

**MINUTES OF THE CONTINUED JOINT SPECIAL MEETING  
OF THE BOARDS OF DIRECTORS OF THE  
PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-9**

**HELD:** Wednesday, August 8, 2018, at 8:00 a.m. at 5600 Greenwood Plaza Boulevard,  
Suite 220, Greenwood Village, Colorado

**ATTENDANCE:**

The joint special meeting of the Boards of Directors (collectively, the “Board”) of Painted Prairie Metropolitan District Nos. 1-9 (collectively, the “District”) 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 - Absent, Excused  
Christopher H. Fellows, Secretary  
Richmond K. Weimer, Treasurer/Assistant Secretary - Absent, Excused  
Jacqueline G. Weimer, Assistant Secretary – Absent, Excused  
Lorraine F. Weimer, Assistant Secretary – Absent, Excused

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

**CALL TO ORDER:**

The meeting was called to order at 8:02 a.m. and it was confirmed that a quorum was present for the purpose of conducting a meeting of the Board of Directors.

**DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:**

None.

**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 amended to include a discussion on the fee resolutions.

- a. Accept Board Resignations. Mr. Dykstra presented the Board resignations. They were accepted.
- b. Appoint Board Members & Election of Officers. The Board discussed the Appointment and Election of Officers. Christopher Fellows, President – Timothy O’Connor, Secretary/Treasurer – Bryan McFarland, Assistant Secretary – Michael Bannon, Assistant Secretary.

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**PUBLIC COMMENT:**

None.

**ATTORNEY'S ITEMS:**

- a. Approved Execution of Construction Contracts with HEI and ECI: Confirm Notice to Proceed. Mr. Dykstra presented the Construction HEI and ECI Contracts to the Board. The Board Discussed, upon motion duly made, seconded and upon vote unanimously carried, the Board moved to approve the Construction HEI and ECI Contracts subject to payment and funding confirmation.
- b. Review of Ventura BID; Consider Approval of Final Contract Form. Mr. Dykstra presented the Ventura BID and Final Contract Form to the Board. The Board Discussed, upon motion duly made, seconded and upon vote unanimously carried, the Board moved to approve the Ventura BID and Final Contract Form.
- c. Discuss Bond Proceedings and Set Date for Final Determination to Issue GO Debt (District 2). Mr. Dykstra and Christopher Fellows provided update only.
- d. Review and Consider Approval of Resolution Adopting a System Development Fee (District Nos. 7-9). Mr. Dykstra presented to the Board the Resolution Adopting a System Development Fee for District Nos. 7-9. Upon motion duly made, seconded and upon vote unanimously carried, the Board moved to approved the Resolution as presented.

**DEVELOPER UPDATE:**

Mr. Dykstra updated the Board on the currents status of development.

**OTHER BUSINESS:**

The Board discussed the authorization of all Directors to be signatories on District accounts and that Diane Wheeler will arrange.

**OTHER BUSINESS:**

There was none.

**ADJOURNMENT:**

There being no further business, upon motion duly made, seconded, and unanimously carried, the Board adjourned the special meeting of the Boards of Directors of the Painted Prairie Metropolitan District Nos. 1-9 at approximately 9:50 a.m.

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The foregoing Minutes constitute a true and correct copy of the Minutes of the above-referenced meeting and were approved by the Boards of Directors of the Painted Prairie Metropolitan District Nos. 1-9.



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Secretary to the Board