

## RECORD OF PROCEEDINGS

---

MINUTES OF A SPECIAL MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
MIRABELLE METROPOLITAN DISTRICT (THE “DISTRICTS”) NOS. 1  
& 2  
HELD  
MARCH 10, 2021

A special meeting of the Boards of Directors of the Mirabelle Metropolitan District Nos. 1 & 2 (referred to hereafter as the “Boards”) was convened on Wednesday, March 10, 2021, at 10:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the Districts’ Board meeting was held via Zoom. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Tim E. Roberts , President  
Teresa G. Kershisnik, Vice-President  
Michele Miller, Assistant Secretary  
Jennifer Fulton-Miller, Treasurer  
Thomas J. Schreifer, Assistant Secretary

#### Also, In Attendance Were:

Kristen Bear, Esq., White Bear Ankele Tanaka & Waldron  
Denise Denslow and Shelby Clymer; CliftonLarsonAllen LLP  
Aaron Clutter; JR Engineering  
Ryan McDermed; Shea Homes, LLC

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

The Boards discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Boards 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 Boards’ members prior to this meeting in accordance with statute. It was noted by Attorney Bear that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

### ADMINISTRATIVE MATTERS

**Call to Order/Declaration of Quorum:** It was noted that a quorum of the Boards was present, that the directors had confirmed their qualification to serve, and therefore the meeting was called to order at 10:02 a.m.

**Agenda:** The Boards reviewed the Agenda for the meeting. The agenda was amended to add Item VI.H – Acceptance of Water and Sanitary Sewer Improvements. Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Miller, and upon vote, unanimously carried, the Boards approved the Agenda, as amended.

## RECORD OF PROCEEDINGS

---

**Public Comment:** There was no public comment.

### CONSENT AGENDA

**Minutes from the February 10, 2021 Meeting:** Upon a motion duly made by Director Miller, seconded by Director Fulton-Miller, and upon vote, unanimously carried, the Boards approved the Consent Agenda as presented.

### FINANCIAL MATTERS

**Payables and Schedule of Cash Position:** Ms. Clymer provided an update to the Boards. She noted that the date on the payables list should reflect March 3, 2021. Following discussion, upon a motion duly made by Director Fulton-Miller, seconded by Director Kershisnik, and upon vote, unanimously carried, the Boards approved the claims in the amount of \$1,617,744.44 and the Cash Position Statement.

**Property Assessment in District No. 1:** Attorney Bear reviewed the assessed valuation in District No. 1 with the Board. The Board discussed the nature of the assessed valuation reported in District No. 1. Ms. Clymer stated that she will continue to research and will get back to the Board with any information she finds regarding the assessed valuation.

### LEGAL MATTERS

**Other:** Attorney Bear reported that she did not have any legal matters for the Board to discuss.

### MANAGER MATTERS

**Manager's Report:** Ms. Denslow noted that there is nothing significant to report and that the fencing transition issues have been largely resolved.

**Other:** Director Kershisnik inquired about flag regulations. Discussion followed regarding the Whispering Pines case in Aurora. Attorney Bear to report back to the Boards on findings regarding the flag regulations.

### CONSTRUCTION MATTERS

**District On-Site Utilities, Streets and Landscaping Monthly Progress Report:** Mr. Clutter provided a general overview to the Boards regarding the District on-site utilities, streets and landscaping monthly progress report.

**Change Order No. 10 to Agreement between District 1 and HEI Civil for Solstice Filing 1 Districts Utilities:** Following discussion, upon a motion duly made by Director Miller, seconded by Director Kershisnik, and upon vote, unanimously carried, the Board of District No. 1 approved Change Order No. 10 to the agreement between District 1 and HEI Civil for Solstice Filing 1 Districts Utilities.

**Change Order No. 3 to Agreement between District 1 and BrightView Landscape Development for Solstice Streetscape One Landscaping:** Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Fulton-Miller, and upon vote, unanimously carried, the

## RECORD OF PROCEEDINGS

---

Board of District No. 1 approved Change Order No. 3 to the agreement between District 1 and BrightView Landscape Development for Solstice Streetscape One Landscaping.

**Change Order No. 3 to Agreement between District 1 and HEI Civil for Solstice Districts 2-4 Utilities:** Following discussion, upon a motion duly made by Director Roberts, seconded by Director Fulton-Miller, and upon vote, unanimously carried, the Board of District No. 1 approved Change Order No. 3 to the agreement between District 1 and HEI Civil for Solstice Districts 2-4 Utilities.

**Change Order No. 4 to the Agreement between District 1 and BrightView Landscape Development and Solstice High Line Canal Phase 1 Landscaping:** Following discussion, upon a motion duly made by Director Roberts, seconded by Director Schreifer, and upon vote unanimously carried, the Board of District No. 1 approved Change Order No. 4 to the agreement between District 1 and BrightView Landscape Development and Solstice High Line Canal Phase 1 Landscaping.

**Change Order No. 11 to the Agreement between District 1 and HEI Civil for Solstice Filing 1 District Utilities:** Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Fulton-Miller, and upon vote, unanimously carried, the Board of District No. 1 approved Change Order No. 11 to the agreement between District 1 and HEI Civil for Solstice Filing 1 District Utilities.

**Change Order No. 7 to the Agreement between District 1 and Advanced Concrete for Solstice Filing 1 District Concrete:** Following discussion, upon a motion duly made by Director Miller, seconded by Director Roberts, and upon vote, unanimously carried, the Board of District No. 1 approved Change Order No. 7 to the agreement between District 1 and Advanced Concrete for Solstice Filing 1 District Concrete.

**Operations and Maintenance Agreements with Centennial Water and Sanitation for Filing 1:** Mr. Clutter reviewed a letter received on March 9, 2021 from Centennial Water and Sanitation District regarding the Filing 1 improvements. The letter provides for a date of initial acceptance and assumption of operation and maintenance obligations of the Centennial Water and Sanitation District. Following discussion, upon a motion duly made by Director Miller, seconded by Director Fulton-Miller, and upon vote, unanimously carried, the Board of District No. 1 authorized execution of the Operation and Maintenance Agreements for Filing 1 between District No. 1 and Centennial Water and Sanitation District, subject to final engineering and legal review, and ratification at a subsequent meeting. Directors Kershisnik and Roberts abstained from the vote.

## RECORD OF PROCEEDINGS

---

### OTHER BUSINESS

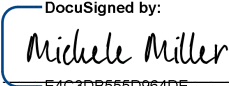
Mr. Clutter updated the Board on the interconnect agreement between Chatfield South Water and Sanitation District and District No. 1. Discussion followed regarding the pending modifications to the agreement. This item will be brought back once it is ready for Board action.

Director Roberts inquired about the construction budget tracking spreadsheet calculations. Discussion followed. The construction budget tracking spreadsheet will be distributed with the Board packets in the future to assist in questions regarding calculations shown in the tracking sheet. It was noted that the contingencies are not part of the contract cost as they are not costs until incurred.

### ADJOURNMENT

There being no further business to come before the Boards at this time, the meeting was adjourned at 10:33 a.m.

Respectfully submitted,

By    
 DocuSigned by:  
 E4C3DB555D964DE  
 Secretary for the Meeting