

MINUTES OF THE 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: Wednesday, November 2, 2022, at 6:15 p.m. via
teleconference and at 5750 DTC Parkway, Suite 210, Greenwood
Village, CO 80111.

Attendance

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 & Company, Painted Prairie Metropolitan District No. 1
Engineer; Kent Krause, Advance HOA Management, Inc., Painted
Prairie Metropolitan District No. 1 Manager; Matt Ruhland, Esq.,
Cockrel Ela Glesne Greher & Rhuland, P.C., General Counsel to
the Painted Prairie Public Improvement Authority; Douglas
Hatfield, Alberta Development; and three homeowners.

**Call to Order/Declaration
of Quorum**

Director Fellows noted that a quorum of the Boards was present
and called the meeting to order.

**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
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.

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

Public Comment None.

Consent Agenda The Boards reviewed the items on the consent agenda. 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; and
- Resolution Calling May 2, 2023 Elections.

Legal Matters

Consider Approval of 2023 Joint Annual Administrative Resolution The Boards reviewed the 2023 Joint Annual Administrative Resolution. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Discuss and Review Insurance General Liability Schedule and Limits, Consider Authorization to Bind Coverage The Boards reviewed the current general liability schedule and limits. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the general liability schedule and authorized legal counsel to bind coverage.

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

Discuss Board Member Contact Emails for District Website Mr. Waldron 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.

Updates Regarding 2023 Operating Plans and Board Member Appointments Mr. Waldron informed the Boards 2023 Operating Plans are on the City Council Agenda for approval. He noted that legal counsel has submitted the Board appointments to the City and are working with the City on the schedule for appointments.

Other Legal Matters None.

Financial Matters

Review Property Tax Summary, Cash Position and Unaudited Financial Statements None.

Consider Approval of Claims Listing Ms. Wheeler presented the Claims Listing to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the Claims Listing.

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

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

Public Hearing on 2023 Budget (District Number One) Director Fellows opened the public hearing on the proposed 2023 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 Approval of Resolution Adopting the 2023 Budget (District Number One) Ms. Wheeler reviewed the 2023 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 2023 Budget, appropriating funds therefor and certifying mills for the General Fund as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Public Hearing on 2023 Budget (District Number Two) Director Fellows opened the public hearing on the proposed 2023 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 Approval of Resolution Adopting the 2023 Budget (District Number Two) Ms. Wheeler reviewed the 2023 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 2023 Budget, appropriating funds therefor and certifying mills for the General Fund as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Consider Authorization for filing 2022 Applications for Exemption from Audit Ms. Wheeler presented the 2022 Applications for Exemption from Audit to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously authorized the filing of the applications.

Other Financial Matters None.

Director’s Business

Development Update None.

Other Business None.

Adjournment There being no further business to come before the Boards and following discussion, upon a motion duly made, the Boards unanimously 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 (Oct 2, 2023 15:26 MDT)
Secretary for the Meeting

The foregoing minutes were approved by the Boards of Directors on the 28th day of September, 2023.