

## RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARDS OF DIRECTORS OF THE  
MIRABELLE METROPOLITAN DISTRICT NOS. 1 AND 2 (THE  
“DISTRICTS”)  
HELD  
AUGUST 10, 2022

A regular 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, August 10, 2022, at 10:00 a.m. This Districts’ 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  
Teresa Kershisnik, Vice President  
Michele Miller, Assistant Secretary  
Jennifer Fulton-Miller, Treasurer  
Thomas Schreifer, Assistant Secretary

##### District No. 2:

Tim Roberts, President  
Teresa Kershisnik, Vice President  
Michele Miller, Assistant Secretary  
Jennifer Fulton-Miller, Treasurer  
Kristen Beshany, Assistant Secretary

#### Also, In Attendance Were:

Trisha Harris; White Bear Ankele Tanaka & Waldron, P.C. (“WBA”)  
Denise Denslow, Stephanie Odewumi and Shelby Clymer; CliftonLarsonAllen LLP (“CLA”)  
Ryan McDermed and Jessica McDonagh; Shea Homes

### ADMINISTRATIVE MATTERS

**Call to Order and Approval of Agenda:** The meeting was called to order at 10:03 a.m. Following review, upon a motion duly made by Director Fulton-Miller, seconded by Director Miller and, upon vote, unanimously carried, the Boards approved the agenda, as presented.

**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

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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 all Boards' members present. 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 July 13, 2022 Meeting:**

Following review and discussion, upon a motion duly made by Director Miller, seconded by Director Kershisnik and, upon vote, unanimously carried, the Boards approved the Consent Agenda, as presented.

### FINANCIAL MATTERS

**Unaudited Financial Statements and Schedules of Cash Position for the period ending June 30, 2022:** Ms. Clymer reviewed the Financial Statements and Schedules of Cash Position with the Boards. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Boards accepted the Unaudited Financial Statements and Schedules of Cash Position for the period ending June 30, 2022, as presented.

**Payables in the Amount of \$835,707.59:** Ms. Clymer reviewed the Payables with the Boards. Following review, upon a motion duly made by Director Fulton-Miller, seconded by Director Kershisnik and, upon vote, unanimously carried, the District No. 1 Board approved the Payables in the amount of \$835,707.59, as presented.

**Draft 2021 Audits:** Ms. Clymer reviewed the draft 2021 Audits with the Boards. Following review and discussion, upon a motion duly made by Director Kershisnik, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the District No. 1 Board approved the draft 2021 Audit, subject to clean opinions from the auditor, final legal review and final sign-off from Directors Kershisnik and Fulton-Miller. Following review and discussion, upon a motion duly made by Director Kershisnik, seconded by Director Fulton-Miller and,

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upon vote, unanimously carried, the District No. 2 Board approved the draft 2021 Audit, subject to clean opinions from the auditor, final legal review and final sign-off from Directors Kershisnik and Fulton-Miller.

### LEGAL MATTERS

**Other:** None.

### MANAGER MATTERS

**Manager's Report:** Ms. Denslow provided a report to the Boards, noting that a violation report will be provided in the meeting packets going forward. Ms. Odewumi provided a report to the Boards regarding covenant enforcement and design review.

**Other:** None.

### CONSTRUCTION MATTERS

**District On-Site Utilities, Street and Landscaping Monthly Progress Report:** Mr. McDermed provided a report to the Boards regarding landscape installation, pet waste stations and watering restrictions.

### **Approval of Change Orders:**

**BrightView Landscape Development – Change Order #2 to Agreement with District No. 1 for Solstice 2022 Landscaping:** The Boards reviewed Change Order #2. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the District No. 1 Board approved Change Order #2 to Agreement with District No. 1 for Solstice 2022 Landscaping from BrightView Landscape Development, as presented.

**BrightView Landscape Development – Change Order #8 to Agreement with District No. 1 for Solstice 2021 Landscaping:** The Boards reviewed Change Order #8. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the District No. 1 Board approved Change Order #8 to Agreement with District No. 1 for Solstice 2021 Landscaping from BrightView Landscape Development, as presented.

**Grant and Acceptance of Operation and Maintenance Agreement for Solstice Filing 3 with Centennial Water and Sanitation District:** Attorney Harris reviewed the Agreement with the Boards, noting that District No. 1 accepted these improvements in February and have agreements in place and this additional agreement is required for maintenance. Following review and discussion, upon a motion duly made by Director Roberts, seconded by Director Schriefer and, upon vote, the District No. 1 Board ratified the Grant and Acceptance of Operation and Maintenance Agreement for Solstice Filing 3 with Centennial Water and Sanitation District, as presented. Director Kershisnik abstained from the vote.

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**Other:** None.

**OTHER BUSINESS**

**Other:** None.

**ADJOURNMENT**

There being no further business to come before the Boards at this time, Ms. Denslow adjourned the meeting at 10:48 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