

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH METROPOLITAN DISTRICT NO. 3 HELD JUNE 9, 2023

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A regular meeting of the Board of Directors (referred to hereafter as the “Board”) of the Sky Ranch Metropolitan District No. 3 convened on June 9, 2023, at 8:30 a.m. at Pure Cycle Corporation, 34501 E. Quincy Ave., Bldg. 65, Suite A, Watkins, CO 80137. 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  
Dirk Lashnits  
Joe Knopinski

**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 Deb Saya; Pure Cycle Corporation  
Adam Haskin; Board Member of Sky Ranch Metropolitan District No. 1

**Members of the Public:**

Adam Galusha, Tanya Scott, Kale Reed, Ken, Elliot Lezov, and Tammy Lezov

**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. Ms. Johnson 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 District’s regular meeting.

Following discussion, upon a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the agenda.

The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the

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location of the District'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 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.

**Results of the May 2, 2023 Regular Director Election:** Ms. Johnson reported that the election was cancelled, given that there were not more candidates than available Board positions, and that Directors Harding, McNeill and Lehman were each deemed re-elected to respective 4-year terms expiring May 2027.

**Oaths of Office:** Ms. Johnson confirmed that all Oaths of Offices were filed per state statute with all applicable entities.

**Appointment of Officers:** Following discussion, upon a motion duly made by Director Knopinski, seconded by Director Lehman and, upon vote, unanimously carried, the Board determined to appoint the following slate of officers:

President	Mark Harding
Treasurer	Kevin McNeill
Secretary	Scott Lehman
Assistant Secretary	Dirk Lashnits
Assistant Secretary	Joe Knopinski

**Appointment of Board Member to the Board of Directors for the Sky Ranch Community Authority Board and adoption of Resolution of Appointment:** Following discussion, upon a motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board determined to appoint Director Lehman, as the representative for the District to the Sky Ranch Community Authority Board, and adopted the Resolution of Appointment.

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

- **Minutes from the November 11, 2022 Regular Meeting**
- **Engagement Letter with Haynie & Co. for Preparation of 2022 Audit**

Upon a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the Consent Agenda.

**PUBLIC COMMENT** There were no public comments.



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