

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
MAY 11, 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, May 11, 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
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
Kristen Beshany, Director

Vice President Kershisnik was absent and excused.

Also, In Attendance Were:

Denise Denslow, Stephanie Odewumi and Shelby Clymer; CliftonLarsonAllen LLP (“CLA”)
Trisha K. Harris, Esq.; White Bear Ankele Tanaka & Waldron P.C. (“WBA”)
Aaron Clutter; J.R. Engineering
Ryan McDermid; Shea Homes
Jessica McDonagh; Resident

ADMINISTRATIVE MATTERS

Call to order and approval of agenda: Ms. Denslow called the meeting to order at 10:02 a.m. Following review, upon a motion duly made by Director Roberts, seconded by Director Fulton-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

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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. 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 March 9, 2022 Regular Meeting:

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

FINANCIAL MATTERS

Unaudited Financial Statements for the period ending March 31, 2022: Ms. Clymer reviewed the Financial Statements with the Boards. Following review, upon a motion duly made by Director Fulton-Miller, seconded by Director Roberts and, upon vote, unanimously carried, the Boards accepted the Unaudited Financial Statements for the period ending March 31, 2022, as presented.

Payables and Schedules of Cash Position: Ms. Clymer reviewed the Payables and Schedules of Cash Position with the Boards. Following review, upon a motion duly made by Director Fulton-Miller, seconded by Director Roberts and, upon vote, unanimously carried, the Boards approved the Payables and Schedules of Cash Position, as presented.

LEGAL MATTERS

Amendment to Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges: Ms. Harris presented the Amendment to Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges. Following review, upon a motion duly made by Director Roberts, seconded by Director Miller and, upon vote, unanimously carried, the Board of District No. 1 approved the Amendment to

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Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges, as presented.

Amendment to Resolution Concerning the Imposition of an Operations

Fee: Ms. Harris presented the Amendment to Resolution Concerning the Imposition of an Operations Fee. Following review, upon a motion duly made by Director Miller, seconded by Director Fulton-Miller and, upon vote, unanimously carried, the Board of District No. 1 approved the Amendment to Resolution Concerning the Imposition of an Operations Fee, as presented.

MANAGER
MATTERS

Manager's Report: Ms. Denslow provided a report to the Boards, noting that the management team continues to document items as they come up. Reminder letters are being distributed and that Design Review Requests are ramping up.

Executed contract update: Ms. Odewumi provided an update to the Boards regarding executed contracts, noting that CLA will send items approved and requiring Board signature after each meeting and will send to WBA for saving to the shared file for all consultants to access once executed. CLA will also retain all executed documents as the records custodian of the District.

Other: None.

CONSTRUCTION
MATTERS

District On-Site Utilities, Street and Landscaping Monthly Progress

Report: Mr. Clutter provided a status report to the Boards with information reflected in the report included in the packet regarding work performed to date.

Approval of Change Orders: Mr. Clutter reviewed the Change Orders with the Boards.

BrightView Landscape Development – Change Order #5 to Agreement with District No. 1 for Solstice 2021 Landscaping:

The Boards reviewed Change Order #5. Following review, 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 #5 to Agreement with District No. 1 for Solstice 2021 Landscaping from BrightView Landscape Development, as presented.

BrightView Landscape Development – Change Order #6 to Agreement with District No. 1 for Solstice 2021 Landscaping:

The Boards reviewed Change Order #6. Following review, 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 #6 to Agreement with District No. 1 for Solstice 2021 Landscaping from BrightView Landscape Development, as presented.

Other: None.

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OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Boards at this time, Ms. Denslow adjourned the meeting at 10:24 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