access and
Maintenance Agreement for
Alley Tracts, Garden Courts,
and Landscaping Tracts
(Filing No. 3)

District Manager's Report Mr. Krause reviewed his management with the Boards noting that the vaults for the security cameras have been installed and the cameras are getting close to being up and running.

Other Facilities
Management/District
Operations Matters None.

**Construction Updates
(District No. 1)**

Update on Status of ECI Plant Replacement and Warranty Mr. Fix reviewed his letter recommending that the Board consider authorization of release of the remaining funds in escrow, as ECI has completed the maintenance and warranty work. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved release of remaining escrow funds.

Update on High Prairie Park Enhancements Mr. Fix noted Hall Construction is working diligently and the High Prairie Park Enhancements are about 85% complete.

Discuss and Consider Approval of Change Orders None.

Legal Matters

Public Hearing on Exclusion of Property (District No. 2) Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 2) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2. The Board of District No. 2 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 3) Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 3) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 3. The Board of District No. 3 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 4) Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 4) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 4. The Board of District No. 4 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 5) Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 5) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 5. The Board of District No. 5 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 6) Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 6) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 6. The Board of District No. 6 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the

Board of District No. 6 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 7)

Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 7)

Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 7. The Board of District No. 7 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 7 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 8)

Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 8)

Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 8. The Board of District No. 8 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 8 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 9)

Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 9)

Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 9. The Board of District No. 9 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 9 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 10)

Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with

Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 10) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 10. The Board of District No. 10 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 10 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 11) Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 11) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 11. The Board of District No. 11 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 11 determined to grant the petition and adopt the resolution for exclusion.

Public Hearing on Exclusion of Property (District No. 12) Director Fellows opened the public hearing on the Petition for Exclusion of Property (Old Director Parcel). Mr. Waldron noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District No. 12) Mr. Waldron reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 12. The Board of District No. 12 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 12 determined to grant the petition and adopt the resolution for exclusion.

Other Legal Matters None.

Financial Matters

Review Unaudited Financial Statements Ms. Wheeler reviewed the December 31, 2022 unaudited financials with the Board of District Nos. 1 & 2. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 & 2 unanimously accepted the financials.

Review and Approve Claims Listing Ms. Wheeler reviewed the claims in the amount of \$151,897.76 and \$61,192.54 with the Boards of District Nos. 1 & 2. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 & 2 unanimously approved the claims listing.

Other Financial Matters None.

Other Business

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 23rd day of March, 2023.