

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

Held: Wednesday, November 2, 2022, at 6:00 p.m., at High  
Pointe Academy, Cafeteria, 6750 N Dunkirk Street, Aurora, CO  
80019.

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; Diane Wheeler,  
Simmons & Wheeler, PC, District Accountant; Barney Fix,  
Merrick & Company, District Engineer; Kent Krause, 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 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. Krause 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**

Director Fellows 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:

- September 29, 2022 Joint Special Meeting Minutes;
- Special District Disclosure Notices Pursuant to §32-1-809, C.R.S.;
- Joint Resolution Designating Meeting Notices Posting Location; and
- Joint Resolution Calling May 2, 2023 Regular Election.

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

District Manager's Report

Mr. Krause noted that the District Manager's Report was included in the meeting packet and asked if the Board of District No. 1 had any questions. Mr. Krause provided an update on High Prairie Park improvements, vandalism and sprinkler blowouts.

A homeowner inquired about Amber Park improvements. Director Fellows noted that they will be working with homeowners on timing of installation as construction in the winter can be difficult.

A homeowner inquired about the status of installation of security cameras. Mr. Krause noted that they should be installed in 30 days.

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 noting that plant replacements are ongoing. Mr. Fix also noted that several of the homebuilders had removed landscaping that ECI will need to reinstall pursuant to a change order. The cost of the work will be billed back to the applicable homebuilder.

Update on High Prairie Park Enhancements Previously discussed.

Discuss and Consider Approval of Change Orders None.

### **Legal Matters**

Consider Adoption of Joint 2023 Annual Administrative Resolution Mr. Waldron reviewed the Joint 2023 Annual Administrative Resolution with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the 2023 Annual Administrative Resolution.

Discuss and Review Insurance General Liability Schedule and Limits, Consider Authorization to Bind Coverage Mr. Waldron reviewed the Insurance General Liability Schedule and Limits with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the proposals as presented and authorized binding of coverage.

Consider Approval of Joint Contractor Agreement with Heatherly Creative for Website Maintenance and Management Mr. Waldron reviewed the Joint Contractor Agreement with Heatherly Creative for Website Maintenance and Management with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Joint Contractor Agreement with Heatherly Creative for Website Maintenance and Management.

Discuss Board Member Contact Emails for District Website Ms. Murphy noted that the new law requires contact information be posted on the Districts' website. Following discussion, upon motion duly made and seconded, the Boards unanimously approved setting up a general email inbox.

Update on Construction of East 56th Avenue within City of Aurora Right-of-Way and CIG Easement (District No. 5) Director Fellows provided background information on E. 56<sup>th</sup> Avenue and provided an update on the construction of the E. 56th roadway improvements noting that the City of Aurora (the "City") is requiring E. 56th Avenue to be upgraded to a 6-lane arterial, with the District responsible for 3 lanes. Director Fellows also noted that CIG currently holds an easement in this corridor and provided background on changes that had been made to the plans to accommodate CIG's pipeline.

Director Fellows reviewed the following memorandums with the Board and entered them into the record:

- Memorandum from Westwood dated November 2, 2022  
Re: 56th Avenue Efforts to Accommodate
- Memorandum from Westwood dated November 2, 2022  
Re: 56th Avenue Technical Requirements
- Letter from Mr. Fix Regarding the Vitalness of the 56<sup>th</sup>  
Avenue Corridor
- Letter from Civitas Regarding CIG Coordination Process
- Correspondence from Felsburg Holt & Ullevig Regarding  
Traffic Control Comparisons on Lisbon and 56<sup>th</sup> Avenue

The Board noted that based on the memorandums provided, the street improvements are public improvements and public infrastructure, and are vital to the health, safety and welfare of the district, the surrounding communities, their residents, and the public at large. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 authorized its consultants to proceed with any necessary work to move forward with the construction of the E 56th Avenue roadway improvements and appointed Director Fellows as the District representative to work with the district's consultants.

Other Legal Matters                      None.

**Financial Matters**

Review Unaudited Financial              Ms. Wheeler reviewed the unaudited financials with the Board of  
Statements                                      District Nos. 1 & 2.

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

Public Hearing on 2022                      Not needed.  
Budget Amendment                              (*if*  
*necessary*)

Consider Approval of                      Not needed.  
Resolution Amending the  
2022 Budget (*if necessary*)

Joint Public Hearing on 2023              Director Fellows opened the public hearing on the proposed 2023  
Budgets (District Nos. 1-12)              Budgets. Mr. Waldron noted that the notice of public hearing was  
provided in accordance with Colorado law. No written objections  
have been received prior to the meeting. There being no public  
comment, the joint public hearing was closed. Mr. Fellows

provided background on the budget assumptions, including landscape maintenance costs and capital projects, and discussed the pace of home sales and surrounding economic conditions that will have an impact on District revenues.

Consider Approval of Deferred.  
Resolution Adopting the  
2023 Budget (District Nos. 1-  
12)

Approve/Ratify Requisition Ms. Wheeler reviewed Requisition No. 48/Draw No. 39 from  
No. 48/Draw No. 39 from Escrow Funds with the Board of District No. 1. Following  
Escrow Funds (District No. 1) discussion, upon a motion duly made and seconded, the Board of  
District No. 1 unanimously approved the requisition and draw in  
the amount of \$7,873.51.


Other Financial Matters None.

**Other Business** None.

**Public Comment** A Homeowner inquired about adoption of the Budgets and  
progress within the Town Center.

**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 (Dec 2, 2022 15:50 MST)

Secretary for the Meeting, District Nos. 1-12

The foregoing minutes were approved on the 1<sup>st</sup> day of December,  
2022.