

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE PRAIRIE SONG
METROPOLITAN DISTRICT NOS. 3-6, 8 & 9
HELD
June 20, 2023

The Coordinated Special Meeting of the Board of Directors (collectively, “Boards) of Prairie Song Metropolitan District Nos. 3-6 and 8 & 9 (collectively, “Districts”) was held via teleconference, on Tuesday, June 20, at 2:00 p.m.

ATTENDANCE

Directors in Attendance:

Patrick McMeekin, President
Jason Stansberry, Treasurer
Mike Welty, Assistant Secretary

Directors Absent were:

Landon Hoover, Secretary (Excused)
Kara Hoover, Assistant Secretary (Excused)

Also in Attendance:

Robert G. Rogers and Eve Velasco; White Bear Ankele Tanaka & Waldron
Sarah Bromley, Jordan Wood, Brendan Campbell, Tracie Kaminski, Doug Campbell, and Stanley Holder; Pinnacle Consulting Group, Inc.
Taralee Jackson and Jillian Wall; Hartford Homes
Andrew Gaittens; Independent District Engineering Services

ADMINISTRATIVE
ITEMS

The Special Meeting of the Boards of Directors (collectively, the “Boards”) of Prairie Song Metropolitan District Nos. 3-6, 8 & 9 (collectively, the “District”) was called to order by Director McMeekin at 2:27 p.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director McMeekin noted that a quorum was present with three out of five directors. All Board Members confirmed their qualification to serve on the Boards. Ms. Velasco advised the Boards that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. Ms. Velasco reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of 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. Ms. Velasco inquired into whether the 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.

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Additionally, the Board Members determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

AGENDA

The Boards reviewed the agenda. Following review and discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

PUBLIC COMMENT

There were no Public Comments brought before the Boards.

CONSENT AGENDA

Director McMeekin reviewed the items on the consent agenda with the Boards and advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Stansberry and seconded by Director Welty, the following items on the consent agenda were unanimously approved and ratified:

- A. Minutes – March 31, 2023, Special Meeting.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.

DISTRICT MANAGER
ITEMS

Manager’s Report: Ms. Bromley presented the Manager’s Report to the Boards and answered questions.

Discussion of Implementation of O&M and Non-Potable Fees: Mr. Campbell and Director McMeekin discussed the Implementation of O&M and Non-Potable Fees with the Boards, answered questions, and provided an update.

District Residential Design Guidelines: Ms. Bromley and Ms. Jackson provided an update on the status of the District Residential Design Guidelines. Ms. Bromley recommended the Boards to authorize Director McMeekin approve the District Residential Design Guidelines to be ratified at the following meeting. Following review and discussion, upon a motion duly made by Director Stanberry, seconded by Director Welty, and upon vote unanimously carried it was

RESOLVED to authorize Director McMeekin to approve the District Residential Guidelines to be ratified at the following

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meeting.

Architectural Review Committee: Ms. Bromley and Ms. Jackson updated the Boards on the Architectural Review Committee. Ms. Velasco confirmed appointment to the Architectural Review Committee falls under the Declarant's powers at this time, rather than the Districts. Ms. Bromley reported to the Boards she will work with the Declarant to appoint future committee members.

CAPITAL INFRASTRUCTURE ITEMS

Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #3): Mr. Holder presented the Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #3) to the District No. 4 and No. 8 Boards and answered questions. Following review and discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED by the Boards of District No. 4 and No. 8 to approve the Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #3).

FINANCIAL ITEMS

Delegation of Authority for Approval of District Audit: Mr. Campbell provided the Board District No. 4 with an update regarding 2022 Audit. Following discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 4 to delegate authority to Director McMeekin to review and approve the District Audits so they can be filed by the statutory deadline and will be ratified by the Board at the following meeting.

LEGAL MATTERS

Infrastructure Acquisition and Reimbursement Agreement (District No. 8): Ms. Velasco presented to the Board of District No. 8 the Infrastructure Acquisition and Reimbursement Agreement and answered questions. Following review and discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 8 to approve the Infrastructure Acquisition and Reimbursement Agreement.

DIRECTOR ITEMS

There were no Director Items brought before the Boards.

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OTHER MATTERS

There were no Other Matters brought before the Boards.

ADJOURNMENT

Upon motion duly made by Director Stansberry, seconded by Director Welty, the meeting was adjourned at 2:36 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the above referenced meeting and were approved by the Boards of Directors of Prairie Song Metropolitan District Nos. 3-6, and 8 & 9.

Respectfully submitted,

Kevin Mitts

Kevin Mitts, Recording Secretary