

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PRAIRIE CENTER METROPOLITAN DISTRICT NO. 7 (THE “DISTRICT”) HELD DECEMBER 9, 2024

A regular 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 9, 2024, at 6:00 p.m., via video / telephone conference. The meeting was open to the public.

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#### **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

David Burke; Member of the Public

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#### **PUBLIC COMMENT**

There were no public comments.

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#### **ADMINISTRATIVE MATTERS**

**Disclosures 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.

**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

## RECORD OF PROCEEDINGS

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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 to conduct the meeting via videoconference. 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.

**Minutes of August 7, 2024 Special Meeting:** The Board reviewed the Minutes of the August 7, 2024 Special 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. 2024-12-01, 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 2025. The Board determined to schedule regular meetings for 2025 on July 7, 2025 and November 10, 2025 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. 2024-12-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

**Insurance Matters:**

**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 2025.

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 2025.

**Website Accessibility Matters:**

## RECORD OF PROCEEDINGS

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Website Accessibility: Ms. Ripko provided a report to the Board regarding the District's website accessibility compliance.

Website Accessibility Committee: The Board discussed establishing a Website Accessibility Committee to make final determinations regarding insurance, and determined there was no need to establish a committee.

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### **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.

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### **FINANCIAL MATTERS**

**Payment of Claims**: Ms. Dam reviewed with the Board the claims for the period ending November 4, 2024.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Zimmerman, and upon vote unanimously carried, the Board ratified approval of the payment of claims in the amount of \$188,362.53.

**Unaudited Financial Statements and Cash Position**: Ms. Dam reviewed the unaudited financial statements and cash position for the period ending September 30, 2024 with the Board.

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.

**2024 Audit Preparation**: The reviewed the Board discussed the engagement of Wipfli, LLP to prepare the 2024 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 2024 Audit, for an amount not to exceed \$6,200.

**2024 Budget Amendment**: Director Tamblyn opened the public hearing to consider amendment of the 2024 Budget.

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

## RECORD OF PROCEEDINGS

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

Ms. Dam informed the Board that an amendment to the 2024 Budget was required.

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson, and upon vote unanimously carried, the Board adopted Resolution No. 2024-12-02, Resolution to Amend the 2024 Budget.

**2025 Budget:** Director Tamblyn opened the public hearing to consider the proposed 2025 Budget and to discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2025 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 2024 expenditures and the proposed 2025 expenditures.

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

Upon motion duly made by Director Zimmerman, seconded by Director Johnson, and upon vote unanimously carried, the Board approved the 2025 Budget, subject to receipt of the final assessed valuation, and considered adoption of Resolution No. 2024-12-03 to Adopt the 2025 Budget and Appropriate Sums of Money and Resolution No. 2024-12-04 to Set Mill Levies (12.944 mills in the General Fund and 64.724 mills in the Debt Service Fund, for a total mill levy of 77.668 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 December 15, 2024. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2025.

**Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan:** Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson, and upon vote unanimously carried, the Board adopted the Resolution Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

**Resolution to Amend the Second Amended Resolution Regarding the Imposition of District Fees:** Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson, and upon vote unanimously

## RECORD OF PROCEEDINGS

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carried, the Board adopted Resolution No. 2024-12-05, First Amendment to Second Amended and Restated Resolution Regarding the Imposition of District Fees, subject to final review by counsel.

**DLG-70 Mill Levy Certification Form/Mill Levy Public Information Form (“Certification”)**: Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson, and upon vote unanimously carried, the Board authorized the District Accountant to prepare and sign the Certification for certification to the Board of County Commissioners and other interested parties.

**Preparation of 2026 Budget**: Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson, and upon vote unanimously carried, the Board appointed the District Accountant to prepare the District’s 2026 Budget and set the date for a Public Hearing to adopt the 2026 Budget for November 10, 2025, at 6:00 p.m., to be held via videoconference.

**CliftonLarsonAllen LLP 2025 Statements of Work**: The Board reviewed the Statements of Work between the District and CliftonLarsonAllen for 2025 Accounting Services (the “2025 SOW”).

Following discussion, upon motion duly made by Director Zimmerman, seconded by Director Johnson and, upon vote, unanimously carried, the Board approved the 2025 SOW..

**Engineer’s Report and Verification of Costs Associated with District Public Improvements and Primary Public Improvements Report No. 10, prepared by Independent District Engineering Services, LLC**: No report was available.

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### **LEGAL MATTERS**

**May 6, 2025 Regular Directors’ Election (“Election”)**: Attorney Kanda discussed the Election with the Board.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Licursi, and upon vote unanimously carried, the Board adopted the Resolution Calling a Regular Election for Directors on May 6, 2025, appointing Peggy Ripko as the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

**Section 32-1-809, C.R.S. Requirements (Transparency Notice)**: Attorney Kanda discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, the Board directed District

## RECORD OF PROCEEDINGS

---

Counsel to post the special district transparency notice on the Special District Association website and the District website.

**Adoption of Amended and Restated Policy Regarding Covenant Enforcement:** Attorney Kanda discussed with the Board the adoption of an amended and restated policy regarding covenant enforcement.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Johnson, and upon vote unanimously carried, the Board adopted Resolution No. 2024-12-06, Resolution Adopting Policies and Procedures Governing the Enforcement of the Declaration of Covenants, Conditions and Restrictions for Prairie Center Residential.

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### **OPERATIONS AND MAINTENANCE MATTERS**

**Change Order No. 2 to Service Agreement for Snow Removal between the District and Magnum Snow Removal, Inc:** The Board reviewed Change Order No. 2 to the Service Agreement for Snow Removal between the District and Magnum Snow Removal, Inc. to extend services for 2024-2025.

Following discussion, upon motion duly made by Director Coffey, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 2 to Service Agreement for Snow Removal between the District and Magnum Snow Removal, Inc. to extend services for 2024-2025.

**Change Order No. 4 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. 4 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 ratified approval of Change Order No. 4 to Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc for removal of dead trees and planning of new trees, for an increase in the contract amount of \$20,681.18.

**Change Order No. 5 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. 5 to the Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc.

## RECORD OF PROCEEDINGS

---

Following discussion, upon motion duly made by Director Coffey, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board ratified approval of Change Order No. 5 to Service Agreement for Landscape Maintenance of District Tracts – Village I between the District and Vargas Property Services, Inc for extension of services through December 2024.

*Landscape Maintenance of District Tracts for Calendar Year 2025:* Following discussion, upon motion duly made by Director Johnson, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board authorized the existing Landscape Maintenance Committee (Directors Tamblyn and Coffey) to review proposals and award contracts, subject to availability of funds, as well as to negotiate and award (i) change orders to extend/renew existing Service Agreements in an amount not to exceed 5% above current pricing, and (ii) Service Agreements for new or expanded services, subject to availability of funds.

**Hydrovac Service Proposal and Addendum to same between the District and Badger Daylighting Corp.:** Following discussion, upon motion duly made by Director Coffey, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board ratified approval of the Hydrovac Service Proposal and Addendum to same between the District and Badger Daylighting Corp.

**Proposal for Holiday Lighting:** The Board reviewed proposal for holiday lighting from Vargas Property Services, Inc. No action was taken by the Board.

**Proposal for “No Soliciting” Signs:** The Board reviewed a proposal for “no soliciting” signs. No action was taken by the Board.

**Operations and Maintenance Committee:** The Board discussed establishing an Operations and Maintenance Committee. The Board determined this was not necessary.

**Resident Advisory Committees:** The Board discussed establishing a resident advisory committees to solicit community input and propose recommendations to the Board of Directors. The Board determined this was not necessary.

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### **CAPITAL MATTERS**

**Prairie Center Village I Phase IV Improvements Projects:** Director Tamblyn provided an update on the Prairie Center Village I Phase IV Improvements Projects.

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### **OTHER MATTERS**

There were no other matters.

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## RECORD OF PROCEEDINGS

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### ADJOURNMENT

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

Respectfully submitted,

By *Diana Garcia*  
Secretary for the Meeting