

MINUTES OF A JOINT REGULAR MEETING OF THE
BOARDS OF DIRECTORS

OF

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

Held: Thursday, June 22, 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:

Christopher Fellows
Tim O'Connor
Dustin Anderson
Douglas Hatfield

Also present were Megan J. Murphy, Esq., White Bear Ankele
Tanaka & Waldron, District General Counsel; Diane Wheeler and
Kim Stark, Simmons & Wheeler, PC, District Accountant; Kent
Krause, Hannah Wasson, and Britta Schurle, Advance HOA
Management, Inc., District Manager; Matt Ruhland, Esq. and
Madison Phillips, Esq., Cockrel Ela Glesne Greher & Ruhland,
P.C., Painted Prairie Public Improvement Authority General
Counsel; and homeowners.

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

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

Director Fellows reviewed the proposed agenda with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

A homeowner asked for an update on Amber Park. Director Fellows responded that Town Center is coming along subject to weather conditions, Phase II and Phase III construction is fundamentally done, the dog park is underway and work has begun but the rain has delayed construction for 90-120 days and Amber Park construction will start after the dog park has begun. The homeowner requested a regular update to the community regarding the installation of improvements at Amber Park. Director Fellows responded that regular updates will be passed to the community through the HOA management.

A homeowner noted there have been issues with the homeowners receiving updates on Amber Park which they have been asking for since March. They are aggravated because areas where no homeowners are living are being developed and completed, and areas where homeowners are living continue to be incomplete. Director Fellows responded that Amber Park was constructed and built 100% consistent with the plans. He explained the developer has done a revised plan with the neighbors input and at the developer's expense. The developer processed the revised plans through the City and the construction is coming imminently. Notwithstanding the statement, there have been historic rains that pushed construction back 90-120 days.

A homeowner inquired as to how the massive sinkholes through the community are going to be addressed as they are making some of the streets undrivable. Director Fellows responded that he is also concerned with some of the settling that has occurred. HEI shares this concern and is in a high mode of readiness to get these things fixed and repaired. He noted some of these issues are due to unprecedented rain but there is still concern regardless of the amount of rain and the Districts' engineer is out in the field investigating the issues. Director Fellows noted that homeowners should contact Kent Krause with any questions.

Consent Agenda

Director Fellows reviewed the item on the consent agenda with the Boards. The item was not requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following item on the consent agenda was unanimously approved, ratified and adopted:

- May 25, 2023 Joint Regular Meeting Minutes.

Facilities Management/District Operations (District No. 1)

District Manager’s Report Mr. Krause reviewed the District Management Report with the Board of District No. 1, noting there have been a lot of issues related to the historic rainfall and they are actively in the process of addressing the needed repairs.

Other Facilities Management/District Operations Matters None.

Construction Updates (District No. 1)

Update on High Prairie Park Enhancements Deferred.

Update on Amber Park Enhancements Deferred.

Update on Tree Replacement Evaluation Deferred.

Other Construction Updates Deferred.

Legal Matters

Other Legal Matters None.

Financial Matters

Review Unaudited Financial Statements Ms. Wheeler reviewed the March 31, 2023 unaudited financials with the Boards.

Review and Approve Accounts Payable in the amount of \$68,024.80 Ms. Wheeler reviewed the accounts payable in the amount of \$68,024.80 with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the accounts payable in the amount of \$68,024.80.

Discuss Status of 2022 Audit (District Nos. 1 & 2) Ms. Wheeler reviewed the 2022 Audits 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 2022 Audits, subject to final review by legal counsel.

Other Financial Matters None.

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.

Timothy OConnor

Timothy OConnor (Jul 28, 2023 12:18 MDT)

Secretary for the Meeting, District Nos. 1-12

The foregoing minutes were approved on the 27th day of July, 2023.