

## RECORD OF PROCEEDINGS

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**MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE PRAIRIE CENTER  
METROPOLITAN DISTRICT NO. 3 (the “District”)  
HELD  
DECEMBER 7, 2022**

A regular meeting of the Board of Directors of the Prairie Center Metropolitan District No. 3 (referred to hereafter as “Board”) was convened on Wednesday, the 7<sup>th</sup> day of December, 2022 at 4:00 P.M. This District Board meeting was held and properly noticed to be held via Zoom video/telephone conference. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Michael Tamblyn

#### Also In Attendance Were:

Ann E. Finn; Special District Management Services, Inc.

Kathy Kanda, Esq.; McGeady Becher P.C.

Thuy Dam; CliftonLarsonAllen LLP

### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures 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 and to the Secretary of State. Attorney Kanda requested members of the Board 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 the statute. It was further noted by Attorney Kanda that all Directors’ Disclosure Statements have been filed and no additional conflicts were disclosed.

### ADMINISTRATIVE MATTERS

Quorum / Meeting Location / Posting of Meeting Notices: Attorney Kanda noted that a quorum was present. 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 the meeting would be held via Zoom video/telephone conference without any individuals (neither District Representatives nor the General Public) attending in person. Ms. Finn 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

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changed have been received from any taxpaying electors within the District boundaries.

**Agenda:** Ms. Finn distributed for the Board's review and approval a proposed Agenda for the District's regular meeting.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Resignation of Mark Waggoner:** The Board discussed the resignation of Mark Waggoner from the Board of Directors.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board acknowledged the resignation of Mark Waggoner from the Board of Directors, effective August 4, 2022.

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

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the following slate of officers were appointed:

President/Treasurer	Michael Tamblyn
Secretary	Ann E. Finn

**Consent Agenda:** The Board considered the following actions:

- Approve Minutes of the August 3, 2022 Regular Meeting.
- Ratify approval of payment of claims for the period beginning August 1, 2022 through November 31, 2022 totaling \$261,366.42.
- Ratify approval of Drainage and Access Easement Agreement (Lutz Parcel) between the District and Prairie Center Development, L.L.C.
- Ratify Work Order No. 2 to Master Agreement for Engineering Services between the District and Redland Consulting Group, Inc. for Village V Park – Phase 2 Administrative Plat.
- Ratify Work Order No. 3 to Master Agreement for Engineering Services between the District and Redland Consulting Group, Inc. for Construction Management for Village V Park – Phase 2.
- Ratify Work Order No. 4 to Master Agreement for Engineering Services between the District and Redland Consulting Group, Inc. for Village V Park – Phase 2 Design.

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- Ratify Work Order No. 5 to Master Agreement for Engineering Services between the District and Redland Consulting Group, Inc. for Prairie Center Retail 2.
- Ratify Change Order No. 1 to Service Agreement for Final Engineering and Construction Plans between the District and JR Engineering, L.L.C., for Interim Reservoir Storm Drainage Reconfiguration.
- Ratify Service Agreement for Water Engineering between the District and Ecological Resource Consultants, Inc.
- Authorize District Manager to post transparency notice on the District Website and SDA Website pursuant to Section 32-1-809, C.R.S.

Following review, upon motion duly made by Director Tamblyn, and, upon vote, unanimously carried, the Board approved and/or ratified approval of, as appropriate, the above actions.

**Resolution No. 2022-12-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices:**

The Board reviewed Resolution No. 2022-12-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

The Board determined to meet on April 5, August 2, and December 6, 2023 at 4:00 p.m., via Zoom video/telephone conference.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-01; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

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**PUBLIC COMMENT** There was no public comment.

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**FINANCIAL MATTERS**

**2022 Audit:** The Board reviewed the proposal from Wipfli LLP to perform the 2022 Audit.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved the engagement of Wipfli LLP to perform the 2022 Audit, for the amount of \$5,600.

**2022 Budget Amendment Hearing:** The President opened the public hearing to consider amendment of the 2022 Budget and discuss related issues.

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It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-02 to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

**2023 Budget Hearing:** The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to this public hearing.

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

Ms. Dam reviewed with the Board the estimated 2022 expenditures and the proposed 2023 expenditures. It was noted that the District will not impose a mill levy.

Following discussion, the Board considered the adoption of Resolution No. 2022-12-03 to Adopt the 2023 Budget and Appropriate Sums of Money. Upon motion duly made by Director Tamblyn, and, upon vote, unanimously carried, Resolution No. 2022-12-03 was adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies (zero mill levy) was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. The District Accountant was directed to transmit the Certification of Mill Levies (zero mill levy) to the Board of County Commissioners of Adams County not later than December 15, 2022. The District Accountant was also directed to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. A copy of the adopted Resolution is attached to these Minutes and incorporated herein by this reference.

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**DLG-70 Certification of Tax Levies Form (“Certification”)**: Following discussion, upon motion duly made, and seconded by Director Tamblyn and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the Certification, authorized Director Tamblyn to sign the Certification, and directed the District Accountant to file the Certification with the Board of County Commissioners and other interested parties.

**CliftonLarsonAllen LLP 2023 Statements of Work**: The Board reviewed the CliftonLarsonAllen LLP 2023 Statements of Work for District accounting and Public Improvement Fee accounting services.

Following discussion, upon motion duly made by Director Tamblyn and upon vote, unanimously carried, the Board acknowledged and consented to the terms of the CliftonLarsonAllen LLP 2023 Statements of Work for District accounting and Public Improvement Fee accounting services.

