

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

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1 - 6

HELD: Thursday, the 15th day of March, 2018 at 2:30 p.m. at 5600 Greenwood Plaza Boulevard, Suite 220, Greenwood Village, Colorado

ATTENDANCE:

A special 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:

Rodrick J. Weimer, President
Christopher H. Fellows, Secretary
Richmond K. Weimer, Asst. Secretary/Treasurer

Also present were Diane Wheeler of Simmons and Wheeler, P.C., Barney Fix of Merrick & Company and Russell W. Dykstra of Spencer Fane, LLP.

Two vacancies do currently exist on each of the Boards.

CALL TO ORDER:

The meeting was called to order at 2:32 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 presented.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:

Mr. Dykstra reported that written conflict of interest disclosure statements had been filed with the Secretary of State for each of the Directors at least 72 hours prior to this meeting. Upon motion duly made, seconded and upon vote unanimously carried, the Board directed that both said written and verbal disclosures be incorporated herein.

APPROVAL OF MINUTES:

The Board reviewed the Minutes of the special meeting held on February 5, 2018. 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 as constituting a true and correct record of the proceedings of the meeting.

FINANCIAL ITEMS:

- a. Claims. Ms. Wheeler presented the claims to be ratified and current claims represented by check numbers 1018 and 1022 totaling \$26,464.67. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the claims as presented.
- b. Financials. Ms. Wheeler presented the financial statements dated December 31, 2017. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board accepted and approved the financial statements as presented.
- c. 2017 Audit Exemption Applications. Ms. Wheeler presented the audit exemption applications for review. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the 2017 Audit Exemption Applications as presented.

DIRECTOR’S ITEMS:

Mr. Fellows reported on the status of development and discussion ensued regarding same.

ATTORNEY’S ITEMS:

Mr. Dykstra presented the monthly legal report.

- a. Denver Water Easement and License. Mr. Fix reported that he would be submitting the Easement to Denver Water for a license and provided an update.
- b. Management Agreement. Discussion ensued regarding the necessary public improvements and parameters of the Agreement. The Board moved to defer this item to a future meeting.
- c. Update on May 8, 2018 Election Items. Mr. Dykstra provided an update on the status of formation and election proceedings for District Nos. 1 – 6 director’s elections and Nos. 7 – 9 formations.

ENGINEER’S ITEMS:

Mr. Fix provided his monthly report and discussion ensued regarding evaluation of the street lighting and associated bids.

DEVELOPER UPDATE:

Discussion ensued regarding the status of projects. Upon motion duly made, seconded and upon vote unanimously carried, the Board provisionally approved the ECI bid subject to final adjustments based on the City standards. Discussion ensued regarding status of the Hudick contract. Mr. Fix reported on the status of the landscaping bid.

OTHER BUSINESS:

Discussion ensued regarding future inclusions and exclusions into District Nos. 1 and 2.

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 3:16 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