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 June 11, 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, June 11, 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
Jessica McDonagh, Assistant Secretary
Jennifer Hepp, Treasurer

Director Schriefer was absent and excused.

District No. 2:
Michele Miller, President
Wyatt Chadwick, Vice President
Rick Owens, Treasurer
Tom Burbey, Secretary
Mac Orlady, Assistant Secretary

Also, In Attendance Were:
Trish Harris; White Bear Ankele Tanaka & Waldron, P.C. ("WBA")
Judy Smeltzer, Andrea Weaver, Ben McDowell, Lane Melott, and Hannah Wasson; Advance HOA Management
Aaron Clutter; JR Engineering
Sam Newman: BrightView Landscape
Ryan McDermed; Shea Homes
Kelly McQueeney; Orten Cavanagh Holmes & Hunt, LLC ("OCHH")

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.

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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 and seconded, the Boards unanimously approved the Agenda with the following amendments: The May Elections Update was moved from Legal Matters to Administrative Matters, to be addressed before the Election of Officers. Added a new item, Discussion regarding ADU Legislation, was added under Legal Matters.

May Election Updates: Following discussion, upon a motion duly made by Director Miller, seconded by Director Hepp, and upon vote, unanimously carried, the Board appointed Eric Weinstein to the Mirabelle Metropolitan No. 1 Board of Directors.

Election of Officers: Following discussion, upon motion duly made by Director Miller, seconded by Director Hepp and, upon vote, unanimously carried, the following slate of officers were appointed for the Mirabelle Metropolitan District No. 1:

President: Michele Miller
Vice President: Eric Weinstein
Treasurer: Jennifer Hepp
Secretary: Thomas Schriefer
Assistant Secretary: Jessica McDonagh

Following discussion, upon motion duly made by Director Owens, seconded by Director Miller and, upon vote, unanimously carried, the following slate of officers were appointed for the Mirabelle Metropolitan District No. 2:

President: Michele Miller
Vice President: Wyatt Chadwick
Treasurer: Rick Owens
Secretary: Tom Burbey
Assistant Secretary: Mac Orlady

Public Comment: Public comments included Ballot measure A and the construction of basketball courts in Fun Shade park in Filing No. 5, which is currently in planning and going through the approval process with Douglas County.

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CONSENT AGENDA

Approval of Minutes from the Joint Regular Meeting held April 9, 2025: Following discussion, upon motions duly made and seconded, the Boards unanimously approved and/or ratified, as appropriate, the Consent Agenda items.

FINANCIAL MATTERS

Consider Approval of Unaudited Financial Statements for period ending March 31, 2025, and April 30, 2025 (District No. 1 & 2): Ms. Weaver reviewed the Financial Statements with the Boards. Following review and discussion, upon motions duly made and seconded, the Boards unanimously accepted the Unaudited Financial Statements for the period ending March 31, 2025, and April 30, 2025.

Consider Approval/Ratification of Payables through April 30, 2025: Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved the payables as presented.

LEGAL MATTERS

Consider Approval of Revised Parking Rules (Sprinter Vans) (District No. 1): Ms. Harris provided an overview of the revised parking rules. Following review and discussion, upon a motion duly made by Director Miller, and seconded by Director McDonagh, the Board unanimously approved the Second Amended and Restated Resolution Adopting Parking Rules and Regulations.

Consider Approval of Resolution Establishing a Tribunal and Appointment Members for Covenant Enforcement Hearings (District No. 1): Ms. Harris provided an overview of the resolution. Following review and discussion, upon a motion duly made by Director Miller, and seconded by Director McDonagh, the Board unanimously approved the Resolution Establishing a Tribunal and Appointment Members for Covenant Enforcement Hearings.

Consider Approval of Amended and Restated Resolution Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Documents (District No. 1): Ms. Harris provided an overview of the resolution. Following review and discussion, upon a motion duly made by Director Miller, and seconded by Director McDonagh, the Board unanimously approved the Amended and Restated Resolution Regarding Policies, Procedures and Penalties for the Enforcement of the Governing Documents.

Discussion regarding ADU Legislation: Ms. Harris provided an overview of recent legislation related to accessory dwelling units and its applicability to the Districts. The ADU language will be added to the amended Design Guidelines.

