

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
MIRABELLE METROPOLITAN DISTRICT NOS. 1 AND 2 (THE
“DISTRICTS”)
HELD
JULY 14, 2021

A special meeting of the Boards of Directors of the Mirabelle Metropolitan District Nos. 1 and 2 (referred to hereafter as the “Boards”) was convened on Wednesday, July 14, 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, this District Board meeting was held via Microsoft Teams. The meeting was open to the public.**

ATTENDANCE

Directors In Attendance Were:

District No. 1:

Tim Roberts, President
Michele Miller, Assistant Secretary
Jennifer Fulton-Miller, Treasurer
Thomas Schreifer, Assistant Secretary

District No. 2:

Tim Roberts, President
Michele Miller, Assistant Secretary
Jennifer Fulton-Miller, Treasurer
Thomas Schreifer, Assistant Secretary

Vice President Teresa Kershisnik was absent and excused.

Also, In Attendance Were:

Denise Denslow, Rachel Alles & Alonso Duran Rodriguez; CliftonLarsonAllen LLP (“CLA”)
Trisha K. Harris, Esq.; White Bear Ankele Tanaka & Waldron P.C. (“WBA”)
Aaron Clutter; J.R. Engineering
Ryan McDermed; Shea Homes
Stephanie Stanley; Centennial Water and Sanitation District

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Ms. Denslow called the meeting to order at 10:01 a.m. She introduced Mr. Duran Rodriguez and Ms. Alles from CLA to the Board. Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the agenda as amended to move item IV.A regarding 90-day waiver before Financial Items.

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Disclosures of potential conflicts of interest: The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes. The Boards were advised that pursuant to Colorado law, certain disclosures by the Boards' members may be required prior to taking official action at the meeting. Attorney Harris reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Attorney Harris inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Quorum, location of meeting and posting of meeting notices: A quorum was confirmed with four Board members present. The absence of Director Kershisnik was noted and excused. It was noted that the location of the meeting and the posting of the meeting notice was confirmed.

Public comment: None.

CONSENT AGENDA

Minutes from the May 12, 2021 Meeting: Ms. Denslow presented the Minutes to the Board. Director Michele Miller noted two changes to the Minutes. Following discussion, upon a motion duly made by Director Michele Miller, seconded by Director Schreifer and, upon vote, unanimously carried, the Board approved the Minutes from the May 12, 2021 Meeting as amended to include Director names in motions.

Request from Centennial Water and Sanitation District for a Waiver of the 90 Day Notice Requirement for Rate Increases: Ms. Stanley provided a brief update to the Board regarding the request. She stated that the Centennial Water and Sanitation District is still in drought watch. She explained that the agreement between the District and CWSD provides for a 90-day notice period for rate changes. CWSD approved the drought rates earlier in the season but they have not yet been implemented. She reported that CWSD is requesting that the District waive the 90-day notice requirement because, if conditions require the use of the drought rates, CWSD would like to implement them on a 30-day period instead. Ms. Stanley informed the Board that Northern Douglas Water and Sanitation District and Highlands Ranch Metropolitan District have both approved the same waiver. Director Roberts noted for the Board that he will be abstaining from any vote on this matter due to his position on the Board of

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Directors for CWSD. Attorney Harris noted that the Board may address this item by motion to be reflected in the meeting minutes. Following discussion, upon a motion duly made by Director Michele Miller, seconded by Director Schreiber and, upon vote, carried by Director Fulton-Miller, the Board approved the waiver of the 90-day notice requirement for rate increases. Director Roberts abstained.

FINANCIAL MATTERS

Payables and Schedule of Cash Position: Mr. Duran Rodriguez reviewed the payables with the Board in the amount of \$863,605.58. Following review, upon a motion duly made by Director Fulton-Miller, seconded by Director Michele Miller and, upon vote, unanimously carried, the Board ratified the payables as they were reviewed and approved through Bill.com. Mr. Duran Rodriguez reviewed the Schedule of Cash Position, Developer Advance Schedule, and the Property Tax Reconciliation with the Board.

LEGAL MATTERS

Request from Centennial Water and Sanitation District for a Waiver of the 90 Day Notice Requirement for Rate Increases: This item was addressed previously in the agenda.

Other: None.

MANAGER MATTERS

Manager's Report: Ms. Denslow provided a brief overview of Design Review activities with the Board.

Other: None.

CONSTRUCTION MATTERS

District On-Site Utilities, Street and Landscaping Monthly Progress Report: Mr. Clutter provided a status report to the Board on construction. He noted that the bridge has been paved.

Approval of Change Orders: Mr. Clutter reviewed each Change Order with the Board and informed them that with the approval of these items, the District will still be under budget by approximately \$212,000.

Advanced Concrete – Change Order #2 to Agreement with District No. 1 for District Concrete for Solstice Filing Nos. 2-4: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the Advanced Concrete Change Order #2 to the Agreement with District No. 1 for District Concrete for Solstice Filing Nos. 2-4 as presented.

Martin Marietta – Change Order #3 to Agreement with District No. 1 for Solstice Filing Nos. 2-4 Roadways: Following review, upon a motion duly made by Director Michele Miller, seconded by Director

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Fulton-Miller and, upon vote, unanimously carried, the Board approved the Martin Marietta Change Order #3 to the Agreement with District No. 1 for District Concrete for Solstice Filing Nos. 2-4 Roadways as presented.

HEI Civil – Change Order #4 to the Agreement with District No. 1 for Solstice Filing Nos. 2-4 Utilities: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the HEI Civil Change Order #4 to the Agreement with District No. 1 for Solstice Filing Nos. 2-4 Utilities as presented.

Temporary Construction Easements for District No. 1 for Construction of the Trail on the Southern Boundary of Filing No. 2: Mr. Clutter reviewed the Temporary Construction Easements with the Board.

Temporary Construction Easement from Golesh: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the Temporary Construction Easement from Golesh as presented.

Temporary Construction Easement from McEwen: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the Temporary Construction Easement from McEwen as presented.

Temporary Construction Easement from Shark: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the Temporary Construction Easement from Shark as presented.

Temporary Construction Easement from Mansfield: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the Temporary Construction Easement from Mansfield as presented.

Temporary Construction Easement from Palmer: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the Temporary Construction Easement from Palmer as presented.

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Temporary Construction Easement from Shultz: Following review, upon a motion duly made by Director Michele Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board approved the Temporary Construction Easement from Shultz as presented.

Development of a Maintenance Map for the Districts: Mr. Clutter stated for the Board that he and his team are nearly finished with the landscaping and ownership tracts on the map.

Other: None.

OTHER BUSINESS

Other: Attorney Harris informed the Board that the ShareFile of contract documents is available for access.

Mr. Clutter stated that the emergency interconnect agreement between Chatfield South Water District and Centennial Water and Sanitation District has been approved by the Board of Directors of Centennial Water and Sanitation District and is going to be presented to the Chatfield South Water District Board of Directors this evening.

ADJOURNMENT

There being no further business to come before the Boards at this time, the Boards adjourned the meeting at 10:39 a.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

DocuSigned by:

Michele Miller

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Secretary for the Meeting