

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

**PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1 - 6**

**HELD:** Thursday, the 10<sup>th</sup> day of May, 2018 at 2:30 p.m. at 5600 Greenwood Plaza Boulevard, Suite 220, Greenwood Village, Colorado

**ATTENDANCE:**

A regular 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 and Kim Stark of Simmons and Wheeler, P.C. and Russell W. Dykstra of Spencer Fane, LLP.

**CALL TO ORDER:**

The meeting was called to order at 2:35 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. The absences of Jacqueline and Lorraine Weimer were excused.

**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 March 15, 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 1023 through 1029 totaling \$27,096.46. Discussion ensued. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the claims as presented subject to developer funding and an additional \$50,000 for the payment to Kevin Cooley for project management.
- b. Financials. Ms. Wheeler presented the financial statements for board review and discussion. Upon motion duly made, seconded and upon vote unanimously carried, the Board accepted and approved the financial statements as presented.
- c. Bond Issuance. The Board discussed current and upcoming bond issuance tasks, bond counsel activities and questionnaires noting the engagement of Nate Eckloff as the new engineer. Mr. Dykstra agreed to follow-up regarding the termination of BoDesign.

## **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. Formation of District Nos. 7 – 9. Mr. Dykstra reported that the elections had proceeded accordingly and all ballot questions and issued had passed. The results will be submitted to the Court and transmitted to the state agencies once the Court orders have been issued.
- b. Oaths of Office. Director Rodrick Weimer administered Oaths to Director Fellows. All remaining oaths would be administered and returned to Spencer Fane.
- c. Erosion Control Permit. Mr. Fellows reported on the permit. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the permit as presented.
- d. Insurance Policies. The Board reviewed the insurance policies with the Special Districts Property and Liability Pool. Upon motion duly made, seconded and upon vote unanimously carried, the Board approved the insurance policies as presented.
- e. Engagement with Bond Counsel. The engagement letter with bond counsel was presented to the Board for ratification. Upon motion duly made, seconded and upon vote unanimously carried, the Board ratified the engagement letter.

## **ENGINEER'S ITEMS:**

In Mr. Fix's absence, Director Fellows provided an update on the status of the Water Permit with Denver Water.

**DEVELOPER UPDATE:**

Discussion ensued regarding the status of projects and Mr. Fellows provided an update.

**OTHER BUSINESS:**

The board requested that the organizational meetings be held in June for District Nos. 7 – 9. Upon motion duly made, seconded and upon vote unanimously carried, the Project Management Agreement with Kevin Cooley was discussed and approved in an amount not-to-exceed \$50,000 and to include a “Key Person” provision.

**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 3:00 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.

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Secretary