



RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH COMMUNITY AUTHORITY BOARD (“CAB”) HELD OCTOBER 13, 2023

A regular meeting of the Board of Directors (referred to hereafter as the “**Board**”) of the CAB convened on October 13, 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:

Mark Harding, President
Joe Knopinski, Vice President
Scott Lehman, Secretary
Dirk Lashnits, Assistant Secretary

Also in Attendance Were:

Lisa Johnson, Celeste Terrell, Alexander Clem, and Cathee Sutton (for a portion of the meeting); CliftonLarsonAllen LLP (“**CLA**”)
Suzanne Meintzer, Esq. and Tim O’Connor, Esq.; McGeady Becher P.C.
Stan Fowler; Independent District Engineering Services, LLC (“**IDES**”)
Cyrena Finnegan, Deb Saya, and Marc Spezialy; Pure Cycle Corporation
Adam Haskin; Resident and Sky Ranch Metropolitan District No. 1 Board Member

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



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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 Lashnits, seconded by Director Lehman 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.

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

- Approval of the Minutes of the September 8, 2023 Regular Meeting.

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

PUBLIC COMMENT Mr. Haskin addressed the Board regarding a drainage ditch and the increasing drainage issues caused by plant life. The staff will review the drainage issues and request Consolidated Divisions Inc. ("CDI") to address the problem.

Mr. Haskin addressed the Board regarding a water project started by the City of Aurora. The Board was unable to provide additional information given that the project is not a CAB project.

CITIZENS
ADVISORY
COMMITTEE
("CAC") MATTERS

CAC Presentation on Recommendations: Ms. Saya reported that one application was received by a member of the community interested in serving on the CAC. There were no further updates by the CAC.

FINANCIAL
MATTERS

Schedule of Cash Position as of June 30, 2023, Updated as of October 9, 2023, Accounts Receivable Summaries, Tax Schedules, and Developer Advance Schedule: Following a presentation by Ms. Sutton, upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board accepted the Schedule of Cash Position as of June 30, 2023, updated as of October 9, 2023, the accounts receivable summaries, tax schedules and developer advance schedule.

Payables through October 6, 2023: The Board reviewed the payables through October 6, 2023. Following review and discussion, upon a motion duly made by Director Knopinski, seconded by Director Lehman and, upon vote, unanimously carried, the



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Board approved the payables through October 6, 2023, in the amount of \$1,152,257.78.

2023 Budget Amendment (First Reading): Ms. Sutton presented the 2023 Budget Amendment to the Board. The Board reviewed the 2023 Budget Amendment. No action was taken by the Board. A second and final reading will occur at the November meeting.

2024 Draft Budget (First Reading): Ms. Sutton presented the 2024 Draft Budget to the Board. The Board review the 2024 Draft Budget. No action was taken by the Board. A second and final reading will occur at the November meeting.

CONSTRUCTION MATTERS

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

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

Master Service Agreement with Westwood Professional Services, Inc. for Civil Engineering Services: Director Lashnits presented the Master Service Agreement to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved the Master Service Agreement with Westwood Professional Services, Inc. for Civil Engineering Services.

Task Order No. 1 to the Master Service Agreement with Westwood Professional Services, Inc. for Filing No. 7 Surveying and Engineering Services in the Amount of \$259,000.00 ("Task Order No. 1"): Director Lashnits presented Task Order No. 1 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Task Order No. 1 to the Master Service Agreement with Westwood Professional Services, Inc. for Filing No. 7 Surveying and Engineering Services in the amount of \$259,000.00.

Task Order No. 16 to the Master Service Agreement with KT Engineering for Filling No. 4 Pond, School and Monaghan & 10th Staking in the Amount Not to Exceed \$10,020.00 ("Task Order No. 16"): Director Lashnits presented Task Order No. 16 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Task Order No. 16 to the Master Service Agreement with KT Engineering for Filling No. 4 Pond, School, and Monaghan Road & 10th Staking in the amount not to exceed \$10,020.00.

Task Order No. 17 to the Master Service Agreement with KT Engineering for Filling No. 5 Sanitary As-Built in the Amount Not to Exceed \$2,900.00 ("Task Order No. 17"): Director Lashnits presented Task Order No. 17 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote,



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unanimously carried, the Board approved Task Order No. 17 to the Master Service Agreement with KT Engineering for Filling No. 5 Sanitary As-Built in the amount not to exceed \$2,900.00.

Cost Certification No. 8 – Filings 1-3 Prepared by Independent District Engineering Services, LLC in the Amount of \$311,117.93: Mr. Fowler presented the Report to the Board. Upon a motion duly made by Director Harding, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the Cost Certification No. 8 – Filings 1-3, prepared by Independent District Engineering Services, LLC in the amount of \$311,117.93.

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

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: None.

Drainage and Utilities:

Pay Application No. 22 to the Construction Contract with Nelson Pipeline Constructors, LLC in the Amount of \$64,056.17 (“Pay Application No. 22”):

Mr. Fowler presented Pay Application No. 22 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 22 to the Construction Contract with Nelson Pipeline Constructors, LLC in the amount of \$64,056.17.