**2024 Budget Preparation**: The Board discussed the preparation of the 2024 Budget.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget. The Board determined to hold the public hearing to consider adoption of the 2024 Budget on Wednesday, December 6, 2023, at 4:00 p.m., via Zoom video/telephone conference.

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### **LEGAL MATTERS**

**Potential formation of new Prairie Center Districts**: The Board entered into discussion regarding the potential formation of new Prairie Center Districts. No action was taken by the Board.

**May 2, 2023 Regular Directors’ Election (“Election”)**: The Board discussed the Election.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-12-04; Resolution Calling a Regular Election for Directors on May 2, 2023, appointing Ann Finn as Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

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**Operations Financing Intergovernmental Agreement between Prairie Center Metropolitan District No. 1 and Prairie Center Metropolitan District No. 3:**

The Board reviewed the Operations Financing Intergovernmental Agreement between Prairie Center Metropolitan District No. 1 and Prairie Center Metropolitan District No. 3.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved the Operations Financing Intergovernmental Agreement between Prairie Center Metropolitan District No. 1 and Prairie Center Metropolitan District No. 3.

**CAPITAL  
IMPROVEMENTS**

**Public Road Extension Projects for Prairie Center Retail Two and Prairie Center Retail Three:**

The Board discussed the status of the Public Road Extension Projects for Prairie Center Retail Two and Prairie Center Retail Three (“Projects”). Director Tamblyn reported the design work is underway for Retail Two, and that Retail Three needs to be replatted.

**Prairie Center Village V Park – Phase 2 Project:** The Board discussed the status of the Prairie Center Village V Park – Phase 2 Project. Director Tamblyn noted the design work has been completed.

**Interim Lutz Stormwater Detention Ponds Improvements Project:** The Board reviewed the recommendation of the Construction Committee to award the contract for the Interim Lutz Stormwater Detention Ponds Improvements Project (a/k/a Prairie Center Regional Detention Ponds and Regional Outfall Project) to Hudick Excavating, Inc. (dba HEI Civil).

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board accepted the recommendation of the Construction Committee to award the contract for the Interim Lutz Stormwater Detention Ponds Improvements Project (a/k/a Prairie Center Regional Detention Ponds and Regional Outfall Project) to Hudick Excavating, Inc. (dba HEI Civil), for the amount of \$632,552.00. The Board ratified approval of award of contract, issuance of Notice of Award and Notice to Proceed, and execution of Construction Agreement.

**Proposal from CTL/Thompson, Inc. for Subgrade Investigation and Pavement Design:** The Board reviewed the proposal from CTL/Thompson, Inc. for Subgrade Investigation and Pavement Design – Retail 2 Project.

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Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved the proposal from CTL/Thompson, Inc. for Subgrade Investigation and Pavement Design – Retail 2 Project, for the amount of \$3,000.00, and authorized Director Tamblyn to finalize and execute the Service Agreement, after receiving comments on same from District Counsel.

**Allocation of costs for Retail 2 District Roads Project:** The Board discussed the allocation of costs for the Retail 2 District Roads Project as between public and private. Director Tamblyn noted Redland Consulting Group Inc. (“Redland”) will prepare an estimated allocation of costs report for Independent District Engineering Services (“IDES”) to review and verify costs and prepare a certified cost allocation report.

Following discussion, upon motion duly made by Director Tamblyn, seconded by Director Tamblyn and, upon vote, unanimously carried, the Board authorized the Construction Committee to engage IDES to prepare a certified cost allocation report.

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### **OPERATIONS**

**Service Agreement for 2023 Snow Removal Services:** The Board discussed the Service Agreement for Snow Removal Services between the District and Snow Pros, Inc., d/b/a Site Source CAM.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved the Service Agreement for Snow Removal Services between the District and Snow Pros, Inc., d/b/a Site Source CAM, pending final review by Director Tamblyn.

**Service Agreement for Site Lighting Services:** The Board discussed the Service Agreement for Site Lighting Services between the District and Colorado Lighting, Inc.

Following discussion, upon motion duly made by Director Tamblyn, and, upon vote, unanimously carried, the Board approved the Service Agreement for Site Lighting Services between the District and Colorado Lighting, Inc., pending final review by Director Tamblyn.

**Service Agreement for Landscape Maintenance Services:** The Board discussed the Service Agreement for Landscape Maintenance Services between the District and Vargas Property Services, Inc.

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Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved the Service Agreement for Landscape Maintenance Services between the District and Vargas Property Services, Inc., pending final review by Director Tamblyn.

**Change Order No. 1 to Service Agreement for Property Maintenance for Park on Peregrine:** The Board discussed Change Order No. 1 to the Service Agreement for Property Maintenance for Park on Peregrine between the District and Vargas Property Services, Inc.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved Change Order No. 1 to the Service Agreement for Property Maintenance for Park on Peregrine between the District and Vargas Property Services, Inc.

**Service Agreement for Water Feature Maintenance Services:** The Board discussed the Service Agreement for Water Feature Maintenance Services between the District and Pinnacle Landscape & Xeriscape Incorporated.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved the Service Agreement for Water Feature Maintenance Services between the District and Pinnacle Landscape & Xeriscape Incorporated, pending final review by Director Tamblyn.

**Detention Pond Maintenance Services:** The Board entered into a discussion regarding detention pond maintenance services.

Following discussion, upon motion duly made by Director Tamblyn and, upon vote, unanimously carried, the Board approved the engagement of Snow Pros, Inc., d/b/a Site Source CAM to provide detention pond maintenance services, and authorized preparation of a Service Agreement.

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### **OTHER BUSINESS**

There was no other business.

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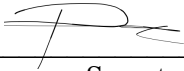
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### ADJOURNMENT

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

Respectfully submitted,

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