

MINUTES OF A JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

Held: Thursday, January 26, 2023, at 11:00 a.m., via teleconference and at 5750 DTC Parkway, Suite 210, Greenwood Village, CO 80111.

The joint regular 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:

Tim O'Connor
Dustin Anderson
Douglas Hatfield

Director Fellows was absent and excused.

Also present were Clint C. Waldron, Esq. and Megan J. Murphy, 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 and Britta Schurle, Advance HOA Management, Inc., District Manager; and Matt Ruhland, Cockrel Ela Glesne Greher & Ruhland, P.C., Painted Prairie Public Improvement Authority General Counsel.

Call to Order/Declaration of Quorum

Director Hatfield noted that a quorum of the Boards was present and called the meeting to order. Following discussion, upon a motion duly made and seconded, the Boards appointed Director Hatfield as the acting President for the meeting.

Director Conflict of Interest Disclosures

Ms. Murphy 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. Ms. Murphy 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

Ms. Murphy 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

Ms. Murphy 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:

- December 1, 2022 Joint Special Meeting Minutes; and
- Joint Resolution Designating Meeting Notice Posting Location.

Facilities Management/District Operations (District No. 1)

Discuss and Consider Approval of Association Alley Parking Policy Deferred.

District Manager's Report

Mr. Krause reviewed his management with the Boards noting that there has been a lot of vandalism at the park that has been less since the security cameras were installed.

Other Facilities Management/District Operations Matters

None.

Construction Updates (District No. 1)

Discuss Status of ECI Plant Replacement and Warranty

Mr. Fixed informed the Board that the walk-through of the site is scheduled.

Update on High Prairie Park Enhancements

Mr. Fix noted Hall Construction is working diligently and the High Prairie Park Enhancements are about 80% complete.

Discuss and Consider Approval of Change Orders

Consider Approval of Change Order No. 2 with ECI in the amount of \$19,126.70

Mr. Fix reviewed the Change Order No. 2 with ECI in the amount of \$19,126.70 with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously accepted the Change Order No. 2 with ECI in the amount of \$19,126.70.

Consider Approval of Change Order No. 6 with Hall Contracting in the amount of \$4,581.00

Mr. Fix reviewed Change Order No. 6 with Hall Contracting in the amount of \$4,581.00 with the Board of District No. 1. Director O'Connor noted that several items are billed back to builders and wanted to know if this being tracked. Mr. Fix responded that he just took over tracking that and will meet with Ms. Wheeler to review.

Discuss and Consider Approval of License Agreement with City of Aurora (Security Poles)

Mr. Hatfield reviewed the License Agreement with the City of Aurora (Security Poles) with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 approved the License Agreement with City of Aurora (Security Poles). Mr. Fix noted that the vault for security equipment is ready to be installed. Director Hatfield inquired about who is paying for the installation of the vault. Ms. Wheeler noted that the Painted Prairie Public Improvement Authority repays the developer for cost of improvements in Filing 1.

Legal Matters

Update on Service Plan Amendment Submittal (District No. 1)

Ms. Murphy provided an update on the Service Plan Amendment submittal to the Board of District No. 1 noting that the Service Plan and Intergovernmental Agreement with the City of Aurora do not allow the District to own, operate, and maintain public improvements besides park and recreation improvements that are not conveyed to other public entities. Ms. Murphy informed the Board of District No. 1 that this Amendment to the Intergovernmental Agreement addresses this issue and is pending approval by the City of Aurora.

Consider Approval of First Amendment to Intergovernmental Agreement with City of Aurora (District No. 1)

Ms. Murphy reviewed the First Amendment to Intergovernmental Agreement with City of Aurora 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 First Amendment to Intergovernmental Agreement with City of Aurora.

Public Hearing on Exclusion of Property (District Nos. 1-12) Deferred.

Consider Adoption of Resolution and Order of the Board Granting Exclusion of Property (District Nos. 1-12) Deferred.

Other Legal Matters Ms. Murphy noted that there are two separate Access and Easement Agreements between the HOA and District No. 1 for Filing No. 1; and inquired if the Board would like to have a third agreement for landscape tracts in District No. 1 or change to one omnibus agreement for alleyways, garden courts, and landscape tracts. Deferred.

Financial Matters

Review Unaudited Financial Statements Ms. Wheeler reviewed the November 30, 2022 unaudited financials with the Board of District Nos. 1 & 2. Following discussion, upon a motion duly made and seconded, the Boards unanimously accepted the financials.


Review and Approve Claims Listing Ms. Wheeler reviewed the claims in the amount of \$151,897.76 and \$114,562.81 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.


Dustin Anderson (Feb 28, 2023 10:18 MST)
Secretary for the Meeting, District Nos. 1-12

The foregoing minutes were approved on the 24th day of February, 2023.