

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARDS OF DIRECTORS OF THE
MIRABELLE METROPOLITAN DISTRICT NOS. 1 AND 2
(THE "DISTRICTS")
HELD
JANUARY 11, 2023

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, January 11, 2023, at 8:30 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
Thomas Schriefer, Assistant Secretary

Treasurer Fulton-Miller was absent and excused.

District No. 2:

Tim Roberts, President
Teresa Kershisnik, Vice President
Michele Miller, Assistant Secretary
Kristen Beshany, Assistant Secretary

Treasurer Fulton-Miller was absent and excused.

Also, In Attendance Were:

Trisha Harris; White Bear Ankele Tanaka & Waldron, P.C. ("WBA")
Denise Denslow, Stephanie Odewumi, Shelby Clymer and LaMont Harris;
CliftonLarsonAllen LLP ("CLA")
Aaron Clutter; J.R. Engineering
Scott Champion; Member of the Public

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: Ms. Denslow called the meeting to order at 8:31 a.m. Following review, upon a motion duly made by Director Kershisnik, 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

RECORD OF PROCEEDINGS

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 all Boards' members present. It was noted that the location of the meeting and the posting of the meeting notice was confirmed. Treasurer Fulton-Miller was absent and excused.

Public Comment: None.

CONSENT AGENDA

Minutes from the November 9, 2022 Meeting:

CliftonLarsonAllen LLP Statements of Work for 2023:

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

FINANCIAL MATTERS

Unaudited Financial Statements and Schedule of Cash Position for the period ending October 31, 2022 (District No. 1): Ms. Clymer reviewed the Financial Statements and Schedule of Cash Position with the District No. 1 Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board accepted the Unaudited Financial Statements and Schedule of Cash Position for the period ending October 31, 2022, as presented.

Unaudited Financial Statements and Schedule of Cash Position for the period ending November 30, 2022 (District No. 1): Ms. Clymer reviewed the Financial Statements and Schedule of Cash Position with the District No. 1 Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board accepted the Unaudited Financial Statements and Schedule of Cash Position for the period ending November 30, 2022, as presented.

RECORD OF PROCEEDINGS

Payables for the Period October 6 through December 6, 2022 in the Amount of \$1,074,505.02 (District No. 1): Following review, upon a motion duly made by Director Kershisnik, seconded by Director Roberts and, upon vote, unanimously carried, the District No. 1 Board approved the Payables in the amount of \$1,074,505.02, as presented.

Payables for the Period December 7 through January 4, 2023 in the Amount of \$436,547.88 (District No. 1): Following review, upon a motion duly made by Director Kershisnik, seconded by Director Roberts and, upon vote, unanimously carried, the District No. 1 Board approved the Payables in the amount of \$436,547.88, as presented.

Engagement with Fiscal Focus Partners, LLC to Prepare the 2022 Audits: The Boards reviewed the Engagement Letters. Director Kershisnik requested a change in the lead auditor every five years if the Districts will engage the same auditor every year. Following review and discussion, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Boards approved the engagement with Fiscal Focus Partners, LLC to prepare the 2022 Audits in an amount not to exceed \$11,000 for both Districts, as presented.

LEGAL MATTERS

Joint Resolution Designating Meeting Notice Posting Location: Following review, upon a motion duly made by Director Roberts, seconded by Director Beshany and, upon vote, unanimously carried, the Boards approved the Joint Resolution Designating Meeting Notice Posting Location, as amended to include the Highline House address. Discussion ensued regarding posting on-site notices and Facebook.

Third Amendment to the Resolution Concerning the Imposition of a Residential Tap Fee: Following review, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, the Boards approved the Third Amendment to the Resolution Concerning the Imposition of a Residential Tap Fee, as presented. Director Kershisnik abstained from the vote.

Other: None.

MANAGER MATTERS

Manager's Report: Ms. Denslow provided a report to the Boards, noting the recent violations regarding parking, landscaping and snow removal.

Covenant Enforcement Report: This item was previously discussed.

Other: None.

CONSTRUCTION

District On-Site Utilities, Street and Landscaping Monthly Progress

RECORD OF PROCEEDINGS

MATTERS

Report: Mr. Clutter provided a report to the Boards regarding current landscape work in progress.

Change Order:

BrightView Landscape Development – Change Order #4 to Agreement with District No. 1 for Solstice 2022 Landscaping:

Following review, upon a motion duly made by Director Schriefer, seconded by Director Miller and, upon vote, unanimously carried, the Boards approved Change Order #4 to Agreement with District No. 1 for Solstice 2022 Landscaping with BrightView Landscape Development, as presented.

License Agreement with Dominion Water and Sanitation District and Centennial Water and Sanitation District for Emergency Interconnect:

Attorney Harris reviewed the License Agreement with the Boards. Following review and discussion, upon a motion duly made by Director Roberts, seconded by Director Schriefer and, upon vote, the Boards approved the License Agreement with Dominion Water and Sanitation District and Centennial Water and Sanitation District for Emergency Interconnect, subject to execution of the Interconnection Agreement between Dominion Water and Sanitation District and Centennial Water and Sanitation District. Director Kershisnik abstained from the vote.

Other: None.

OTHER BUSINESS


Other: None.

ADJOURNMENT

There being no further business to come before the Boards at this time, upon a motion duly made by Director Kershisnik, seconded by Director Roberts and, upon vote, the Boards adjourned the meeting at 9:16 a.m.

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

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting