

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH METROPOLITAN DISTRICT NO. 1 HELD JUNE 13, 2022

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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. 1 convened on June 13, 2022 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, President  
Kevin McNeill, Treasurer  
Scott Lehman, Secretary  
Dirk Lashnits, Assistant Secretary  
Joe Knopinski, Assistant Secretary

**Also in Attendance Were:**

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

**Members of the Public:**

Katherine Funk, Ray

**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 location of the District’s Board meeting.

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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 and that no objections to the means of hosting the meeting were received from taxpaying electors.

**May 3, 2022 Board of Directors Election:** Ms. Johnson reported that the election was cancelled and that Directors Lashnits, Knopinski and McNeill were re-elected.

**Confirm Filing of 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 McNeill, seconded by Director Lehman and, upon vote, unanimously carried, the Board determined to keep the same 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 McNeill, seconded by Director Lashnits and, upon vote, unanimously carried, the Board determined to keep the same appointee, Director Lehman, as the representative for the District for the Sky Ranch Community Authority Board.

Attorney Meintzer noted that since the appointment remains the same, the Resolution was not necessary.

**Resolution 2022-06-01 of the Board of Directors of the District Amending the Regular Meeting Location:** Following review and discussion, upon a motion duly made by Director Lashnits, seconded by Director McNeill and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-06-01, a Resolution of the Board of Directors of the District Amending the Regular Meeting Location.

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

- **Minutes from the November 12, 2021 Special Meeting**

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

PUBLIC COMMENT There were no public comments.

FINANCIAL MATTERS **2021 Audit:** Ms. Sutton presented the 2021 Audit to the Board.

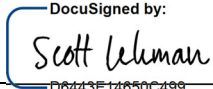
Following discussion, upon a motion duly made by Director Harding, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the 2021 Audit and authorized the execution of the Representations Letter, subject to final review by Legal Counsel, and a clean opinion letter from the auditor.

LEGAL MATTERS None.

OTHER BUSINESS **Quorum for November 11, 2022 Meeting:** The Board confirmed a quorum for the November 11, 2022 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.

Respectfully submitted,

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

**Certificate Of Completion**

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Subject: Complete with DocuSign: Sky Ranch MD 1 - Minutes & Resolutions	
Client Name: Sky Ranch MD 1	
Client Number: A206041-OS03-2022	
Source Envelope:	
Document Pages: 12	Signatures: 7
Certificate Pages: 5	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

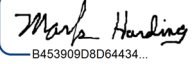
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Status: Original	Holder: Cindy Jenkins	Location: DocuSign
12/15/2022 5:51:53 PM	Cindy.Jenkins@claconnect.com	

**Signer Events**

Mark Harding  
 mharding@purecycwater.com  
 President  
 Sky Ranch CAB  
 Security Level: Email, Account Authentication (None)

**Signature**


DocuSigned by:  
  
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 Signature Adoption: Drawn on Device  
 Using IP Address: 204.134.145.82

**Timestamp**

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 Signed: 12/16/2022 7:40:23 AM

**Electronic Record and Signature Disclosure:**  
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 ID: e1283cea-f1b4-42a9-9304-9caf95adb41e

Scott Lehman  
 slehman@purecycwater.com  
 Secretary  
 Security Level: Email, Account Authentication (None)

DocuSigned by:  
  
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 Signature Adoption: Pre-selected Style  
 Using IP Address: 204.134.145.82

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In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps

<b>Envelope Summary Events</b>	<b>Status</b>	<b>Timestamps</b>
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Certified Delivered	Security Checked	12/16/2022 9:28:30 AM
Signing Complete	Security Checked	12/16/2022 9:28:44 AM
Completed	Security Checked	12/16/2022 9:28:44 AM

<b>Payment Events</b>	<b>Status</b>	<b>Timestamps</b>
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