RECORDINGS OF PROCEEDINGS

MINUTES OF A JOINT REGULAR MEETING OF THE BOARDS OF DIRECTORS OF THE MIRABELLE METROPOLITAN DISTRICT NOS. 1 AND 2 (THE "DISTRICTS") HELD February 12, 2025

A joint regular meeting of the Boards of Directors of the Mirabelle Metropolitan District Nos. 1 and 2 (referred to hereafter as the "Boards") was convened on Wednesday, February 12, 2025, at 8:30 a.m. This Districts' Board meeting was held via Zoom Teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

District No. 1:
Michele Miller, President
Eric Weinstein, Vice President
Jessica McDonagh, Assistant Secretary
Jennifer Hepp, Treasurer
Thomas Schriefer, Secretary

District No. 2:
Michele Miller, President
Wyatt Chadwick, Vice President
Jennifer Hepp, Treasurer
Kristen Beshany, Assistant Secretary
Mac Orlady, Assistant Secretary

Also, In Attendance Were:
Erin Stutz; White Bear Ankele Tanaka & Waldron, P.C. ("WBA")
Andrew Wheeler; D.A. Davidson & CO.
Rachel Hillis, Judy Smeltzer, Andrea Weaver, Ben McDowell, Lane Melott, and Hannah Wasson; Advance HOA Management
Aaron Clutter; JR Engineering

ADMINISTRATIVE MATTERS

Call to Order: Director Miller called the meeting to order at 8:32 a.m.

Quorum/ Disclosures of Potential Conflicts of Interest: Quorums were confirmed for both Boards. The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be reflected in these minutes. The Boards were advised that pursuant to Colorado law, certain disclosures by the Boards' members may be required prior to taking official action at the meeting. Mr. McDowell reported disclosures for those Directors with 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. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda: Following discussion, upon motions duly made by Director Schriefer and seconded by Director Hepp, the Boards unanimously approved the Agenda as presented.

Public Comment: None.

CONSENT AGENDA

Approval of Minutes from the Joint Regular Meeting held January 8, 2025 and Terminating Heatherly Creative Contract Agreement: Following discussion, upon motions duly made by Director Hepp and seconded by Director Schriefer, the Boards unanimously approved and/or ratified, as appropriate, the Consent Agenda items.

FINANCIAL MATTERS

Consider Approval of Unaudited Financial Statements for period ending December 31, 2024 (District No. 1 & 2): Ms. Weaver reviewed the Financial Statements with the Boards. Following review and discussion, upon a motion duly made by Director Hepp and seconded by Director McDonagh, the Boards unanimously accepted the Unaudited Financial Statements for the period ending December 31, 2024.

Consider Approval/Ratification of Payables through January 31, 2025: Following discussion, upon a motion duly made by Director Hepp and seconded by Director McDonagh, the Boards unanimously approved the payables as presented.

LEGAL MATTERS

Discuss May Election and Voter Education: Ms. Stutz provided an overview of the May Election process to the Boards and discussed options to educate voters. The Boards requested a Town Hall be scheduled and cost information for sending print and email communications. Legal counsel will provide the necessary language for voter communications.

Bond Refinancing Summary Presentation: Mr. Wheeler provided a post-pricing summary presentation and noted that the transaction closed on January 29th. No formal action was taken.

MANAGER MATTERS

Manager's Report: Mr. McDowell presented the Manager's Report to the Directors noting key topics.

Monthly Maintenance Report from BrightView Landscape Development – January: Deferred.

Management Agreement – Flat Rate Accounting Services: Mr. McDowell reviewed the First Amendment to the Service Agreement regarding Flat Rate

Accounting Services. Following review and discussion, upon a motion duly made by Director Weinstein, seconded by Director Hepp and upon vote, unanimously carried, the Board approved the First Amendment to the Service Agreement – Flat Rate Accounting Services.

CONSTRUCTION MATTERS

Consider Approval of Landscape Maintenance Contract with BrightView Landscape: Mr. McDowell reviewed the Landscape Maintenance Contract with the Boards. Following review and discussion, upon a motion duly made by Director Weinstein and seconded by Director Schriefer, the Boards unanimously approved the Landscape Maintenance Contract with BrightView Landscape.

Consider Approval of Change Order # 2 with BrightView Landscape: Mr. McDowell reviewed the Change Order with the Boards. Following review and discussion, upon a motion duly made by Director Hepp and seconded by Director Schriefer, the Boards unanimously approved the Change Order # 2 with BrightView Landscape.

OTHER MATTERS

Discuss Holiday Park Playground Equipment: Mr. McDowell noted a complaint from a resident regarding the musical equipment at Holiday Park. The Board previously noted that Shea Homes is the proper contact regarding equipment in the park. Following discussion, no action was taken.

EXECUTIVE SESSION

Executive session of the Board of Directors for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategies for negotiations, and instructing negotiators as it relates to insurance coverage and DINS payment pursuant to Section 24-6-402(4)(e), Colorado Revised Statutes: Upon a motion duly made and seconded, and upon an affirmative vote of at least two-thirds of the quorum present, the Boards convened in executive session at 9:26 a.m. for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategies for negotiations, and instructing negotiators as it relates to insurance coverage and DINS payment pursuant to Section 24-6-402(4)(e), Colorado Revised Statutes.

Pursuant to § 24-6-402(4), C.R.S., the Boards did not adopt any proposed policy, position, resolution, rule, regulation or take formal action during executive session.

The Boards reconvened in regular session.

Following discussion, upon motions duly made by Director Miller and seconded by Director Weinstein, the Boards unanimously approved filing an insurance claim and authorized the Districts' legal counsel to negotiate with DINS and Advance HOA Management.

ADJOURNMENT

With no further business, upon a motion, seconded and unanimously carried, the Boards adjourned the meeting at 09:41 a.m.

RECORDINGS OF PROCEEDINGS

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

Tom Schriefer (Mar 28, 2025 16:43 MDT)

Mirabelle MD 1 - Secretary for the Meeting

Kristen Beshany

Kristen Beshany (Mar 31, 2025 14:07 MDT)

Mirabelle MD 2 - Secretary for the Meeting

MBMD 2025-02-12 Joint Regular Minutes - Approved

Final Audit Report 2025-03-31

Created:	2025-03-28
By:	Ben McDowell (ben.mcdowell@advancehoa.com)
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