

**MINUTES OF A CONTINUED MEETING
OF THE BOARDS OF DIRECTORS OF**

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1 - 6

HELD: Tuesday, the 9th day of August, 2016 at 2:30 p.m. at the Offices of Resolute Management LLC, 5600 Greenwood Plaza Boulevard, Suite 220, Greenwood Village, Colorado

ATTENDANCE:

A continued meeting of the Boards of Directors (collectively, the "Board") of Painted Prairie Metropolitan District Nos. 1 – 6 (collectively, the "District"), City of Aurora, Adams County, Colorado, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Christopher Fellows, President
Rex A. Weimer (board member elect)
Rodrick J. Weimer (board member elect)

Also present was Diane Wheeler of Simmons & Wheeler, P.C. and Russell W. Dykstra of Spencer Fane LLP.

Four vacancies do currently exist on each of the Boards.

CALL TO ORDER:

The continued meeting was called to order at 2:38 p.m. and it was confirmed that a quorum was present for the purpose of conducting a meeting of the Board of Directors.

APPROVAL OF AGENDA:

The Board reviewed the Agenda. Following discussion and upon motion duly made, seconded and upon vote unanimously carried, the Board approved the Agenda as revised.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:

Mr. Dykstra noted that the transactional filings and notifications from the previous meeting were still applicable and in enforcement allowing for the continuation to be held

APPOINTMENT OF DIRECTORS REX AND RODRICK WEIMER:

Mr. Dykstra reported that proper publication had been made in order to fill vacancies on the Board. Director Fellows administered the Oaths of Office and the Certificates of Appointment were executed. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the election of officers as follows:

President – Rex A. Weimer

Treasurer/Asst. Secretary – Rodrick J. Weimer
Secretary – Christopher H. Fellows

APPROVAL OF MINUTES:

The Board reviewed the Minutes of the special meeting of the Board held on February 19, 2016. Following discussion and upon motion duly made, the Board approved the Minutes as amended, and authorized Director Fellows as Secretary of the Board to execute the Minutes as constituting a true and correct record of the proceedings of the meeting. As newly appointed board members, directors Rex and Rodrick Weimer abstained from the vote of approval.

DISTRICT STATUS:

Discussion ensued regarding the current, inactive status of the District. Mr. Dykstra presented a form of resolution that would return the District to active status. Upon motion duly made, seconded and upon vote unanimously carried, the Board moved to approve the resolution returning the District to an active status as presented pending final review.

FINANCIAL ITEMS:

The Board reviewed the engagement letter with Simmons & Wheeler, P.C. for accounting services. Upon motion duly made, seconded and upon vote unanimously carried, the Board moved to approve the engagement letter as presented pending final review by director Rex Weimer.

Upon motion duly made, seconded and upon vote unanimously carried, the Board moved to approve the authorization to open a new bank account and FirstBank noting that Rex A. Weimer, Rodrick J. Weimer and Christopher H. Fellows would be the corresponding signers on the account.

DIRECTOR'S ITEMS:

Mr. Fellows discussed current administrative issues with the Board. The board directed Simmons & Wheeler P.C. and Spencer Fane LLP to obtain a Special District Association membership and insurance policy.

ATTORNEY ITEMS:

Discussion ensued regarding the Facility Funding Agreement. Mr. Fellows was directed to follow-up with the requested specifics for the entity.

OTHER BUSINESS:

None.

ADJOURNMENT:

There being no further business to come before the board and upon motion duly made, seconded and upon vote unanimously carried, the Board adjourned the meeting at approximately 3:04 p.m.

The foregoing Minutes constitute a true and correct copy of the Minutes of the above-referenced meeting and were approved by the Board of Directors of the Painted Prairie Metropolitan District Nos. 1 - 6.



Secretary