

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH METROPOLITAN DISTRICT NO. 3 HELD NOVEMBER 11, 2022

A regular meeting of the Board of Directors (referred to hereafter as the “Board”) of the Sky Ranch Metropolitan District No. 3 convened on November 11, 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, Celeste Terrell, 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

Members of the Public:

Katherine Funk

**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, as amended.

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

Resolution No. 2022-11-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Ms. Johnson presented the Resolution to the Board. Following review and discussion, the Board approved to meet the second Fridays of June and November, 2023, at 8:30 a.m. to be held both virtually and physically at the office of Pure Cycle Corporation, 34501 E. Quincy Avenue, Building 65, Suite A, Watkins, Colorado 80137. Upon a motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices, as amended per discussion.

Requirements of Section 32-1-809, C.R.S. (District Transparency Notice): The Board directed the staff at CLA to prepare and post the Transparency Notice on the Special District Association website and the District's website.

Requirements of Section 32-1-306, C.R.S. (Annual Map Filing): The Board directed the staff at CLA to prepare and file the Annual Map as required.

District Insurance and Special District Association ("SDA") Membership: Following discussion, the Board directed the staff of CLA to renew the District's insurance and SDA membership for 2023.

Exclusion of Uncompensated Public Officials Form and Resolution No. 2022-11-02: Upon a motion duly made by Director Knopinski, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the Exclusion of Uncompensated Public Officials form, adopted the associated Resolution No. 2022-11-02, and authorized its submittal.

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

- **Minutes from the August 12, 2022 Special Meeting**
- **2021 Annual Report**

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

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PUBLIC COMMENT There were no public comments.

FINANCIAL
MATTERS

Public Hearing on Amendment to the 2022 Budget: The public hearing was opened to consider an amendment to the 2022 Budget.

It was noted that publication of a 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 District. No written objections were received prior to the public hearing.

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

Ms. Sutton reported that an amendment to the 2022 Budget was not necessary.

Public Hearing on 2023 Budget: The public hearing was opened on the proposed 2023 Budget.

It was noted that Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was published pursuant to statute. 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 proposed 2023 Budget to the Board. Following review and discussion, upon a motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-03 to Adopt the 2023 Budget and Appropriate Sums of Money, and Resolution No. 2022-11-04 to Set Mill Levies (11.132 mills in the General Fund, 55.666 mills in the Debt Service Fund, and 55.417 in the Regional Improvements Fund, for a total mill levy of 122.215 mills). Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Arapahoe County not later than December 15, 2022, and further directed to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2023.

Resolution No. 2022-11-05 Authorizing Imposition of the Regional Improvements Mill Levy in Accordance with the Service Plan: Attorney Meintzer presented the Resolution to the Board. 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. 2022-11-05 Authorizing Imposition of the Regional Improvements Mill Levy in Accordance with the Service Plan.

Resolution No. 2022-11-06 Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan: Attorney Meintzer presented the Resolution to the Board. Following review and discussion, upon a motion duly made by Director Lashnits,

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seconded by Director Knopinski and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-06 Authorizing Adjustment of the District Mill Levy in Accordance with the Service Plan.

DLG-70 Certification of Tax Levies: Upon a motion duly made by Director Knopinski, seconded by Director Lehman and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the DLG-70 Certification of Tax Levies for certification to the Board of County Commissioners and other interested parties.

Appointment of Board Member to Sign the DLG-70 Certification of Tax Levies: Following discussion, upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board appointed Director McNeill to sign the DLG-70.

Preparation of 2024 Budget: Upon a motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget.

Preparation of 2022 Audit: Following review and discussion, upon a motion duly made by Director McNeill, seconded by Director Lehman and, upon vote, unanimously carried, the Board authorized CLA to solicit a proposal from Haynie & Company to prepare the 2022 Audit.

CliftonLarsonAllen LLP Statement(s) of Work for 2023 Accounting and Management Services: Following review and discussion, upon a motion duly made by Director Lashnits, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the Statements of Work for 2023 accounting and management services with CLA.

LEGAL MATTERS

Resolution No. 2022-11-07 Calling May 2, 2023 Election for Directors: Attorney Meintzer presented the Resolution to the Board. Following review and discussion, upon a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-11-07 Calling May 2, 2023 Election for Directors, Appointing Lisa Jacoby as the Designated Election Official (“DEO”) and Authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

OTHER BUSINESS

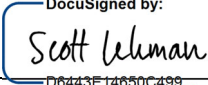
Quorum for June 9, 2023 Meeting: The Board confirmed a quorum for the June 9, 2023 meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, following a motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board adjourned the meeting at 10:00 a.m.

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Respectfully submitted,

By: 
Secretary for the Meeting

Certificate Of Completion

Envelope Id: 29379015FE9446408E6C97BD519D2AD3	Status: Completed
Subject: Complete with DocuSign: Sky Ranch MD3 - MINUTES - 11-11-2022 Special Mtg (MD3) (exec copy).pdf	
Client Name: Sky Ranch MD3	
Client Number: A206032-OS04-2023	
Source Envelope:	
Document Pages: 5	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


Record Tracking

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
6/21/2023 1:07:30 PM	Cindy.Jenkins@claconnect.com	

Signer Events

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

Signature

DocuSigned by:

 D6443E14650C499...
 Signature Adoption: Pre-selected Style
 Using IP Address: 204.134.145.82

Timestamp

Sent: 6/21/2023 1:09:04 PM
 Viewed: 6/21/2023 2:40:46 PM
 Signed: 6/21/2023 2:40:57 PM

Electronic Record and Signature Disclosure:
 Accepted: 6/21/2023 2:40:46 PM
 ID: 05fc797c-0765-42aa-abd4-bbf7d136095b

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	6/21/2023 1:09:04 PM
Certified Delivered	Security Checked	6/21/2023 2:40:46 PM
Signing Complete	Security Checked	6/21/2023 2:40:57 PM
Completed	Security Checked	6/21/2023 2:40:57 PM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

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