

## RECORD OF PROCEEDINGS

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**MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
SKY RANCH METROPOLITAN DISTRICT NO. 5  
HELD  
AUGUST 14, 2020**

A special meeting of the Board of Directors (“Board”) of the Sky Ranch Metropolitan District No. 5 (“District”) was convened on Friday, the 14<sup>th</sup> day of August, 2020, at 8:30 a.m. at Pure Cycle Corporation, 34501 E. Quincy Ave., Bldg. 34, Watkins, CO 80137. Due to the concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was also held by conference call. The meeting was open to the public.

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**ATTENDANCE**

**Directors in Attendance Were:**

Mark Harding  
Joe Knopinski  
Kevin McNeill  
Scott Lehman  
Dirk Lashnits

**Also In Attendance Were:**

Lisa Johnson, Thuy Dam and Cathee Sutton; CliftonLarsonAllen LLP  
Suzanne Meintzer, Esq.; McGeady Becher P.C.  
Barrett Marrocco; Independent District Engineering Services, LLC  
 (“IDES”)  
Rick Dinkel; Pure Cycle Corporation

**DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST**

**Disclosure 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 of Directors and to the Secretary of State. Ms. Johnson noted that a quorum was present and requested members of the Board 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 the statute. Attorney Meintzer noted that all Directors’ Disclosure Statements have been filed. No additional conflicts were disclosed.

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## RECORD OF PROCEEDINGS

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### ADMINISTRATIVE MATTERS

#### Agenda:

The Board reviewed a proposed Agenda for the District's special meeting.

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

#### Location of Meeting and Posting of Meeting Notice:

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, upon motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board determined that due to the ongoing concerns regarding the spread of the COVID-19 and the benefits to the control of the spread of the virus by limiting in-person contact, certain Board members and consultants of the District would attend this meeting via teleconference. The Board further noted that the notice of the time, date, location, and teleconference information for the meeting was duly posted and that no objections to the location or any requests that the means of hosting the meeting be changed were received from taxpaying electors within the District's boundaries.

### CONSENT AGENDA

#### Minutes of the June 12, 2020 Special Meeting:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the minutes of the June 12, 2020 Special Meeting.

#### Quit Claim Deed by the District as Grantor to the Sky Ranch Community Authority Board (the "CAB") as Grantee, regarding Tracts A through K, M through Q, and S through BB, inclusive, Sky Ranch Subdivision Filing No. 1; and Tracts A and B, Sky Ranch Subdivision Filing No. 2, per the CAB Establishment Agreement's ("CABEA") intent for the CAB to own property and public improvements controlled by the Districts that are parties to the CABEA, including the District:

This item was removed from consideration.

#### Update to McGeady Becher P.C. Document Retention Policy:

Attorney Meintzer presented to the Board the update to the McGeady Becher P.C. Document Retention Policy.

## RECORD OF PROCEEDINGS

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The Board approved the update and directed a copy of the approved updated McGeady Becher P.C. Document Retention Policy be attached to the Minutes for this meeting. Accordingly, a copy of the updated McGeady Becher P.C. Document Retention Policy is attached hereto and incorporated herein by reference.

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**FINANCIAL MATTERS**

**Other:** None  
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**LEGAL MATTERS**

**Quit Claim Deed by the District as Grantor to PCY Holdings, LLC as Grantee regarding Tract L, Sky Ranch Subdivisions Filing No. 1, related to plat changes to create 3 additional lots in Filing No. 1 (“QCD”):**

Director Harding presented an update on the process. Following discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board deferred the QCD until the related plat adjustments can be completed.

**Service Plan Amendment Process:**

Director Harding and Attorney Meintzer updated the Board on the Service Plan Amendment process and advised of the anticipated timeline for County approval.

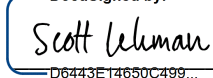
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**OTHER BUSINESS**

**Other:**  
There was no other business presented.  
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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made, seconded and, upon vote, unanimously carried, the meeting was adjourned at 9:21 a.m.

Respectfully submitted,

By:   
DocuSigned by: D6443E14650C499...  
Secretary for the Meeting