

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE PRAIRIESTAR METROPOLITAN DISTRICT NO. 2 HELD JUNE 15, 2022

A Regular Meeting of the Board of Directors (referred to hereafter as "Board") of the PrairieStar Metropolitan District No. 2 (referred to hereafter as "District") was convened on Wednesday, the 15th day of June, 2022, at 5:00 p.m. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Scott Sarbaugh
Jennifer Davis
Katie Murrey
Ryan St. Pierre

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Davis and, upon vote, unanimously carried, the absence of Director Kathy Sidney was excused.

Also In Attendance Were:

Matt Cohrs and Peggy Ripko; Special District Management Services, Inc. ("SDMS")

MaryAnn McGeady, Esq., Kate Olson, Esq., and Tim O'Connor, Esq.; McGeady Becher P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Steve Dazzio; Dazzio & Associates, P.C.

Kristi Magee, Lisa Johnson, Greg Fineberg, Dave Kubicek, Paul Hyde, Amy Vignocchi, Cheryl, Kylie, Jeff Lawrence and Cathy Henderson; residents

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Mr. Cohrs noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members in accordance with the statute.

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Attorney Olson noted that Directors' Disclosure Statements had been filed for Directors Sarbaugh, Davis and Sidney.

ADMINISTRATIVE MATTERS

Agenda: The Board reviewed the proposed Agenda for the District's regular meeting.

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Davis and, upon vote, unanimously carried, the Board approved the Agenda, as amended.

Location/Manner of Meeting: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. The Board determined to hold the meeting by video/telephonic means and encouraged public participation via video or telephone. The Board noted that notice of the time, date and format of the meeting was duly posted and that the District had not received any objections to the format of the meeting, or any requests that the format of the meeting be changed by taxpaying electors within the District boundaries.

Minutes: The Board reviewed Minutes of the March 16, 2022 Special Meeting Minutes.

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Davis and, upon vote, unanimously carried, the Board approved the Minutes of the March 16, 2022 Special Meeting Minutes.

May 3, 2022 Regular Directors' Election: Mr. Cohrs discussed with the Board the status of the May 3, 2022 Regular Directors' Election. Mr. Cohrs noted that the election was cancelled as allowed by statute, as there were not more nominations than seats available. Directors Sarbaugh, Murrey and St. Pierre were elected by acclamation to 3-year terms to May 6, 2025.

Introduction of New Board Members: Mr. Cohrs introduced newly elected Directors Murrey and St. Pierre and provided a brief overview of the District operations. Board communication was discussed and Mr. Cohrs and Attorney McGeady discussed Colorado open meeting law requirements and stressed that email communication among Board members could trigger notice requirements.

Appointment of Officers: The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Davis and, upon vote, unanimously carried, the following slate of officers was appointed:

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President	Ryan St. Pierre
Treasurer	Katie Murrey
Secretary	Scott Sarbaugh
Assistant Secretary	Jennifer Davis
Assistant Secretary	Kathy Sidney

PUBLIC COMMENT

Public Comment:

Cheryl inquired as to protocol for contacting Board Members regarding District/Community matters. Directors Murrey and St. Pierre will set up new District email addresses and provide to the community for contact purposes.

Ms. Magee inquired into the process for proposing revisions to the Rules and Regulations. Mr. Cohrs explained that any proposed revisions could be submitted to him for further review and discussions with covenant counsel, if necessary.

Community Liaison Committee Report: Ms. Vignocchi inquired as to when the South dog park would be open, and Director Sarbaugh advised it would open on July 1, 2022.

Director Murrey had a question about the gate near the dog park and the unofficial trail that was closed off. Director Sarbaugh confirmed that this path is not intended to be used as a walking path, but rather it provides access to certain water pumps. SDMS will include this information in the next email blast to residents.

There was discussion regarding whether a Community Liaison Committee is needed now that residents are on the Board.

Discussion ensued regarding the adoption of a social media policy. Attorney McGeady recommended the Board hold an executive session or work session to discuss developing a social media presence and potentially adopting a social media policy.

Attorney McGeady further recommended posting FAQs on the District's website and to continue sending email blasts with Tips-n-Tricks.

Social Events Committee:

Social Events Committee Report: Ms. Vignocchi reported to the Board on community events. Ashley O'Brien is stepping down as events coordinator and the District is looking for a replacement.

The Gardens at PrairieStar Committee Report: Mr. Cohrs is researching how other community garden committees operate.

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Community Garden: Mr. Cohrs updated the Board on the community garden. Mr. Cohrs stated that the Garden Coordinators stepped down from their positions early in the summer. SDMS facilitated the rental of some of the plots; and reported that some homeowners were hesitant to rent a plot due to the volunteer hour requirement.

Transition of Design Review Committee: Director Sarbaugh updated the Board on the transition of the Design Review Committee.

**COMMUNITY
GOVERNANCE/
OPERATIONS &
MAINTENANCE
MATTERS**

Covenant Control and Design Review: Ms. Ripko updated the Board on the covenant control and design review.

Rules and Regulations for Xeriscaping: Ms. Ripko updated the Board on the Rules and Regulations for Xeriscaping.

New commercial vehicle ordinance by the Town of Berthoud: Ms. Ripko updated the Board on the new commercial vehicle ordinance by the Town of Berthoud.

**FINANCIAL
MATTERS**

Public Hearing on 2021 Budget Amendment: The President opened the public hearing to consider the proposed 2021 Budget Amendment.

It was noted that a Notice stating that the Board would consider amending the 2021 Budget, along with the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Following discussion, upon motion duly made by Director Davis, seconded by Director Sarbaugh and, upon vote, unanimously carried, the Board approved the amendment to the 2021 Budget and adopted a Resolution for same.

Claims: Ms. Wheeler reviewed the claims with the Board. The Board considered ratifying the approval of the payment of claims as follows:

Fund	Period ending March 31, 2022	Period ending April 30, 2022	Period ending May 31, 2022
General	\$ 29,857.56	\$ 19,010	\$ 15,624.17
Debt Service	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ 6,161.73	\$ -0-
Total Claims	\$ 29,857.56	\$ 25,172.06	\$ 15,624.17

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Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Davis and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as amended.

Unaudited Financials: No action was taken at this time. Ms. Wheeler will update the unaudited financial statements.

2021 Audit: Mr. Dazzio presented the 2021 Audit to the Board.

Following discussion, upon motion duly made by Director Davis, seconded by Director St. Pierre and, upon vote, unanimously carried, the Board established an audit committee, appointing Directors Murrey and Sarbaugh to said committee, to review and approve the 2021 Audit and authorize execution of the Representations Letter.

LEGAL MATTERS

Resolution No. 2022-06-01 Regarding Continuing Disclosure Policies and Procedures: The Board reviewed Resolution No. 2022-06-01 Regarding Continuing Disclosure Policies and Procedures.

Following discussion, upon motion duly made by Director Davis, seconded by Director St. Pierre and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-06-01 Regarding Continuing Disclosure Policies and Procedures.

OTHER MATTERS

Director Sarbaugh requested that staff assist the Board in developing a plan for recruiting candidates for open board seats. The Board authorized Mr. Cohrs to prepare and circulate a draft plan to the Board for review.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director St. Pierre, seconded by Director Sarbaugh and, upon vote, unanimously carried, and the meeting was adjourned.

Respectfully submitted,

By 
Secretary for the Meeting