

## 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 JUNE 9, 2023

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A special meeting of the Board of Directors (referred to hereafter as the “Board”) of the Sky Ranch Metropolitan District No. 5 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 for 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 special 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

## RECORD OF PROCEEDINGS

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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 Members 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 McNeill and, upon vote, unanimously carried, the Board determined to appoint Directors Knopinski, Lashnits, and McNeill, as the representatives 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**

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.

**FINANCIAL MATTERS** None.

## RECORD OF PROCEEDINGS

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### LEGAL MATTERS

**Public hearing on Petition for Exclusion of 1.0 acre of real property (Parcel 6) from the boundaries of Sky Ranch Metropolitan District No. 5 from PCY Holdings, LLC; Adoption of Resolution for Exclusion of Real Property:** Ms. Johnson opened the public hearing. Attorney Meintzer presented the petition for exclusion of approximately 1.0 acre of property (Parcel 6) owned by PCY Holdings, LLC from the District and the Resolution for Exclusion of Real Property. No comments were received during the public hearing and the public hearing was closed.

The Board discussed the requirements of Section 32-1-501(3), C.R.S., and found that the requirements were met. The Board also noted that the parcel to be excluded is part of Sky Ranch Metropolitan District No. 6.

Following discussion, upon a motion duly made by Director Harding, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the Petition for Exclusion of approximately 1.0 acre of property owned by PCY Holdings, LLC, and adopted the Resolution for Exclusion of Real Property.

**Public hearing on Petition for Exclusion of 1.0 acre of real property (Parcel 7) from the boundaries of Sky Ranch Metropolitan District No. 5 from PCY Holdings, LLC; Adoption of Resolution for Exclusion of Real Property:** Ms. Johnson opened the public hearing. Attorney Meintzer presented the petition for exclusion of approximately 1.0 acre of property (Parcel 7) owned by PCY Holdings, LLC from the District and the Resolution for Exclusion of Real Property. No comments were received during the public hearing and the public hearing was closed.

The Board discussed the requirements of Section 32-1-501(3), C.R.S., and found that the requirements were met. The Board also noted that the parcel to be excluded is part of Sky Ranch Metropolitan District No. 7.

Following discussion, upon a motion duly made by Director Harding, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the Petition for Exclusion of approximately 1.0 acre of property owned by PCY Holdings, LLC, and adopted the Resolution for Exclusion of Real Property.

**Public hearing on Petition for Exclusion of 1.0 acre of real property (Parcel 8) from the boundaries of Sky Ranch Metropolitan District No. 5 from PCY Holdings, LLC; Adoption of Resolution for Exclusion of Real Property:** Ms. Johnson opened the public hearing. Attorney Meintzer presented the petition for exclusion of approximately 1.0 acre of property (Parcel 8) owned by PCY Holdings, LLC from the District and the Resolution for Exclusion of Real Property. No comments were received during the public hearing and the public hearing was closed.

The Board discussed the requirements of Section 32-1-501(3), C.R.S., and found that the requirements were met. The Board also noted that the parcel to be excluded is part of Sky Ranch Metropolitan District No. 8.

## RECORD OF PROCEEDINGS

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Following discussion, upon a motion duly made by Director Harding, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the Petition for Exclusion of approximately 1.0 acre of property owned by PCY Holdings, LLC, and adopted the Resolution for Exclusion of Real Property.

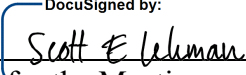
### OTHER BUSINESS

**Quorum for November 10, 2023 Meeting:** The Board confirmed a quorum for the November 10, 2023 meeting.

### ADJOURNMENT

There being no further business to come before the Board at this time, following a motion duly made by Director McNeill, seconded by Director Lehman and, upon vote, unanimously carried, the Board adjourned the meeting at 10:40 a.m.

Respectfully submitted,

By:  \_\_\_\_\_  
Secretary for the Meeting

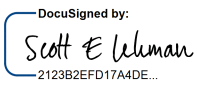
**Certificate Of Completion**

Envelope Id: F889832D9ED0451CAD239EA8B0A731A3	Status: Completed
Subject: Complete with DocuSign: Sky Ranch CAB, MDs 3 & 5 - MINUTES to sign	
Client Name: Sky Ranch	
Client Number: A206873	
Source Envelope:	
Document Pages: 15	Signatures: 3
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld 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: 73.229.160.48

**Record Tracking**

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
12/13/2023 3:01:39 PM	Cindy.Jenkins@claconnect.com	

**Signer Events**

Scott E Lehman selehman@purecycwater.com Security Level: Email, Account Authentication (None)	<b>Signature</b>  Signature Adoption: Pre-selected Style Using IP Address: 204.134.145.82	<b>Timestamp</b> Sent: 12/13/2023 3:13:51 PM Viewed: 12/13/2023 3:28:36 PM Signed: 12/13/2023 3:30:04 PM
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**Electronic Record and Signature Disclosure:**  
 Accepted: 12/13/2023 3:28:36 PM  
 ID: 96f22727-6415-49cf-877a-c479f19d403b

**In Person Signer Events**

**Editor Delivery Events**

**Agent Delivery Events**

**Intermediary Delivery Events**

**Certified Delivery Events**

**Carbon Copy Events**

**Witness Events**

**Notary Events**

**Envelope Summary Events**

Envelope Sent	Hashed/Encrypted	12/13/2023 3:13:51 PM
Certified Delivered	Security Checked	12/13/2023 3:28:36 PM
Signing Complete	Security Checked	12/13/2023 3:30:04 PM
Completed	Security Checked	12/13/2023 3:30:04 PM

**Payment Events**

**Electronic Record and Signature Disclosure**

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