

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
MAY 25, 2023

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 Thursday, May 25, 2023, at 1:00 p.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:

Thomas Schriefer, Assistant Secretary
Michele Miller

Treasurer Jennifer Fulton-Miller was absent and excused.

District No. 2:

Kristen Beshany, Assistant Secretary
Michele Miller
Wyatt Chadwick
Mac Orlady

Treasurer Jennifer Fulton-Miller was absent and excused.

Also, In Attendance Were:

Trisha Harris, Esq.; White Bear Ankele Tanaka & Waldron, P.C. ("WBA")
Denise Denslow, Celeste Terrell, Shelby Clymer, LaMont Harris and Rachel
Alles; CliftonLarsonAllen LLP ("CLA")
Dylan Futrell; BrightView Landscape Services
Ryan McDermed and Eric Sandri; Shea Homes
Aaron Clutter; JR Engineering

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Ms. Denslow called the meeting to order at 1:00 p.m. Following review, upon a motion duly made by Director Schriefer, seconded by Director Miller and, upon vote, unanimously carried, the District No. 1 Board approved the agenda, as amended to include District No. 2 in Financial Matters item A.

Following review, upon a motion duly made by Director Beshany, seconded by Director Chadwick and, upon vote, unanimously carried, the District No. 2 Board approved the agenda, as amended to include District No. 2 in Financial Matters item A.

RECORD OF PROCEEDINGS

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: Quorums were confirmed. It was noted that the location of the meeting and the posting of the meeting notice was confirmed.

Public Comment: None.

Status of May 2, 2023 Directors' Election: Attorney Harris informed the Board that the May 2, 2023 Regular Election has been completed. Directors Chadwick, Orlady, and Miller were elected for four-year terms to District No. 2.

Appointment of Officers: Following discussion, upon motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the following slate of officers were appointed for District No. 1:

President:	Michele Miller
Secretary:	Thomas Schriefer
Treasurer:	Jennifer Fulton-Miller
Assistant Secretary:	Vacant
Assistant Secretary:	Vacant

Following discussion, upon motion duly made by Director Miller, seconded by Director Orlady and, upon vote, unanimously carried, the following slate of officers were appointed for District No. 2:

President:	Michele Miller
------------	----------------

RECORD OF PROCEEDINGS

Vice President: Wyatt Chadwick
Treasurer: Jennifer Fulton-Miller
Assistant Secretary: Kristen Beshany
Assistant Secretary: Mac Orlady

CONSENT AGENDA

Minutes from the April 12, 2023 Meeting:

Following review, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board approved the Consent Agenda, as presented.

Following review, upon a motion duly made by Director Beshany, seconded by Director Chadwick and, upon vote, unanimously carried, the District No. 2 Board approved the Consent Agenda, as presented.

FINANCIAL MATTERS

Unaudited Financial Statements and Schedules of Cash Position for the period ending March 31, 2023: 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 Schriefer, seconded by Director Miller and, upon vote, unanimously carried, the District No. 1 Board accepted the Unaudited Financial Statements and Schedules of Cash Position for the period ending March 31, 2023, as presented.

Ms. Clymer reviewed the Financial Statements and Schedule of Cash Position with the District No. 2 Board. Following review, upon a motion duly made by Director Chadwick, seconded by Director Beshany and, upon vote, unanimously carried, the District No. 2 Board accepted the Unaudited Financial Statements and Schedules of Cash Position for the period ending March 31, 2023, as presented.

Payables for the Period April 5 through May 19, 2023 in the Amount of \$109,173.28 (District No. 1): Ms. Clymer reviewed the payables with the District No. 1 Board. Following review, upon a motion duly made by Director Schriefer, seconded by Director Miller and, upon vote, unanimously carried, the District No. 1 Board approved the Payables in the amount of \$109,173.28, as presented.

LEGAL MATTERS

License Agreement from Shea Homes for Landscaped Tracts (District No. 1): Attorney Harris reviewed the agreement with the District No. 1 Board. Following review, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board approved the License Agreement from Shea Homes for Landscaped Tracts, as presented.

Second Amended and Restated Resolution Establishing Guidelines for the

RECORD OF PROCEEDINGS

Processing and Collection of Delinquent Fees and Charges (District No. 1):

Attorney Harris reviewed the resolution with the District No. 1 Board. Following review, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board approved the Second Amended and Restated Resolution Establishing Guidelines for the Processing and Collection of Delinquent Fees and Charges, as presented.

