

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE PRAIRIESTAR METROPOLITAN DISTRICT NO. 1 HELD MARCH 17, 2021

A Special Meeting of the Board of Directors (referred to hereafter as "Board") of the PrairieStar Metropolitan District No. 1 (referred to hereafter as the "District") was convened on Wednesday, the 17th day of March, at 5:00 P.M. Due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the District Board meeting was held by video/telephone conference with all participants attending via video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Scott Sarbaugh
Neil Almy
Richard McCabe

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

Also In Attendance Were:

Matt Cohrs and Peggy Ripko; Special District Management Services, Inc.

MaryAnn McGeady, Esq. and Kate Olson, Esq.; McGeady Becher P.C.

Diane Wheeler; Simmons & Wheeler, P.C.

Kristyn Degi; PrairieStar Metropolitan District No. 2 Community Liaison

Amy Vignocchi, Shelbie Gehle, Ashley O'Brien, Patty Baker, Anton Camarota;
District No. 2 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

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made by the Board members in accordance with the statute. Attorney Olson noted that all Directors' Disclosure Statements had been filed.

ADMINISTRATIVE MATTERS

Agenda: Mr. Cohrs distributed for the Board's review and approval a 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.

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 that, due to concerns regarding the spread of the coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, the meeting would be held by video/telephonic means and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

Designation of 24-hour Posting Location: Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director McCabe and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted at least 24-hours prior to each meeting on the District's website and at the following physical location within the boundaries of the District, if posting on the website cannot occur: on a post within the boundaries of the District.

Resignation and Appointment of Secretary to the Board: The Board considered the resignation of Judy Leyshon and the appointment of Matt Cohrs as Secretary to the Board.

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

Minutes: The Board reviewed Minutes of the November 19, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Almy, seconded by Director McCabe and, upon vote, unanimously carried, the Board approved the Minutes of the November 19, 2020 Special Meeting.

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Special Meeting: The Board discussed scheduling a special meeting in November.

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Almy and, upon vote, unanimously carried, the Board determined to schedule a special meeting on November 18, 2021 at 5:00 p.m.

PUBLIC COMMENT

Note to reader: Pursuant to the Joint Resolution between District No. 1 and No. 2 regarding adoption of Policies and Procedures Governing the Enforcement of the Protective Covenants of PrairieStar - District No. 1 is the Operating District and District No. 2 is the Taxing District. It is the intent that District No. 2 provide covenant enforcement services and that District No. 1 provide all improvements and perform all services on behalf of the Districts.

Public Comment: None.

FINANCIAL MATTERS

Payment of Claims: The Board reviewed and considered ratifying the payment of claims as follows:

Fund	Period Ending Nov. 6, 2020	Period Ending Dec. 2, 2020 Spec Check	Period Ending Dec. 9, 2020	Period Ending Jan. 13, 2021
General	\$ 16,056.57	\$ 1,277.14	\$ 11,104.94	\$ 15,192.53
Debt	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Capital	\$ -0-	\$ -0-	\$ -0-	\$ -0-
Total	\$ 16,056.57	\$ 1,277.14	\$ 11,104.94	\$ 15,192.53

Fund	Period Ending Feb. 17, 2021
General	\$ 9,897.43
Debt	\$ -0-
Capital	\$ -0-
Total	\$ 9,897.43

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

The Board then considered approval of the payment of claims through the period ending March 17, 2021, in the amount of \$15,413.99.

Following review and discussion, upon motion duly made by Director Sarbaugh, seconded by Director Almy and, upon vote, unanimously carried, the Board approved

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the payment of claims through the period ending March 17, 2021, in the amount of \$15,413.99.

Unaudited Financials: Ms. Wheeler presented to the Board the unaudited financial statements through the period ending December 31, 2020.

Following review and discussion, upon motion duly made by Director Sarbaugh, seconded by Director Almy and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through the period ending December 31, 2020, subject to Director Sarbaugh's revisions.

7th Certification of District Eligible Public Improvement Costs: The Board reviewed the 7th Certification of Costs performed by Ranger Engineering of District eligible costs for public improvements totaling \$1,866,625.11.

Following discussion, upon motion duly made by Director Sarbaugh, seconded by Director Almy and, upon vote, unanimously carried, the Board accepted the 7th Certification of Costs of District eligible costs for public improvements totaling \$1,866,625.11.

LEGAL MATTERS

Dissolution of PrairieStar Metropolitan District No. 1: Director Sarbaugh discussed how the District presently performs all operations, maintenance, administration and project management services and the plan is to dissolve the District and have PrairieStar Metropolitan District No. 2 take on these responsibilities. No action was taken.

OTHER MATTERS

There were no other matters presented.

ADJOURNMENT

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

Respectfully submitted,

By 

Secretary for the Meeting