

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
PROSPER COORDINATING METROPOLITAN DISTRICT
(THE "DISTRICT")
HELD
AUGUST 22, 2022

A regular meeting of the Board of Directors of the Prosper Coordinating Metropolitan District, (referred to hereafter as the "Board") was convened on Monday, August 22, 2022 at 2:00 p.m. This District Board meeting was held via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Maribeth D'Amico, President
Kari Wright, Treasurer
William Smith, Assistant Secretary
Don Sullivan, Assistant Secretary

Also In Attendance Were:

Denise Denslow and Jason Carroll; CliftonLarsonAllen LLP
MaryAnn McGeady, Esq. and Craig Sorensen; McGeady Becher P.C.
Ali Renes, Esq.; VREI, Inc.
Kim Fiore; Independent District Engineering Services, LLC ("IDES")

ADMINISTRATIVE MATTERS

Call to Order: The meeting was called to order at 2:12 p.m.

Disclosure of Potential Conflicts of Interest: The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State and to the Board. The members of the Board were requested 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 prior to this meeting in accordance with statute. No new conflict disclosures were provided by the Directors. It was noted by Mr. Sorensen that disclosures of potential conflicts of interest were previously filed with the Secretary of State for all directors.

Quorum, Location/Manner of Meeting, Agenda: Ms. Denslow confirmed the presence of a quorum. 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.

Following discussion, and upon motion duly made by Director Sullivan, seconded by Director Smith and, upon vote unanimously carried, the Board

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determined that the meeting would be held by video/telephonic means without any individuals (neither District Representatives nor the General Public) attending in person. Ms. Denslow reported that notice was duly posted and that no objections to the video/telephonic manner of the meeting or any requests that the video/telephonic manner of the meeting be changed have been received by taxpaying electors within the District's boundaries.

Following discussion, upon a motion duly made by Director Sullivan, seconded by Director Smith and, upon vote, unanimously carried, the Board approved the agenda, as presented.

Results of cancelled May 3, 2022 Regular Directors' Election: Mr. Sorensen informed the Board that the regular elections for the 8 active districts and the 6 inactive districts were cancelled, as permitted by statute, as there were not more candidates than seats available. For the 8 active districts, Directors Smith, Sullivan & Wright were each deemed elected to 3-year terms ending in May 2025. For the 6 inactive districts, Directors D'Amico and Fore were each deemed elected to 3-year terms ending in May 2025. Director Fore's seats on all of the districts became vacant upon his passing.

Board Vacancy due to the passing of Larry Fore: It was noted that there is now a vacancy on each of the 14 Prosper District boards due to the passing of Director Larry Fore. Director D'Amico indicated there are no plans to fill the vacancies at this time.

Appointment of Officers: Following discussion, upon a motion duly made by Director Sullivan, seconded by Director Smith and, upon vote, unanimously carried, the Board appointed Director Wright as Secretary/Treasurer.

Public Comment: There were no public comments.

CONSENT AGENDA

Approval of Minutes of February 28, 2022 Regular Meeting and May 23, 2022 Special Meeting

Upon a motion duly made by Director Sullivan, seconded by Director Smith and upon vote unanimously carried, the Board approved, or ratified approval of (as appropriate), the Consent Agenda item/action listed above.

LEGAL MATTERS

Statutory requirement for establishment of a District website by January 1, 2023: Mr. Sorensen informed the Board of the statutory requirement for all special districts to have operational websites by January 1, 2023, and to post certain required documents and information thereon. Ms. Denslow and Mr. Sorensen discussed potential options with the Board.

Following discussion, upon a motion duly made by Director Wright, seconded by Director Smith and, upon vote, unanimously carried, the Board established a committee consisting of Director D'Amico to review proposals for the

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establishment of a website, select a provider, and execute any necessary documents in connection therewith.

FINANCIAL MATTERS

Claims: Mr. Carroll reviewed the claims list with the Board. Following review and discussion, upon a motion duly made by Director Sullivan, seconded by Director Wright and, upon vote, unanimously carried, the Board ratified the approval of paid claims (processed through bill.com) in the amount of \$110,206.79.

June 30, 2022 Financial Statements and August 15, 2022 Schedule of Cash

Position: Mr. Carroll reviewed with the Board the June 30, 2022 Unaudited Financial Statements and August 15, 2022 Schedule of Cash Position. Following discussion, upon a motion duly made by Director Sullivan, seconded by Director Wright and, upon vote, unanimously carried, the Board accepted the June 30, 2022 Unaudited Financial Statements and the August 15, 2022 Schedule of Cash Position.

2021 Audit: Mr. Carroll reviewed the 2021 Audit with the Board. Following review, upon a motion duly made by Director Sullivan, seconded by Director Wright and, upon a vote, unanimously carried, the Board approved the 2021 Audit, subject to receiving a clean and unmodified opinion from the auditor.

CONSTRUCTION MATTERS

Presentation of Construction Status Report by Independent District

Engineering Services, LLC: Ms. Fiore informed the Board that no Construction Status Report was available, and that IDES is awaiting information from VREI, Inc. in order to complete the cost certification. Director D'Amico informed the Board that VREI, Inc. is still compiling the required information and documents.

Approval of contracts, change orders, work orders, and LAP's, if any:

There were no contracts, change orders, work orders or LAP's presented.

Status of Prosper Water Treatment Plant and Wastewater Treatment Plant

Project (the "Project"): Director D'Amico informed the Board that the value engineering has been completed for the Wastewater Treatment Plant, and that construction will be moving forward soon.

1. **Acknowledge execution of Agreement between Owner and Contractor for Construction Contract (Cost-Plus-Fee) between Prosper Coordinating Metropolitan District and J.R. Filanc Construction Company, Inc.:** Upon a motion duly made by Director Wright, seconded by Director Sullivan and, upon vote, unanimously carried, the Board acknowledged execution of the Agreement between Owner and Contractor for Construction Contract (Cost-Plus-Fee) between Prosper Coordinating Metropolitan District and J.R. Filanc Construction Company, Inc.

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MANAGER
MATTERS

There were no Manager Matters.

OTHER
BUSINESS

There was no other business

ADJOURNMENT

Upon a motion duly made, seconded, and, upon vote, unanimously carried, the meeting was adjourned at 2:38 p.m.

Respectfully submitted,

DocuSigned by:
kari wright
A1EFB0DFDCC0497...

Secretary for the Meeting

Certificate Of Completion

Envelope Id: EE1B5200FD764636A672254D9171D2A1	Status: Completed
Subject: Complete with DocuSign: 2a1. Prosper Coordinating MD Minutes, 8-22-22 (as revised by MBPC).pdf	
Client Name: Prosper Coordinating MD	
Client Number: A322194-OS03-2022	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Sandy Brandenburger
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Sandy.Brandenburger@claconnect.com
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Accepted: 11/25/2022 6:24:03 PM
ID: 24de183a-59da-428d-852e-7f5243ba3cde

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	11/25/2022 5:18:45 PM
Certified Delivered	Security Checked	11/25/2022 6:24:03 PM
Signing Complete	Security Checked	11/25/2022 6:29:18 PM
Completed	Security Checked	11/25/2022 6:29:18 PM
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