

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PRAIRIE CENTER METROPOLITAN DISTRICT NO. 7 (THE “DISTRICT”) HELD DECEMBER 4, 2023

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 Monday, December 4, 2023, at 6:30 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 P.C.

Thuy Dam; CliftonLarsonAllen LLP

Tom Gamache, Sage Sievert, Courtney Blanco, and other unidentified District Residents attending via Zoom or 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.

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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 Licursi, 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. 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 Licursi, seconded by Director Coffey, and upon vote unanimously carried, the Board approved the Agenda.

Resignation and Appointment of Secretary to the Board: Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson and, upon vote, unanimously carried, the Board accepted the resignation of Ann Finn as Secretary to the Board and appointed Peggy Ripko as Secretary to the Board.

Minutes of June 8, 2023 Regular Meeting and the November 14, 2023 Work Session Meeting: The Board reviewed the Minutes of the June 8, 2023 Regular Meeting and the November 14, 2023 Work Session Meeting.

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

Resolution No. 2023-12-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: The Board discussed the business to be conducted in 2024. The Board determined to schedule regular meetings for 2024 on July 8, 2024 and November 12, 2024 at 6:00 p.m., in person at the Holiday Inn Express & Suites Denver NE and via Zoom.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Coffey, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

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Section 32-1-809, C.R.S., Compliance for 2024 (Transparency Notice): Ms. Ripko discussed with the Board the requirements of Section 32-1-809, C.R.S., and the Board directed that the required Transparency Notice will be posted on the District website and the Special District Association website.

Insurance Matters:

Cyber Security and increased Crime Coverage: Attorney Kanda discussed with the Board the District's current cyber security and crime coverage, and a potential increase to the limits of the crime coverage.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board authorized increasing the District's crime coverage to \$100,000.

Insurance Committee: The Board discussed establishing an Insurance Committee to make final determinations regarding insurance. No action was taken.

District's Insurance and Special District Association Membership: The Board discussed the renewal of the District's Insurance and Special District Association ("SDA") membership for 2024.

Following discussion, upon motion duly made by Director Coffey, seconded by Director Licursi and, upon vote, unanimously carried, the Board authorized the renewal of the District's insurance and SDA membership for 2024, with the previously authorized increase in the crime coverage limit.

PUBLIC COMMENT

The Board and consultants answered questions posed by interested parties in attendance at the annual meeting.

FINANCIAL MATTERS

Payment of Claims: Ms. Dam reviewed with the Board the claims for the period of June 1, 2023 through November 23, 2023 in the amount of \$288,968.05.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Zimmerman, and upon vote the Board ratified approval of the payment of claims in the amount of \$288,968.05.

Unaudited Financial Statements and Cash Position: Ms. Dam reviewed the unaudited financial statements and cash position for the period ending September 30, 2023 with the Board.

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

2023 Audit Preparation: The reviewed the Board discussed the engagement of Wipfli, LLP to prepare the 2023 Audit.

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Coffey, and upon vote unanimously carried, the Board approved the engagement of Wipfli, LLP to prepare the 2023 Audit, for an amount not to exceed \$6,000.

2023 Budget Amendment Hearing: Director Tamblyn opened the public hearing to consider an amendment to the 2023 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 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 the public hearing.

No public comments were received, and the public hearing was closed.

Ms. Dam informed the Board that an amendment to the 2023 Budget was required.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Zimmerman, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-02 to Amend the 2023 Budget.

2024 Budget Hearing: Director Tamblyn opened the public hearing to consider the proposed 2024 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2024 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 the public hearing.

Ms. Dam reviewed the estimated 2023 expenditures and the proposed 2024 expenditures.

After receiving public comments, the public hearing was closed.

Upon motion duly made by Director Licursi, seconded by Director Zimmerman, with Directors Tamblyn, Licursi, Zimmerman and Coffey voting

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yes and Director Johnson voting no, the Board approved the 2024 Budget, subject to receipt of the final assessed valuation, and considered adoption of Resolution No. 2023-12-03 to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution No. 2023-12-04 to Set Mill Levies (12.462 mills in the General Fund and 62.310 mills in the Debt Service Fund, for a total mill levy of 74.772 mills.) Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Adams County not later than January 10 2024. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2024.