Discuss Open Violations to Escalate: Following review and discussion, upon a motion duly made by Director Miller, and seconded by Director McDonagh, the Board unanimously approved escalating the violations for accounts 2478207 and 2478252 to covenant enforcement counsel.

Consider Approval of Letter Regarding Ownership of Fun Shade Park (District No. 1): Mr. McDermed and Ms. Harris provided an overview of the letter noting that the District will own and maintain Fun Shade Park once it is constructed. Following review and discussion upon a motion duly made by Director Miller and seconded by Director McDonagh, the Board unanimously approved the Letter Regarding Ownership of Fun Shade Park.

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 – May: Mr. Newman presented the report to the Directors noting key topics.

Consider Approval of Restrictive Covenant Agreement: The Boards requested that additional language be added to the agreement. Management will coordinate a meeting with covenant enforcement counsel to review and revise the agreement. Upon a motion duly made and seconded, the Board unanimously voted to table the approval of the Restrictive Covenant Agreement

Consider Approval of WLPP for Enforcement Counsel (District No. 1) The Board reviewed the fee agreement. Upon a motion duly made and seconded, the Board unanimously voted to table the approval of WLPP for Enforcement Counsel.

Discussion Regarding Fence Maintenance Project Phase 2: Mr. McDowell provided an overview of the proposals. Upon a motion duly made and seconded, the Board unanimously voted to table the approval of the Fence Maintenance Project Phase 2.

CONSTRUCTION MATTERS

Consider Proposals for Solstice Park Bench Staining (District No. 1): Mr. McDowell provided an overview of the proposals. Following review and discussion, upon a motion duly made by Director McDonagh, and seconded by Director Chadwick, the Board unanimously approved the proposal from Pure Choice Construction.

Award of the 2025 Stormwater Maintenance Agreement to Clear Water Property & Resource Management in the amount of $65,859.75 (District No. 1): Mr. Clutter reviewed the agreement with the Board. Following review and discussion upon a motion duly made by Director Miller and seconded by Director Chadwick, the Board unanimously approved the Award of the 2025 Stormwater Maintenance Agreement to Clear Water Property & Resource Management in the amount of $65,859.75.

Award of an independent consultant Agreement to JR Engineering to manage and inspect the 2025 Mirabelle Stormwater Maintenance Agreement and Facilities (District No. 1): Following review and discussion upon a motion duly made by Director Miller and seconded by Director McDonagh, the Board unanimously approved the Award of an independent consultant Agreement to JR Engineering to manage and inspect the 2025 Mirabelle Stormwater Maintenance Agreement and Facilities.

Consider Proposal from JR Engineering for Civil Engineering Services for the Landing and Shade Park (District No. 1): Following review and discussion upon a motion duly made by Director Miller and seconded by Director McDonagh, the Board unanimously approved the Proposal from JR Engineering for Civil Engineering Services for the Landing and Shade Park.

OTHER MATTERS

None.

EXECUTIVE SESSION

Executive session of the Board of Directors for the purpose of receiving legal advice and 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 Sections 24-6-402(4)(b) and (e), Colorado Revised Statutes: Upon motions duly made and seconded, and upon an affirmative vote of at least two-thirds of the quorum of each Board present, the Boards convened in executive session at 10:19 a.m. for the purpose of receiving legal advice pursuant 24-6-402(4)(b), Colorado Revised Statutes, as it relates to parking regulations and related matters in relation to insurance coverage and DINS payment

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 Owens and seconded by Director Orlady, the Board unanimously approved the settlement of the issue with DINS, subject to a three-way settlement agreement between the District, DINS, and Advance HOA Management. The District is moving forward with an agreement with Advance HOA, whereby the District and Advance HOA will split the remaining balance of $3,600 equally. The District No.1 Board did not maintain quorum, and will need to subsequently approve or ratify the action.

ADJOURNMENT

With no further business, upon a motion, seconded and unanimously carried, the Boards adjourned the meeting at 10:39 a.m.

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

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Respectfully submitted,

Jessica McDonagh

Mirabelle MD 1 - Secretary for the Meeting

Thomas G Burbey

Mirabelle MD 2 - Secretary for the Meeting