

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH METROPOLITAN DISTRICT NO. 5 (“DISTRICT”) HELD DECEMBER 17, 2020

A special meeting of the Board of Directors (“Board”) of the Sky Ranch Metropolitan District No. 5 (“District”) was convened on Thursday, the 17th day of December, 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 virtually via Microsoft Teams and by conference call. The meeting was open to the public.

Directors in Attendance Were:

Mark Harding
Kevin McNeill
Scott Lehman
Joe Knopinski
Dirk Lashnits

Also In Attendance Were:

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

ADMINISTRATIVE MATTERS

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. Attorney Meintzer 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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Quorum, Agenda, Location of Meeting and Posting of Meeting Notice:

Attorney Meintzer noted that all Directors were present, and a quorum was declared. The Board reviewed a proposed Agenda for the special meeting. Following discussion, upon a motion made by Director Lashnits, seconded by Director Knopinski and, upon vote, unanimously carried the Board approved the agenda as presented.

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 Lashnits, seconded by Director Knopinski and, upon vote, unanimously carried, the Board determined that due to the ongoing concerns regarding the spread of 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 in person at the above-referenced location. However, certain other Board members and consultants of the District would attend this meeting via video conference or teleconference. The Board further noted that the notice of the time, date, location, and video conference/teleconference information for the meeting was duly posted and that no objections to the means of hosting the meeting were received from taxpaying electors.

PUBLIC COMMENT There was no public comment.

CONSENT AGENDA The Board considered the following actions:

- Approval of Minutes of the November 13, 2020 Special Meeting
- Ratify approval of adoption of Resolution No. 2020-11-02; Providing for Directors' Exclusion from Workers' Compensation Coverage
- Ratify appointment of District Accountant to prepare Application for Exemption from Audit for 2020

Following discussion, upon motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved and/or ratified approval of the Consent Agenda items listed above.

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LEGAL MATTERS

Status of Approval of Amended and Restated Service Plan:

Director Harding and Attorney Meintzer provided an update to the Board, noting the Board of County Commissioners approved the District's Amended and Restated Service Plan on December 8, 2020.

Inclusions and Exclusions needed to Effectuate the Intent of the District's Amended and Restated Service Plan, and the Next Phase of Development:

Attorney Meintzer discussed potential inclusions and exclusions needed in 2021 to effectuate the intent of the District's Amended and Restated Service Plan and the next phase of development with the Board. No action was taken.

Status of Vacating the 12-foot Trail Easement on TRACT L, SKY RANCH SUBDIVISION FILING NO. 1, and the related creation of TRACT A AND LOTS 1 THROUGH 3, INCLUSIVE, BLOCK 1, SKY RANCH SUBDIVISION FILING NO. 3, and Authorization of any necessary actions related thereto, including the Conveyance of LOTS 1 THROUGH 3, INCLUSIVE, BLOCK 1, SKY RANCH SUBDIVISION FILING NO. 3, from the District to PCY Holdings, LLC via Quit Claim Deed:

This matter was deferred.

Conveyance of Certain Tracts described on SKY RANCH SUBDIVISION FILING NO. 1, SKY RANCH SUBDIVISION FILING NO. 2, and SKY RANCH SUBDIVISION FILING NO. 3 from the District to the Sky Ranch Community Authority Board via Quit Claim Deed and consider authorization of any necessary actions related thereto:

This matter was deferred.

OTHER BUSINESS

There was no other business presented.

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 9:57 a.m.

Respectfully submitted,

By: _____

DocuSigned by:
Scott Lehman

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Client Number: 011-045818-OS03-2021	
Source Envelope:	
Document Pages: 3	Signatures: 1
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Signer Events

Scott Lehman
 slehman@purecyclewater.com
 Secretary
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Signature

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Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	5/3/2021 10:25:51 AM
Certified Delivered	Security Checked	5/3/2021 10:26:23 AM
Signing Complete	Security Checked	5/3/2021 10:26:44 AM
Completed	Security Checked	5/3/2021 10:26:44 AM

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