

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

Held: Thursday, January 14, 2021 at 11:00 a.m. via
Teleconference.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders, issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, the meeting was held 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., White Bear Ankele Tanaka & Waldron, District General Counsel; Diane Wheeler, Simmons & Wheeler, P.C., District Accountant; Barney Fix, Merrick & Company, District Engineer; Sabrina Lopez, HG Management, District Manager; and Matt Ruhland, Collins Cockrel & Cole, General Counsel to the Painted Prairie Public Improvement Authority.

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

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 herein, 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

Ms. Murphy confirmed the meeting notice was posted as required by law.

Approval of Agenda

The Boards reviewed the proposed agenda. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as amended.

Public Comment

None.

Consent Agenda

The Boards reviewed the items on the consent agenda. 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. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- October 29, 2020 and December 3, 2020 Joint Special Meeting Minutes
- Contract with Venture Electric, Inc. for Holiday Lighting (District No. 1)
- Notice of Termination with HG Metropolitan Properties, LLC and HG Metropolitan Maintenance Services, LLC (District No. 1)
- First Amendment to Joint Annual Administrative Resolution
- Joint Resolution Designating 24-Hour Posting Location

Facilities Management/District Operations (District No. 1)

District Manager’s Report

Ms. Lopez reviewed the District Manager’s report with the Boards noting that there is nothing outstanding, she is still waiting on the reserve study.

Construction Updates (District No. 1)

General Updates

Mr. Fix provide an update on the status of district construction to the Boards noting that Hall Construction is handling 2020 landscape areas.

Mr. Fix reviewed the proposal from Hudick Excavating, Inc. for Completion of Wall with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved awarding the contract to Hudick Excavating to build wall on channel subject to final review by Mr. Fix and legal.

Discuss and Consider Approval of Change Orders

None.

Discuss Status of Xcel Reimbursement for Damage

Mr. Fix noted that he is working to gather supporting documents. The Board engaged in general discussion regarding pursuing reimbursement from Xcel.

Discuss Status of Century Link Reimbursement for Damage

Director Fellows informed the Boards that Mr. Fix is gathering documentation to pursue a claim against Century Link for damages. Following discussion, upon a motion duly made and seconded, the Board unanimously authorized legal counsel to gather documents and write a demand letter to CenturyLink and Pauly Construction for reimbursement for Damages.

Legal Matters

Consider Award Management Contract

of Mr. Waldron reviewed the proposal for management services with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously awarded the management contract to Advance HOA subject to final legal review.

Consider Merrick Contract Extension (District No. 1)

Mr. Fix reviewed the Merrick Contract extension 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 Merrick Contract extension.

Other Legal Matters

None.

Financial Matters

Review and Consider Acceptance of Unaudited Financial Statements

Deferred.

Review and Consider Approval of Claims Payable in the amount of \$263,918.97

Ms. Wheeler reviewed the claims listing in the amount of \$263,918.97. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the claims payable.

Approve Requisition No. 27/Draw No. 18 from Escrow Funds (District No. 1)

Ms. Wheeler reviewed Requisition No. 27 with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 approved Requisition No. 27.

Other Financial Matters

None.

Other Business

None.

Discuss and Consider Appointment(s) to Painted Prairie Public Improvement Authority

Deferred.

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 11th day of February, 2021.