



RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH COMMUNITY AUTHORITY BOARD (“CAB”) HELD MAY 12, 2023

A regular meeting of the Board of Directors (referred to hereafter as the “Board”) of the CAB convened on May 12, 2023 at 8:30 a.m. at Pure Cycle Corporation, 34501 E. Quincy Ave., Bldg. 65, Suite A, Watkins, CO 80137. This CAB Board meeting was also held virtually via Microsoft Teams and by conference call. The meeting was open to the public.

Directors in Attendance Were:

Joe Knopinski, Vice President
Kevin McNeill, Treasurer
Dirk Lashnits, Assistant Secretary

Absent and excused was Director Mark Harding.

Also in Attendance Were:

Lisa Johnson, Celeste Terrell, Shauna D’Amato, and Cathee Sutton (for a portion of the meeting); CliftonLarsonAllen LLP (“CLA”)
Suzanne Meintzer, Esq.; McGeady Becher P.C.
Stan Fowler; Independent District Engineering Services, LLC (“IDES”) (for a portion of the meeting)
Cyrena Finnegan and Scott Lehman; Pure Cycle Corporation

**ADMINISTRATIVE
MATTERS**

Ms. Johnson called the meeting to order.

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 all Directors’ Disclosure Statements were filed. Attorney Meintzer requested members of the Board to disclose any potential conflicts of interest regarding 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. No additional conflicts were disclosed at the meeting.

Quorum, Location of Meeting, Posting of Meeting Notice and Agenda: Ms. Johnson confirmed the presence of a quorum. The Board reviewed a proposed agenda for the CAB’s regular meeting.



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Following discussion, upon a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the agenda, as amended, appointed Director Knopinski as the acting President, and excused the absence of Director Harding.

The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the CAB’s Board meeting.

Upon a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board determined that certain Board members and consultants of the CAB would attend this meeting in person at the above-referenced location. However, certain other Board members and consultants of the CAB 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.

CONSENT AGENDA The Board considered the following items under the Consent Agenda:

- Approve Minutes of the April 14, 2023, Regular Meeting.

Upon a motion duly made by Director McNeill, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved the Minutes of the April 14, 2023 Regular Meeting.

PUBLIC COMMENT There were no public comments.

CITIZENS
ADVISORY
COMMITTEE
("CAC") MATTERS

CAC Presentation on Recommendations: Ms. Terrell provided an update on recent CAC meeting discussions regarding the budget and fees, etc.

FINANCIAL
MATTERS

Schedule of Cash Position as of December 31, 2022, Updated as of April 30, 2023, Accounts Receivable Summaries, Tax Schedules, and Developer Advance Schedule: Following a presentation by Ms. Sutton, upon a motion duly made by Director McNeill, seconded by Director Lashnits and, upon vote, unanimously carried, the Board accepted the Schedule of Cash Position as of December 31, 2022, updated as of April 30, 2023, the accounts receivable summaries, tax schedules and developer advance schedule. The Board directed Ms. Sutton to work with CLA Billing Services on the status of the Operations & Maintenance fee payments from Challenger Homes.



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Payables through April 30, 2023: The Board reviewed the payables through April 30, 2023. Following review, upon a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the payables through April 30, 2023, in the amount of \$1,040,429.65.

Public Hearing on 2022 Budget Amendment (Second Reading): Ms. Johnson opened the public hearing at 8:52 a.m. to consider an amendment to the 2022 Budget.

It was noted that the publication of Notice stating that the Board would consider an 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 CAB. No written objections were received prior to the public hearing.

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

Ms. Sutton presented the need to amend the 2022 Budget in the Capital Projects Fund to \$45,000,000. Following review and discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board adopted Resolution No. 2023-05-01 to amend the 2022 Budget.

CONSTRUCTION MATTERS

Project Manager's Report: Director Lashnits presented the Project Manager's Report.

Task Order No. 15 to the Master Services Agreement ("MSA") with KT Engineering, LLC for Landscape and Miscellaneous Staking in an Amount of \$2,775: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Task Order No. 15 to the MSA with KT Engineering, LLC for landscape and miscellaneous staking in an amount of \$2,775.

Task Order No. 9 to the Master Services Agreement ("MSA") with LSC Transportation Consultants, Inc. for Traffic Engineering for Filings 6 and 7 in the amount of \$17,100: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Task Order No. 9 to the MSA with LSC Transportation Consultants, Inc. traffic engineering for Filings 6 and 7 in the amount of \$17,100.

Engineers Report: Mr. Fowler presented the Engineer's Report to the Board.

PHASE 1 (FILING NOS. 1, 2 AND 3) CONSTRUCTION MATTERS:



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Drainage and Utilities: None.

Roadway Improvements: None.

Grading/Earthwork: None.

Landscape Improvements:

Phase 1: None.

Phase 2: None.

Phase 3: None.

PHASE II (FILING NO. 4) CONSTRUCTION MATTERS:

Grading/Earthwork:

Change Order No. 11 to the Grading Contract with Bemas Construction, Inc. for Costs Associated with Excavating Two Sediment Basins and Providing Diversion Ditches for the Sky Ranch Filing 5 Project in an Amount Not to Exceed \$49,876: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Change Order No. 11 to the Grading Contract with Bemas Construction, Inc. for costs associated with excavating two sediment basins and providing diversion ditches for the Sky Ranch Filing 5 Project in an amount not to exceed \$49,876.