Resolution No. 2023-12-05, Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan: The Board reviewed Resolution No. 2023-12-05, Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

Following discussion, upon motion duly made by Director Licursi, seconded by Director Zimmerman, and upon vote unanimously carried, the Board adopted Resolution No. 2023-12-05, Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

DLG-70 Mill Levy Certification Form: Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification Form for certification to the Board of County Commissioners and other interested parties.

Preparation of 2025 Budget: Following discussion, upon motion duly made by Director Licursi, seconded by Director Tamblyn, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the District's 2025 Budget.

Engineer's Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 7, prepared by Independent District Engineering Services, LLC: The Board reviewed Cost Certification Report No. 7, dated June 22, 2023, prepared by Independent District Engineering Services, LLC, certifying District Public Improvements and Primary Public Improvements in the amount of \$498,991.75 ("Report No. 7").

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Licursi and, upon vote unanimously carried, the Board ratified approval of Report No. 7.

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Engineer’s Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 8, prepared by Independent District Engineering Services, LLC: The Board reviewed Cost Certification Report No. 8, dated September 21, 2023, prepared by Independent District Engineering Services, LLC, certifying District Public Improvements and Primary Public Improvements in the amount of \$324,339.76 (“Report No. 8”).

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Licursi and, upon vote unanimously carried, the Board approved Report No. 8.

CliftonLarsonAllen LLP 2024 Master Service Agreement and Statements of Work: The Board reviewed the Master Service Agreement and Statements of Work between the District and CliftonLarsonAllen for 2024 Accounting Services (the “2024 MSA/SOW”).

Following discussion, upon motion duly made by Director Coffey, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board approved the 2024 MSA/SOW, subject to review by District Counsel.

COMMUNITY MANAGEMENT MATTERS

Community Management Report: Mr. Ripko presented the Community Management Report to the Board.

Amendment to the Declaration of Master Design Review Covenant and Use Restrictions: The Board deferred discussion.

LEGAL MATTERS

Memorandum of Understanding – Prairie Center Village I Subdivision Phase 3 Pipe Maintenance between the City of Brighton and the District: Attorney Kanda reviewed with the Board the Memorandum of Understanding – Prairie Center Village I Subdivision Phase 3 Pipe Maintenance between the City of Brighton and the District (the “MOU”).

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

Resolution No. 2023-12-06, Second Amended and Restated Resolution of the Board of Directors of Prairie Center Metropolitan District No. 7 Regarding the Imposition of District Fees: Attorney Kanda reviewed with the Board Resolution No. 2023-12-06, Second Amended and Restated Resolution of the Board of Directors of Prairie Center Metropolitan District No. 7 Regarding the Imposition of District Fees.

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Following discussion, upon motion duly made by Director Licursi, seconded by Director Coffey and, with Directors Tamblyn, Licursi, Zimmerman and Coffey voting yes and Director Johnson voting no, the Board adopted Resolution No. 2023-12-06, Second Amended and Restated Resolution of the Board of Directors of Prairie Center Metropolitan District No. 7 Regarding the Imposition of District Fees.

Resolution No. 2023-12-07, Resolution Amending Policy on Colorado Open Records Act Requests: Attorney Kanda reviewed with the Board Resolution No. 2023-12-07, Resolution Amending Policy on Colorado Open Records Act Requests.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Licursi and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-12-07, Resolution Amending Policy on Colorado Open Records Act Requests.

OPERATIONS AND MAINTENANCE MATTERS

Change Order No. 1 to 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 Coffey, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved Change Order No. 1 to Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc in the amount of \$39,449.74, subject to negotiation and acceptance of terms regarding scope of work and compensation by Directors Tamblyn and Licursi.

Change Order No. 1 to 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.

Following discussion, upon motion duly made by Director Coffey, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved Change Order No. 1 to Service Agreement for Snow Removal between the District and Magnum Snow Removal, Inc. subject to negotiation and acceptance of terms regarding scope of work and compensation by Directors Tamblyn and Licursi.

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Change Order No. 1 to 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.

Following discussion, upon motion duly made by Director Coffey, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved Change Order No. 1 to Service Agreement for Exterior Light Inspection between the District and CLI Services, subject to negotiation and acceptance of terms regarding scope of work and compensation by Directors Tamblyn and Licursi.

CAPITAL MATTERS

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


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 by Director Coffey and seconded by Director Zimmerman and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  _____
Secretary for the Meeting