

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF
THE PRAIRIE SONG
METROPOLITAN DISTRICT NOS. 3-6, 8 & 9
HELD
October 18, 2022

The Special Meeting of the Boards of Directors of Prairie Song Metropolitan District Nos. 3-6 and 8 & 9 was held via teleconference, on Tuesday, October 18, 2022, at 1:30 p.m.

ATTENDANCE

Directors in Attendance:

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

Directors Absent were:

Kara Hoover, Assistant Secretary (Excused)

Also in Attendance:

Robert G. Rogers and Eve Velasco; White Bear Ankele Tanaka & Waldron,
Andrew Kunkel, Nicole Wing, Kirsten Starman, and Stanley Holder; Pinnacle
Consulting Group, Inc.
Taralee Jackson; Hartford Homes

ADMINISTRATIVE ITEMS

Call to Order: 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 1:31 p.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director McMeekin noted that a quorum was present. 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 member 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. 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.

Approval of Agenda: The Board reviewed the agenda. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote, unanimously carried, it was

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RESOLVED to approve the agenda, as presented.

PUBLIC COMMENT

There were no citizens present and no public comments received.

CONSENT AGENDA

The Boards considered the following items on the consent agenda:

- A. Approval of Minutes from February 10, 2022, Organizational and Special Meeting
- B. Approval of Amended and Restated Annual Administrative Matters Resolution

Mr. Rogers advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. Following review and discussion, upon motion duly made by Director Hoover, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED to approve the consent agenda, as presented.

FINANCIAL ITEMS

There were no Financial Items brought before the Boards.

LEGAL ITEMS

Infrastructure Acquisition and Project Fund Disbursement Agreement among District Nos. 4 and 8 and Prairie Song Development, LLC: Ms. Velasco reviewed the Infrastructure Acquisition and Project Fund Disbursement Agreement among District Nos. 4 and 8 and Prairie Song Development, LLC with the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED to approve the Infrastructure Acquisition and Project Fund Disbursement Agreement among District Nos. 4 and 8 and Prairie Song Development, LLC.

Agreement Regarding Project Fund Disbursement for Pump House and Prairie Song Park: Ms. Velasco reviewed the Agreement for Regarding Project Fund Disbursement for Pump House and Prairie Song Park with the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED to approve the Agreement for Regarding Project Fund Disbursement for Pump House and Prairie Song Park.

Agreement for Acceptance of Groundwater Discharge with Town of Windsor and Prairie Song Development, LLC: Ms. Velasco reviewed the Agreement for Acceptance of Groundwater Discharge with Town of Windsor and Prairie Song Development, LLC

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with the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED to approve the Agreement for Acceptance of Groundwater Discharge with Town of Windsor and Prairie Song Development, LLC.

CAPITAL MANAGER
ITEMS

Change Order No.1 for Construction Agreement with Crow Creek Construction, and delegations of authority to approve additional change orders: Mr. Holder reviewed the Change Order No.1 for Construction Agreement with Crow Creek Construction with the Boards and answered questions. Following review and discussion, upon motion duly made by Director L. Hoover, seconded by Director Stansberry and, upon vote, unanimously carried, it was

RESOLVED to approve the Change Order No. 1 for Construction Agreement with Crow Creek Construction, and to delegate authority to approve additional change orders to Director McMeekin and Director L. Hoover.

DISTRICT MANAGER
ITEMS

There were no District Manager Items brought before the Boards.

BOARD MEMBER
ITEMS

There were no Other Items brought before the Boards.

OTHER ITEMS

There were no Other Matters brought in front of the Boards.

ADJOURNMENT

Upon motion duly made by Director McMeekin, seconded by Director L. Hoover, the meeting was adjourned at 1:39 p.m.

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

Respectfully submitted,

Nicole Wing

Nicole Wing, Recording Secretary