Change Order No. 19 to the Construction Contract with Nelson Pipeline Constructors, LLC for Costs Associated with Fire Hydrants Located within a Rangeview Metropolitan District Easement in Filing 4 in an Amount Not to Exceed \$15,570: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Change Order No. 19 to the Construction Contract with Nelson Pipeline Constructors, LLC for costs associated with fire hydrants located within a Rangeview Metropolitan District easement in Filing 4 in an amount not to exceed \$15,570.

Pay Application No. 20 to the Construction Contract with Nelson Pipeline



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Constructors, LLC in the Amount of \$15,570: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Pay Application No. 20 to the Construction Contract with Nelson Pipeline Constructors, LLC in the amount of \$15,570.

Drainage and Utilities: None.

Erosion Control: None.

Roadway Improvements:

Paving/Asphalt:

Change Order No. 13 to the Paving Contract with Martin Marietta for Costs Associated with Balancing Roadways and Paving Changes in an amount Not to Exceed \$44,188.75: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Change Order No. 13 to the Paving Contract with Martin Marietta for costs associated with balancing roadways and paving changes in an amount not to exceed \$44,188.75.

Pay Application No. 14 to the Paving Contract with Martin Marietta Materials, Inc. in the Amount of \$329,833.99: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Pay Application No. 14 to the Paving Contract with Martin Marietta Materials, Inc. in the amount of \$329,833.99.

Concrete/Striping/Signage:

Change Order No. 11 to the Construction Contract with Premier Earthworks & Infrastructure, Inc. ("PEI") for Costs Associated with Backfill Adjustment on East 10th Drive in an Amount Not to Exceed \$1,116.53: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Change Order No. 11 to the Construction Contract with Premier Earthworks & Infrastructure, Inc. ("PEI") for costs associated with backfill adjustment on East 10th Drive in an amount not to exceed \$1,116.53.



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Pay Application No. 15 to the Construction Contract with PEI in the Amount of \$58,883.32: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Pay Application No. 15 to the Construction Contract with PEI in the amount of \$58,883.32.

Landscape:

Pay Application No. 6 to the Landscape Installation Contract with Consolidated Divisions, Inc. ("CDI") in the Amount of \$90,568.17: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Pay Application No. 6 to the Landscape Installation Contract with CDI in the amount of \$90,568.17.

Fencing:

Change Order No. 2 to the Fencing Installation Contract with Pure Cycle Corporation for Costs Associated with the Installation of a Monument Sign in an Amount Not to Exceed \$121,573.45: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Change Order No. 2 to the Fencing Installation Contract with Pure Cycle Corporation for costs associated with the installation of a monument sign in an amount not to exceed \$121,573.45.

PHASE II (FILING NO. 5) CONSTRUCTION MATTERS:

Grading/earthwork: None.

Drainage and Utilities: None.

Erosion Control:

Change Order No. 1 to the Erosion Control Contract with Pure Cycle for Costs Associated with Removing Sediment Basin Construction from the Contractor's Scope in an Amount Not to Exceed \$20,000: Following discussion, upon a motion duly made by Director McNeill, seconded by Director Knopinski and, upon vote, unanimously carried, the Board approved Change



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Order No. 1 to the Erosion Control Contract with Pure Cycle for costs associated with removing sediment basin construction from the contractor’s scope in an amount not to exceed \$20,000.

Roadway Improvements:

Paving/Asphalt: None.

Concrete/Striping/Signage: None.

Landscape: None.

LEGAL MATTERS

Executive Session: The Board determined that an Executive Session was not necessary.

**COMMUNITY
MANAGEMENT /
COVENANT
CONTROL /
OPERATIONS**

Community Manager’s Report: Ms. Terrell presented her report to the Board.

Proposal from CDI for Tree Replacement and Regrade Area Above Wall: The Board discussed a proposal from CDI for tree replacement and the regrade area above the retaining wall. Following review and discussion, upon a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the proposal and directed legal counsel to draft a change order to the CDI contract for final review and execution.

OTHER BUSINESS

Quorum for June 9, 2023 Board Meeting: The Board confirmed a quorum for the June 9, 2023 Board meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, following a motion duly made by Director Lashnits, seconded by Director McNeill and, upon vote, unanimously carried, the Board adjourned the meeting at 9:40 a.m.

Respectfully submitted,

By: 
 Secretary for the Meeting

Certificate Of Completion

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Subject: Complete with DocuSign: Sky Ranch CAB - MINUTES - 05-12-2023 Regular Mtg (CAB) (final).pdf	
Client Name: Sky Ranch CAB	
Client Number: A206873-OS09-2023	
Source Envelope:	
Document Pages: 7	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Cindy.Jenkins@claconnect.com
	IP Address: 67.176.12.84

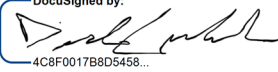
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Dirk Lashnits
 dlashnits@purecyclewater.com
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Signature

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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
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Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	6/21/2023 11:10:18 AM
Envelope Updated	Security Checked	6/22/2023 2:19:02 PM
Envelope Updated	Security Checked	6/22/2023 2:19:02 PM
Certified Delivered	Security Checked	6/22/2023 2:29:54 PM
Signing Complete	Security Checked	6/22/2023 2:30:06 PM
Completed	Security Checked	6/22/2023 2:30:06 PM
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