

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE PRAIRIE CENTER
METROPOLITAN DISTRICT NO. 7 (the “District”)
HELD
JUNE 30, 2022**

A special meeting of the Board of Directors of the Prairie Center Metropolitan District No. 7 (referred to hereafter as “Board”) was convened on Thursday, the 30th day of June, 2022 at 1:00 P.M. The District Board meeting was held via Zoom video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Michael Tamblyn (via Zoom)
Brandon Schenberg (via Zoom for a portion of the meeting)
Melissa Zimmerman (via Zoom)
Amanda Coffey (via Zoom)
Ashley Licursi (via Zoom)

Also In Attendance Were:

Ann E. Finn (Via Zoom) and Peggy Ripko (via Zoom for a portion of the meeting);
Special District Management Services, Inc.

Kathy Kanda, Esq.; McGeady Becher P.C. (via Zoom for a portion of the meeting);

Thuy Dam and Cecilia Wang; CliftonLarsonAllen LLP (via Zoom)

Brandon Barr and Stacie Flynn; Members of the Public (via Zoom)

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board and to the Secretary of State. Attorney Kanda noted that a quorum was present and requested members of the Board disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. It was further noted by Attorney Kanda that conflict disclosure statements were filed for all directors, and no new conflicts were disclosed at the meeting.

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ADMINISTRATIVE MATTERS

Agenda: Ms. Finn distributed for the Board's review and approval a proposed agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the agenda was approved, as presented.

May 3, 2022 Regular Election: Ms. Finn noted for the Board that the May 3, 2022 election was cancelled by the Designated Election Official, as permitted under Colorado law, because there were not more candidates than positions available on the Board of Directors. Directors Zimmerman, Coffey and Licursi were each deemed elected to 3-year terms ending in May 2025 and Director Tamblyn was deemed elected to a 1-year term ending in May 2023.

It was noted that an orientation session for newly-elected directors took place on May 31, 2022.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Coffey seconded by Director Schenberg and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Michael Tamblyn
Treasurer	Ashley Licursi
Secretary	Ann E. Finn
Assistant Secretary	Melissa Zimmerman
Assistant Secretary	Amanda Coffey
Assistant Secretary	Brandon Schenberg

Approval of Payment of Director's Fees: The Board discussed the payment of directors' fees.

Following discussion, upon motion duly made by Director Tamblyn seconded by Director Schenberg and, upon vote, unanimously carried, the Board approved the payment of directors' fees of \$100 per meeting, not to exceed \$2,400 per year, for all meetings after the May 3, 2022 election.

It is noted that Director Licursi, Director Coffey and Director Zimmerman will be paid director fees. Directors Tamblyn and Schenberg declined being paid director fees.

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Consent Agenda: The Board considered the following actions:

- Approve Minutes of the November 11, 2021 Special Meeting.
- Ratify approval of Change Order No. 1 to the Service Agreement for Landscape Maintenance Services for the Golden Eagle Park between the District and Vargas Property Services, Inc.

Following review, upon motion duly made by Director Coffey, seconded by Director Licursi and, upon vote, unanimously carried, the Board acknowledged, approved and/or ratified approval of, as appropriate, the above actions.

PUBLIC COMMENT

Ms. Flynn reported to the Board that that the dog fountain located in Golden Eagle Park is leaking. Mr. Barr addressed the Board regarding the installation of artificial turf in backyards.

COMMUNITY MANAGEMENT MATTERS

Community Management Report: Ms. Ripko noted inspections are being conducted two times per month in the summer and once a month in the winter. No action was needed by the Board.

City of Brighton's Current Restrictions: Ms. Ripko reported on the City of Brighton's current watering and sod restrictions.

Amending the Rules and Regulations: The Board entered into discussion regarding amending the Rules and Regulations. Director Tamblyn noted the Design Review Committee ("Committee") will be meeting to consider allowing the installation of artificial turf in the backyards, subject to certain restrictions. He also noted the Committee will be considering revising the Rules and Regulations so that approved shed sizes will be based on lot sizes.

Ms. Ripko left the meeting at this time.

FINANCIAL MATTERS

Payment of Claims: Ms. Wang reviewed with the Board the payment of claims for the period beginning November 1, 2021 through June 30, 2022 totaling \$1,099,054.70.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Coffey and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

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Unaudited Financial Statements: Ms. Wang reviewed with the Board the unaudited financial statements for the period ending March 31, 2022.

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending March 31, 2022.

2021 Budget Amendment Hearing: The President opened the public hearing to consider an amendment to the 2021 Budget and adoption of Resolution No. 2022-06-01, Resolution to Further Amend the 2021 Budget and Appropriate Expenditures.

It was noted that publication of Notice stating that the Board would consider an amendment to the 2021 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Licursi and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-06-01, Resolution to Further Amend the 2021 Budget and Appropriate Expenditures.

2021 Audit: Ms. Dam reviewed the 2021 Audit with the Board.

Following review and discussion, upon motion duly made by Director Tamblyn, seconded by Director Coffey and, upon vote, unanimously carried, the Board approved the 2021 Audit and authorized execution of the Representations Letter.

2023 Budget: The Board considered the appointment of the District Accountant to prepare the 2023 Budget.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Licursi, and upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget. The Board determined to hold the public hearing to consider adoption of the 2023 Budget on November 10, 2022 at 11:30 a.m., via Zoom.

Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 1, dated November 2021: The Board reviewed the Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public

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Improvements Report No. 1, dated November 2021, prepared by Independent District Engineering Services, LLC, in the amount of \$1,515,650.22.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Licursi, and upon vote, unanimously carried, the Board ratified the approval of the Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 1, dated November 2021, prepared by Independent District Engineering Services, LLC, in the amount of \$1,515,650.22.

Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 2, dated March 2022: The Board reviewed the Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 2, dated March 2022, prepared by Independent District Engineering Services, LLC, in the amount of \$2,011,327.39.

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Coffey, and upon vote, unanimously carried, the Board ratified the approval of the Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 2, dated March 2022, prepared by Independent District Engineering Services, LLC, in the amount of \$2,011,327.39.

LEGAL MATTERS

Fatality at Construction Site: Ms. Finn noted that a fatality occurred on a construction site that was unrelated to the District and is currently being investigated by the local authorities and OSHA. She also noted a notice was filed with the District's insurance company as a precautionary measure. Director Coffey noted the areas surrounding the construction is being damaged due to homeowners driving around the area that is taped off. No action was taken by the Board at this time.

OPERATIONS AND MAINTENANCE

Designscapes Colorado Inc.: Director Tamblyn reported to the Board that Designscapes Colorado Inc. will be repairing the playground area on July 13, 2022. He also noted he will be scheduling a landscaping inspection with Vargas Property and any interested Board members are welcome to attend the inspection.

CAPITAL MATTERS

Prairie Center Village I Phase IV Improvement Projects: Director Tamblyn reported to the Board that Phase I has been completed, Phase II is waiting on final acceptance from the City of Brighton, Phase III is under the one-year warranty

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period, Phase IV public improvements are currently under construction. He also noted, wet utilities are completed, grading is underway, sidewalk and gutter work will begin in the near future, landscaping is dependent on electrical and the dry utilities will start in August 2022.

OTHER MATTERS

There were no other matters.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made and seconded and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By *Ann Finn*
Secretary for the Meeting