

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF
THE MULBERRY
METROPOLITAN DISTRICT NOS. 1-6
HELD
June 20, 2023

The Coordinated Special Meeting of the Board of Directors (collectively, “Boards”) of Mulberry Metropolitan District Nos. 1-6 (collectively, “Districts”) was held via videoconference, on Tuesday, June 20, 2023, at 2:00 p.m.

ATTENDANCE

Directors in Attendance:

Patrick McMeekin, President
Jason Stansberry, Assistant Secretary
Mike Welty, Assistant Secretary

Directors Absent were:

Kara Hoover, Assistant Secretary (Excused)
Landon Hoover, Treasurer & Secretary (Excused)

Also in Attendance:

Robert G. Rogers and Eve Velasco; White Bear Ankele Tanaka & Waldron
Sarah Bromley, Jordan Wood, Brendan Campbell, Tracie Kaminski, Doug
Campbell, and Stanley Holder; Pinnacle Consulting Group, Inc.
Taralee Jackson and Jillian Wall; Hartford Homes
Andrew Gaittens; Independent District Engineering Services

ADMINISTRATIVE
ITEMS

The Special Meeting of the Boards of Directors (collectively, the “Boards”) of Mulberry Metropolitan District Nos. 1-6 (collectively, the “Districts”) was called to order by Director McMeekin at 2:18 p.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential

Conflicts of Interest: Director McMeekin noted that a quorum was present, with three out of five directors in attendance. All Board Members confirmed their qualification to serve on the Boards. Ms. Velasco advised the Boards that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. Ms. Velasco reported that disclosures for those Board Members that provided White Bear Ankele Tanaka & Waldron with notice of 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. Ms. Velasco inquired into whether the members of the Boards had any additional disclosures of potential or existing conflicts of interest regarding any matters scheduled for discussion at the meeting. No additional disclosures were noted. Additionally, the Board Members determined that the participation of the members’ present was necessary to obtain a quorum or otherwise enable the Boards to act.

RECORD OF PROCEEDINGS

AGENDA The Boards reviewed the agenda. Upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

PUBLIC COMMENT There were no Public Comments brought before the Boards.

DIRECTOR COMMENTS There were no Director Comments brought before the Boards.

CONSENT AGENDA ITEMS Director McMeekin reviewed the items on the consent agenda with the Boards and advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Stanberry and seconded by Welty, the following items on the consent agenda were unanimously approved and ratified:

- A. Minutes – May 18, 2023, Special Meeting.
 - B. Ratification of Payables.
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DISTRICT MANAGER ITEMS District Manager’s Report: Ms. Bromley presented the District Manager’s Report to the Boards and answered questions.

Implementation of O&M Fees: Mr. Campbell and Mr. McMeekin discussed the Implementation of O&M Fees with the Boards, provided an update, and answered questions.

District Residential Design Guidelines: Ms. Bromley and Ms. Jackson provided an update on the status of the District Residential Design Guidelines Ms. Bromley recommended the Boards to authorize Director McMeekin to approve the District Residential Design Guidelines to be ratified at the following meeting. Following review and discussion, upon a motion duly made by Director Stanberry, seconded by Director Welty, and upon vote unanimously carried it was

RESOLVED to authorize Director McMeekin to approve the District Residential Guidelines to be ratified at the following meeting.

Architectural Review Committee: Ms. Bromley and Ms. Jackson updated the Boards on the Architectural Review Committee. Ms. Velasco confirmed appointment to the Architectural Review Committee falls under the Declarant’s powers at this time, rather than the Districts. Ms. Bromley

RECORD OF PROCEEDINGS

reported to the Boards she will work with the Declarant to appoint future committee members.

CAPITAL
INFRASTRUCTURE
ITEMS

Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #6): Mr. Holder presented the Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #6) to the District Nos. 1 and 2 Boards and answered questions. Following review and discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED by the Boards of District Nos. 1 and 2 to approve the Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #6).

FINANCIAL ITEMS

Delegation of Authority for Approval of District Audit: Mr. Campbell provided the Board of District No. 2 with an update regarding the 2022 Audit. Following discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED by the District No. 2 Board to delegate authority to Director McMeekin to review and approve the District Audit so it can be filed by the statutory deadline and will be ratified by the Board at the following meeting.

LEGAL ITEMS

Agreement Regarding Project Fund Disbursements for Certain District Improvements: Ms. Velasco presented to the Boards of District Nos. 1 and 2 the Agreement Regarding Project Fund Disbursements for Certain District Improvements and answered questions. Following review and discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED by the Boards of District Nos. 1 and 2 to approve the Agreement Regarding Project Fund Disbursements for Certain District Improvements.

Addendum to Agreement with Independent District Engineering Services (IDES): Ms. Velasco presented the Addendum to the Agreement with IDES and answered questions. Following review and discussion, upon motion duly made by Director Stansberry, seconded by Director Welty and, upon vote, unanimously carried, it was

RESOLVED by the Board of District No. 1 to approve the Addendum to the Agreement with IDES.

RECORD OF PROCEEDINGS

DIRECTOR ITEMS There were no Director Items brought before the Boards.

OTHER ITEMS There were no Other Items brought before the Boards.

ADJOURNMENT Upon motion duly made by Director Stansberry, seconded by Director Welty,
the meeting was adjourned at 2:27 p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the
above referenced meeting and were approved by the Boards of Directors of
Mulberry Metropolitan District Nos. 1-6.

Respectfully submitted,

Kevin Mitts

Kevin Mitts, Recording Secretary