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Erosion Control:

Pay Application No. 9 to the Erosion Control Contract with Pure Cycle Corporation in the Amount of \$106,809.69 (“Pay Application No. 9”): Mr. Fowler presented Pay Application No. 9 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 9 to the Erosion Control Contract with Pure Cycle Corporation in the amount of \$106,809.69.

Roadway Improvements:

Paving/Asphalt:

Change Order No. 14 to the Paving Contract with Martin Marietta Materials, Inc. for Costs Associated with Mobilization Needed for Mud Removal and Base replacement in Monaghan Road in the Amount Not to Exceed \$7,294.00 (“Change Order No. 14”): Mr. Fowler presented Change Order No. 14 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Change Order No. 14 to the Paving Contract with Martin Marietta Materials, Inc. for costs associated with mobilization needed for mud removal and base replacement on Monaghan Road in the amount not to exceed \$7,294.00.

Pay Application No. 16 to the Paving Contract with Martin Marietta Materials, Inc. in the Amount of \$6,929.30 (“Pay Application No. 16”): Mr. Fowlers presented Pay Application No. 16 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 16 to the Paving Contract with Martin Marietta Materials, Inc. in the amount of \$6,929.30.

Concrete/Striping/Signage:

Change Order No. 18 to the Construction Contract with Premier Earthworks & Infrastructure, Inc. (“PEI”) for Costs Associated with Additional Scope for Mobilization and Installation of Signage Along Carrie Street in Amount Not to Exceed \$7,932.05 (“Change Order No. 18”): Mr. Fowler presented Change Order No. 18 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved the Change Order No. 18 to the Construction Contract with Premier Earthworks & Infrastructure, Inc. (“PEI”) for costs associated with additional scope for mobilization and installation of signage along Carrie Street in amount not to exceed \$7,932.05.



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Change Order No. 19 to the Construction Contract PEI for Costs Associated with Additional Scope for Mobilization, Demolition, and Construction of Medians in Amount Not to Exceed \$67,678.00 (“Change Order No. 19”): Mr. Fowler presented Change Order No. 19 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved the Change Order No. 19 to the Construction Contract with PEI for costs associated with additional scope for mobilization, demolition, and construction of medians in amount not to exceed \$67,678.00.

Pay Application No. 19 to the Construction Contract with PEI in the Amount of \$7,932.05 (“Pay Application No. 19”): Mr. Fowler presented Pay Application No. 19 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 19 to the Construction Contract with PEI in the amount of \$7,932.05.

Landscape:

Change Order No. 7 to the Landscape Contract with Consolidated Divisions, Inc. (“CDI”) for Costs for the Mobilization and Herbicide Treatment for De-Weeding Landscape Areas Within the Contract in the Amount Not to Exceed \$3,250.00 (“Change Order No. 7”): Mr. Fowler presented Change Order No. 7 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Change Order No. 7 to the Landscape Contract with CDI for costs for the mobilization and herbicide treatment for de-weeding landscape areas within the contract in the amount not to exceed \$3,250.00.

Pay Application No. 9 to the Landscape Contract with CDI in the Amount of \$290,808.11 (“CDI Pay Application No. 9”): Mr. Fowler presented the CDI Pay Application No. 9 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 9 to the Landscape Contract with CDI in the amount of \$290,808.11.

Fencing:

Pay Application No. 7 to the Fencing Contract with Pure Cycle Corporation in the Amount of \$11,030.30 (“Pay Application No. 7”): Mr. Fowler presented Pay Application No. 7 to the Board. Upon a motion duly made by Director



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Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 7 to the Fencing Contract with Pure Cycle Corporation in the amount of \$11,030.30.

PHASE II (FILING NO. 5) CONSTRUCTION MATTERS:

Grading/Earthwork: None.

Drainage and Utilities:

Pay Application No. 4 to the Construction Contract with American West Construction, LLC in the Amount of \$687,463.32 (“Pay Application No. 4”): Mr. Fowler presented Pay Application No. 4 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 4 to the Construction Contract with American West Construction, LLC in the amount of \$687,463.32.

Erosion Control:

Pay Application No. 1 to the GESC Contract with Pure Cycle Corporation in the Amount of \$34,200.00 (“Pay Application No. 1”): Mr. Fowler presented Pay Application No. 1 to the Board. Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 1 to the GESC Contract with Pure Cycle Corporation in the amount of \$34,200.00.

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 /**

Proposals for 2024 Landscape Maintenance Services: Ms. Terrell summarized the two proposals received. She recommended the CDI proposal. Following review and discussion, upon a motion duly made by Director Lashnits, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the proposal from

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:
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: 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)

Signature

DocuSigned by:

 2123B2EFD17A4DE...

Timestamp

Sent: 12/13/2023 3:13:51 PM
 Viewed: 12/13/2023 3:28:36 PM
 Signed: 12/13/2023 3:30:04 PM

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

Electronic Record and Signature Disclosure:
 Accepted: 12/13/2023 3:28:36 PM
 ID: 96f22727-6415-49cf-877a-c479f19d403b

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
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	Status	Timestamps
Electronic Record and Signature Disclosure		

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