

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE BUSINESS IMPROVEMENT DISTRICT
NUMBER ONE AND PAINTED PRAIRIE BUSINESS
IMPROVEMENT DISTRICT NUMBER TWO

Held: Thursday, October 29, 2020 at 9:00 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, this meeting was held via teleconference.

The 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

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Diane Wheeler, Simmons & Wheeler, P.C, District Accountant; Barney Fix, Merrick & Co; 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.

Meeting Notice and Posting Mr. Waldron noted that the meeting had been noticed and posted in accordance with Colorado law.

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.

Approval of Agenda The Boards reviewed the proposed agenda. Following discussion, upon 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, adopted and ratified.

- September 23, 2020 Joint Special Meeting Minutes
- Payables in the amount of \$4,423.38
- Resolution Designating 24-Hour Posting Locations
- Joint Resolution Concerning Online Posting of Regular and Special Meetings

Legal Matters

Consider Approval of Joint 2021 Annual Administrative Resolution Mr. Waldron reviewed the Joint 2021 Annual Administrative Resolution with the Boards. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the Joint 2021 Annual Administrative Resolution.

Review Insurance Property and Liability Schedule and Limit Mr. Waldron reviewed the current property and liability schedule and limits with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved binding of the insurance.

Update on Approval of Mr. Waldron provided an update to the Boards on the City's

Operating Plans approval of the 2021 Operating Plans.

Other Legal Matters None.

Financial Matters

Consider Acceptance of Unaudited Financials None.

Public Hearing on 2020 Budget Amendment Not needed.

Consider Adoption of Resolution Amending the 2020 Budget

Public Hearing on 2021 Budget (District Number One) Director Fellows opened the public hearing on the proposed 2021 Budget. 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 hearing was closed.

Consider Adoption of Resolution Approving 2021 Budget (District Number One) Mr. Waldron reviewed the 2021 Budget and Budget Resolution with the Board of District Number One. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 10.000 mills in the general fund.

Public Hearing on 2021 Budget (District Number Two) Director Fellows opened the public hearing on the proposed 2021 Budget. 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 hearing was closed.

Consider Adoption of Resolution Approving 2021 Budget (District Number Two) Mr. Waldron reviewed the 2021 Budget and Budget Resolution with the Board of District Number Two. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2021 Budget, appropriating funds therefor and certifying 10.000 mills in the general fund.

Consider Authorization of 2020 Application for Exemption from Audit District Nos. 1 & 2 Following discussion, upon a motion duly made and seconded, the Boards unanimously authorized the Application for Exemption from Audit for the 2020 fiscal year.

Other Financial Matters The Boards engaged in general discussion regarding the use of bill.com for payables. Following discussion, upon a motion duly

made and seconded, the Boards unanimously approved the move to bill.com for invoicing.

Director's Business

Development Update Deferred.

Discuss Board Vacancies Deferred.

Other Business None.

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
Dustin Anderson (Aug 30, 2021 11:22 MDT)

Secretary for the Meeting

The foregoing minutes were approved on the 19th day of August, 2021.











Execution Packets - Painted Prairie MD 1-12 and BID - 2021-08-19

Final Audit Report

2021-08-30

Created:	2021-08-24
By:	Julia Dybdahl (jdybdahl@wbapc.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAA9GymiGpRYnZpPOo3l1FrRCReWTMpSCEw

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-  Document created by Julia Dybdahl (jdybdahl@wbapc.com)
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-  Document emailed to Christopher H. Fellows (chris@fellowsusa.com) for signature
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-  Email viewed by Christopher H. Fellows (chris@fellowsusa.com)
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