Parking Regulations: Attorney Harris provided an update to the Boards, noting she is in the process of drafting parking regulations for the Districts for consideration at the next meeting.

2023 Legislative Memorandum: Attorney Harris reviewed the 2023 Legislative Memorandum with the Boards and noted she will review the Districts' Residential Landscape Design Guidelines to ensure they are compliant with the bills which recently passed.

**MANAGER
MATTERS**

Manager's Report: Ms. Denslow provided a report to the Boards. Following discussion, the Boards directed staff to circulate an email blast to the community regarding weed lengths and thresholds.

Covenant Enforcement Report: The Boards reviewed the covenant enforcement report. No action was taken.

Delinquency Report and Collections: The District No. 1 Board reviewed the Delinquency Report. Discussion ensued. Following discussion, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board authorized the account owing \$1,175.95 to be sent to collections.

April 2023 Monthly Maintenance Report from BrightView Landscape Development: Mr. Futrell reviewed the April 2023 Monthly Maintenance Report with the Boards, noting that his crews are policing landscaped areas within the Districts on a weekly basis. He stated that the irrigation system has been turned on and is scheduled in accordance with local restrictions and the dog stations are being serviced weekly. Mr. Futrell and Director Beshany discussed areas pooling with rain on the southern corner of Eagle River Street.

Insurance Audit: Ms. Denslow provided an update to the Boards, noting that the property schedule for District No. 1 will be updated in the fall and brought to the Board for consideration. All other current coverages are meeting statutory requirements.

**CONSTRUCTION
MATTERS**

District On-Site Utilities, Street and Landscaping Monthly Progress Report: Mr. Clutter provided an update to the Boards, noting that the 2022 landscaping project is complete and he is working on obtaining final acceptances for road and water/sewer improvements.

Change Order:

RECORD OF PROCEEDINGS

BrightView Landscape Development – Change Order #7 to Agreement with District No. 1 for Solstice 2022 Landscaping: Mr. Clutter presented the Change Order to the District No. 1 Board. Following review, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board approved the revised Change Order #7 to Agreement with District No. 1 for Solstice 2022 Landscaping, as presented.

Temporary Construction Easement with Centennial Water and Sewer District for the Dominion Water and Sewer District Emergency Interconnect (District No. 1): Mr. Clutter reviewed the easement with the District No. 1 Board, noting it has been reviewed by the Districts' legal counsel. Following review and discussion, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board approved the Temporary Construction Easement with Centennial Water and Sewer District for the Dominion Water and Sewer District Emergency Interconnect, as presented, and authorized Mr. Clutter to execute the related permit.

Independent Contractor Agreement for Eagle River Street Silo Maintenance Repairs with Waner Construction Company, Inc. (District No. 1): Mr. Clutter reviewed the agreement with the District No. 1 Board. Following review, upon a motion duly made by Director Schriefer, seconded by Director Miller and, upon vote, unanimously carried, the District No. 1 Board approved the Independent Contractor Agreement for Eagle River Street Silo Maintenance Repairs with Waner Construction Company, Inc., as presented.

Final Acceptance for Filing 3 Water and Sanitary Sewer Improvements (District No. 1): Mr. Clutter reviewed the Final Acceptance with the District No. 1 Board. Following review, upon a motion duly made by Director Miller, seconded by Director Schriefer and, upon vote, unanimously carried, the District No. 1 Board approved the Final Acceptance for Filing 3 Water and Sanitary Sewer Improvements, as presented.

Independent Contractor Agreement for Asphalt Maintenance/Repair with Colorado Asphalt Services, Inc. (District No. 1): Mr. Clutter reviewed the agreement with the District No. 1 Board. Following review, upon a motion duly made by Director Schriefer, seconded by Director Miller and, upon vote, unanimously carried, the District No. 1 Board approved the Independent Contractor Agreement for Asphalt Maintenance/Repair with Colorado Asphalt Services, Inc., as presented.

OTHER BUSINESS

Director Schriefer and Attorney Harris discussed the vacant seats on the Board

RECORD OF PROCEEDINGS

of District No. 1. Attorney Harris noted that two seats can be appointed by the Board following the publication of a Notice of Vacancy and statutorily permitted agreements entered into.

ADJOURNMENT

There being no further business to come before the Boards at this time, Ms. Denslow adjourned the meeting at 2:06 p.m.

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

Respectfully submitted,

DocuSigned by:

Michele Miller

E4C3DB55D964DE...

Officer of the Districts