

# RECORD OF PROCEEDINGS

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## MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PRAIRIESTAR METROPOLITAN DISTRICT NO. 1 HELD SEPTEMBER 21, 2022

A Special Meeting of the Board of Directors (referred to hereafter as "Board") of the PrairieStar Metropolitan District No. 1 (referred to hereafter as "District") was convened on Wednesday, the 21st day of September, 2022, at 4:00 p.m. The District Board meeting was held via Zoom. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Scott Sarbaugh  
Neil Almy  
Richard McCabe

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Almy and, upon vote, unanimously carried, the absences of Directors Jennifer Davis and Kathy Sidney were excused.

#### Also In Attendance Were:

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.

Michelle Morales; Resident

### 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. Ms. Ripko 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. Attorney Olson noted that all Directors' Disclosure Statements had been filed.

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**ADMINISTRATIVE  
MATTERS**

**Agenda:** The Board reviewed the proposed Agenda for the District's special meeting. Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director McCabe and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

**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.

**May 3, 2022 Regular Directors' Election:** Ms. Ripko discussed with the Board the results of the May 3, 2022 Regular Directors' Election. Ms. Ripko noted that the election was cancelled as allowed by statute, as there were not more nominations than seats available. Directors Sarbaugh, McCabe and Almy were elected by acclamation to 3-year terms to May 6, 2025.

**Resignation of Secretary:** The Board considered the resignation of Matt Cohrs as Secretary to the Board of Directors and discussed the transition of Peggy Ripko as District Manager.

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Almy and, upon vote, unanimously carried, the Board accepted the resignation of Matt Cohrs as Secretary to the Board and appointed Peggy Ripko as Secretary to the Board.

**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 Almy and, upon vote, unanimously carried, the following slate of officers was appointed:

President	Scott Sarbaugh
Treasurer	Neil Almy
Secretary	Peggy Ripko
Assistant Secretary	Richard McCabe
Assistant Secretary	Jennifer Davis
Assistant Secretary	Kathy Sidney

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### **PUBLIC COMMENT**

**Public Comment:** There was no public comment.

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### **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, together 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 Almy, seconded by Director Sarbaugh and, upon vote, unanimously carried, the Board approved the amendment to the 2021 Budget and adopted a Resolution Further Amending the 2021 Budget.

**2023 Budget:** The Board discussed the 2023 Budget. The Board determine to schedule the 2023 Budget Hearing on November 16, 2022 at 4:30 p.m.

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### **LEGAL MATTERS**

**Dissolution of PrairieStar Metropolitan District No. 1:** The Board discussed the dissolution of PrairieStar Metropolitan District No. 1. The Board discussed taking the District into inactive status until the Town of Berthoud has resolved issues that need to occur prior to dissolution. This will be considered at the November 16, 2022 meeting.

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### **OTHER MATTERS**


There were no other items to discuss at this time.

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### **ADJOURNMENT**

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

Respectfully submitted,

By  \_\_\_\_\_  
Secretary for the Meeting