

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

Held: Thursday, March 18, 2021 at 10:30 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 Public Health & 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., White Bear Ankele Tanaka & Waldron, District General Counsel; Kim Stark, Simmons & Wheeler, P.C., District Accountant; John Guzman-Peonio, Advance HOA 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 Mr. Waldron and Mr. Guzman-Peonio confirmed the meeting notices were 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 presented.

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. 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:

- February 11, 2021 Joint Special Meeting Minutes
- Acceptance of Tracts A, B, C, E, F, G, M, P, R, Z, CC, DD, FF, GG, NN, RR, UU, ZZ, AC, AE, AH, AND AJ via Special Warranty Deed
- Access and Maintenance Easement Agreement (Garden Courts)

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

District Manager's Report Mr. Guzman-Peonio reviewed the District Manager's Report with the Board of District No. 1.

Discuss Security Proposal Mr. Guzman-Peonio informed the Board of District No. 1 that he met with the security company this week and is working on a revised proposal.

Status of Reserve Study Mr. Guzman-Peonio noted that he followed up with ARS and has not heard back from them. The Board of District No. 1 engaged in general discussion regarding the reserve study and directed Mr. Guzman-Peonio to continue to try to get a hold of ARS, but also to obtain additional proposals.

Other Facilities Mr. Guzman-Peonio informed the Board of District No. 1 that
Management/District Operations Matters security is being increased to include onsite visits on Monday through Wednesday three times a day.

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

General Updates Deferred.

Discuss and Consider Deferred.
Approval of Change Orders

Status of Review of Insurance Deferred.
Audit

Legal Matters

Consider Approval of Mr. Waldron reviewed the Independent Contractor Agreement
Independent Contractor with ECI for Maintenance Services with the Board of District No.
Agreement with ECI for 1. Following discussion, upon a motion duly made and seconded,
Maintenance Services the Board of District No. 1 unanimously approved the
(District No. 1) Independent Contractor Agreement with ECI for Maintenance
Services.

Consider Approval of Work Mr. Waldron reviewed Work Order No. 1 with ECI in the amount
Order No. 1 with ECI in the of \$1,354.06 with the Board of District No. 1. Following
amount of \$1,354.06 discussion, upon a motion duly made and seconded, the Board of
(District No. 1) District No. 1 unanimously approved Work Order No. 1 with ECI
in the amount of \$1,354.06.

Discussion Regarding Park Deferred.
and Recreation Fee and
Approve Amendment to Fee
Resolution (District No. 1)

Other Legal Matters None.

Financial Matters

Review and Consider Deferred.
Acceptance of Unaudited
Financial Statements

Review and Consider Ms. Stark reviewed the claims listing with the Boards. Following
Approval of Claims Payable discussion, upon a motion duly made and seconded, the Board of
District No. 1 unanimously approved the invoices related to the
District's insurance and utilities and deferred the remainder of the
claims payables.

Discuss Property Tax
Statements

Deferred.

Approve/Ratify Requisition
No. 29/Draw No. 20 from
Escrow Funds (District No.
1)

Ms. Stark reviewed Requisition No. 29 with the Board of District
No. 1. Following discussion, upon a motion duly made and
seconded, the Board of District No. 1 approved and ratified
Requisition No. 29.

Discuss and Consider
Approval of Applications for
Exemption from Audit
(District Nos. 3-12)

Ms. Stark reviewed the Applications for Exemption from Audit
with the Boards of District Nos. 3-12. Following discussion, upon
a motion duly made and seconded, the Boards of District Nos. 3-
12 unanimously approved the Applications for Exemption from
Audit.

Other Financial Matters

None.

Other Business

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 25th day of March,
2021.