

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PRAIRIE CENTER METROPOLITAN DISTRICT NO. 7 (THE “DISTRICT”) HELD AUGUST 7, 2024

A special meeting of the Board of Directors of the Prairie Center Metropolitan District No. 7 (referred to hereafter as the “Board”) was convened on Wednesday, August 7, 2024, at 6:00 p.m., in person at the Holiday Inn Express & Suites Denver NE – Brighton 2212 Medical Center Drive Brighton, CO 80601 and via video / telephone conference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Michael Tamblyn, President
Ashley Licursi, Treasurer
Melissa Zimmerman, Assistant Secretary
Amanda Coffey, Assistant Secretary
Ronald Johnson, Assistant Secretary

Also, In Attendance Were:

Peggy Ripko; Special District Management Services, Inc.

Kathy Kanda, Esq.; McGeady Becher Cortese Williams P.C.

Thuy Dam; CliftonLarsonAllen LLP

Linda Shields, Shawna Karman, Pamela Brooks, Tom Ganuche, and Cowan Meisner, and various other District Residents attending in person or via Zoom/telephone

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to 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 statute. It was noted by Attorney Kanda that a disclosure of potential conflicts of interest was filed for Director Tamblyn with the Secretary of State, and no additional conflicts were disclosed at the meeting.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Meeting Location/Posting of Notice: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Zimmerman, seconded by Director Coffey, and upon vote unanimously carried, the Board determined to conduct the meeting at the above-stated date, time and location, which is within 20 miles of the District, and also via video/telephone conference. It was further noted that notice of the time, date and location was duly posted and that no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District's boundaries have been received.

Agenda: The Board reviewed the Agenda for the meeting.

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Coffey, and upon vote unanimously carried, the Board approved the Agenda, as amended.

Minutes of December 4, 2023 Special Meeting, and the December 4, 2023 Statutory Annual Meeting: The Board reviewed the Minutes of the December 4, 2023 Special Meeting, and the December 4, 2023 Statutory Annual Meeting.

Following review and discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson, and upon vote unanimously carried, the Board approved the Minutes.

2024 Special District Association's Annual Conference: Ms. Ripko discussed with the Board authorizing interested Board Members to attend the 2024 Special District Association's Annual Conference in Keystone on September 10, 11 and 12, 2024. No action was taken by the Board.

Website Accessibility Matters: Ms. Ripko discussed website accessibility matters with the Board. No action was necessary.

PUBLIC COMMENT

The Board and consultants answered questions posed by interested parties.

COMMUNITY MANAGEMENT MATTERS

Community Management Report: Ms. Ripko provided the Community Management Report:

Landscape Fire: The Board discussed the landscape fire. The Board directed Ms. Ripko to obtain more information regarding the fire.

Fencing: The Board discussed the sections of fence that have not been painted. The Board directed Ms. Ripko to check status of project with Meritage Homes Corporation.

RECORD OF PROCEEDINGS

Dog Station: The Board discussed a dog station that was hit by riding mower.

School Area and Park: Ms. Ripko informed the Board the school area and park are being maintained on a regular basis.

Above-Ground Pools: The Board discussed above-ground pools.

Signs: The Board discussed installing covenant control signs and no solicitation at the entrances to the community.

Amendment to the Declaration of Master Design Review Covenant: The Board discussed the status of a possible Amendment to the Declaration of Master Design Review Covenant and Use Restrictions and the delegation of rights and duties to the District. Attorney Kanda reviewed the history of the architectural approval process for the community. The Board deferred action.

FINANCIAL MATTERS

Payment of Claims: The Board reviewed the claims for the period of November 30, 2023 through August 1, 2024, totaling \$269,225.44.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Licursi, and upon vote the Board ratified approval of the payment of claims in the amount of \$269,225.44.

Unaudited Financial Statements and Cash Position: The Board reviewed the unaudited financial statements and cash position for the period ending June 30, 2024 with the Board.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Coffey, and upon vote unanimously carried, the Board accepted the unaudited financial statements and cash position, as presented.

2023 Audit: The Board reviewed the 2023 Audit.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Tamblyn, and upon vote unanimously carried, the Board approved the 2023 Audit, subject to final legal review and receipt of an unmodified opinion, and authorized execution of the Representations Letter.

Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 9, prepared by Independent District Engineering Services, LLC: The Board reviewed Cost Certification Report No. 9, dated January 5, 2024, prepared by Independent District Engineering Services, LLC, certifying District Public Improvements and Primary Public Improvements in the amount of \$359,492.22 ("Report No. 9").

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Licursi, seconded by Director Coffey and, upon vote unanimously carried, the Board approved Report No. 9.

LEGAL MATTERS

There were no legal matters.

OPERATIONS AND MAINTENANCE MATTERS

Change Order No. 1 to the Service Agreement for Dog Station Services between the District and Poop 911: The Board reviewed Change Order No. 1 to the Service Agreement for Dog Station Services between the District and Poop 911, for increases in services and bag costs and the addition of auto-renewal of the Service Agreement.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 to the Service Agreement for Dog Station Services between the District and Poop 911, for increases in services and bag costs and the addition of auto-renewal of the Service Agreement.

Change Order No. 1 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc.: The Board reviewed Change Order No. 1 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc., for October 2023 – September 2024 landscape maintenance services, in the amount of \$29,571.59.

Change Order No. 2 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc.: The Board reviewed Change Order No. 2 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc., for backflow device replacement.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 2 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc., for backflow device replacement, in the amount of \$5,677.14.

RECORD OF PROCEEDINGS

Change Order No. 3 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc.: The Board reviewed Change Order No. 3 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc., for additional backflow device replacement.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 3 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc., for additional backflow device replacement, in the amount of \$6,041.10.

Change Order No. 1 to the Service Agreement for Exterior Light Inspection between the District and Colorado Lighting, Inc. (d/b/a CLI Services): The Board reviewed Change Order No. 1 to the Service Agreement for Exterior Light Inspection between the District and CLI Services, for light inspection services from January 1, 2024 through December 31, 2024.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 to the Service Agreement for Exterior Light Inspection between the District and CLI Services, for light inspection services from January 1, 2024 through December 31, 2024, on a time and materials basis.

Change Order No. 1 to the Service Agreement for Trash Removal Services between the District and Waste Management of Colorado, Inc.: The Board reviewed Change Order No. 1 to the Service Agreement for Trash Removal Services between the District and Waste Management of Colorado, Inc., for a change in the scope of services/compensation.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 1 to the Service Agreement for Trash Removal Services between the District and Waste Management of Colorado, Inc., for a change in the scope of services/compensation effective May 1, 2024.

Change Order No. 1 to the Service Agreement for Snow Removal between the District and Magnum Snow Removal, Inc.: The Board reviewed Change Order No. 1 to the Service Agreement for Snow Removal between the District and Magnum Snow Removal, Inc., for snow removal services.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board ratified

RECORD OF PROCEEDINGS

approval of Change Order No. 1 to the Service Agreement for Snow Removal between the District and Magnum Snow Removal, Inc., for snow removal services from November 1, 2023 through May 31, 2024.

Proposal from Vargas Property Services, Inc. for Tree Replacements: The Board reviewed the proposal from Vargas Property Services, Inc. for tree replacements.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Licursi and, upon vote with Director Johnson voting “yes” and Directors Tamblyn, Coffey, Licursi and Zimmerman voting “no,” the Board declined to approve the proposal from Vargas Property Services, Inc. for tree replacements in the amount of \$35,542.84.

Following further discussion, upon motion duly made by Director Tamblyn, seconded by Director Johnson and, upon vote, unanimously carried, the Board requested an updated proposal from Vargas Property Services, Inc. for the removal of dead trees and the replacement of pine trees only.

CAPITAL MATTERS

Prairie Center Village I Phase IV Improvements Projects: Director Tamblyn discussed the Prairie Center Village I Phase IV Improvements Projects.

OTHER MATTERS


Operations and Maintenance Committee: The Board discussed establishing a committee to review and approve change orders and contract renewals as needed for existing consultants with an increase of no more than ten percent (10%).

Following discussion, upon motion duly made by Director Johnson, seconded by Director Coffey and, upon vote, unanimously carried, the Board established the Operations and Maintenance Matters Committee and appointed Directors Tamblyn and Coffey to the committee.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

Respectfully submitted,

By 
Secretary for the Meeting