



RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH COMMUNITY AUTHORITY BOARD (“CAB”) HELD MAY 10, 2024

A regular meeting of the Board of Directors (referred to hereafter as the “Board”) of the CAB convened on May 10, 2024, 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 video/teleconference. The meeting was open to the public.

Directors in Attendance Were:

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

Also in Attendance Were:

Lisa Johnson, Alex Clem, Celeste Terrell, Kaitlin Frey, and Thuy Dam;
CliftonLarsonAllen LLP (“CLA”)
Suzanne Meintzer, Esq., and Tim O’ Connor, Esq.; McGeady Becher P.C.
Andrew Gaittens and Michael Wolfersperger; Independent District Engineering
Services, LLC (“IDES”)
Deb Saya and Cyrena Finnegan; Pure Cycle Corporation

**ADMINISTRATIVE
MATTERS**

The meeting was called 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 Disclosure Statements for all Directors 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: The Board 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 Knopinski, seconded by Director



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Spezialy 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 location of the CAB's Board meeting. 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 items under the Consent Agenda:

- Approve Minutes of the April 12, 2024 Regular Meeting.
- Ratify Change Order No. 13 to the Grading Contract with Bemas Construction, Inc. for costs associated with starting the 2nd Phase of the Sky Ranch Neighborhood A&D Grading Contract in the amount of \$1,109,993.10.
- Ratify Pay Application No. 1 to the Grading Contract with Bemas Construction, Inc. in the amount of \$287,498.84.
- Ratify approval of Change Order No. 5 to the Service Agreement for Landscape Maintenance with Consolidated Divisions Inc. ("CDI") for Pet Waste Station Services.

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

PUBLIC COMMENT There were no public comments.

CITIZENS
ADVISORY
COMMITTEE
("CAC") MATTERS

CAC Presentation on Recommendations: None.

FINANCIAL
MATTERS

Schedule of Cash Position, Updated as of May 6, 2024, Accounts Receivable Summaries, Tax Schedules, and Developer Advance Schedule: Ms. Dam presented the Schedule of Cash Position, Updated as of May 6, 2024, Accounts Receivable Summaries, Tax Schedules, and Developer Advance Schedule to the Board. Following review and discussion, 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, updated as of May 6, 2024, the Accounts Receivable Summaries, Tax



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Schedules, and Developer Advance Schedule.

Payables through May 3, 2024: Ms. Finnegan reviewed the payables through May 6, 2024 with the Board. Following review and discussion, upon a motion duly made by Director Knopinski, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved the payables in the amount of \$871,122.93, as revised.

CONSTRUCTION MATTERS

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

Task Order No. 23 to the Master Service Agreement for Surveying Services with KT Engineering, LLC: Director Lashnits presented Task Order No. 23 to the Master Service Agreement for Surveying Services with KT Engineering, LLC to the Board. Following review and discussion, upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Task Order No. 23 to the Master Service Agreement for Surveying Services with KT Engineering, LLC for Filing 4 as-builts and miscellaneous survey services in the amount of \$4,850.00.

Task Order No. 24 to the Master Service Agreement for Surveying Services with KT Engineering, LLC: Director Lashnits presented Task Order No. 24 to the Master Service Agreement for Surveying Services with KT Engineering, LLC to the Board. Following review and discussion, upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Task Order No. 24 the Master Service Agreement for Surveying Services with KT Engineering, LLC for Filing 5 dry utility and fine grading staking in the amount of \$15,745.00.

Engineer's Report: Mr. Gaittens presented the updated Engineer's Report to the Board and introduced Mr. Wolfersperger.

Cost Certification Report No. 9 for Filings 1-3: Mr. Wolfersperger reviewed Cost Certification Report No. 9 for Filings 1-3 with the Board. Following review, upon a motion duly made by Director Lashnits, seconded by Director Knopinski and, upon vote unanimously carried, the Board approved the Cost Certification Report No. 9 for Filings 1-3 by IDES, in the amount of \$25,327.50.

Cost Certification Report No. 11 for Filings 4-7: Mr. Wolfersperger reviewed Cost Certification Report No. 11 for Filings 4-7 with the Board. Following review, upon a motion duly made by Director Lashnits, seconded by Director Knopinski and, upon vote



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unanimously carried, the Board approved the Cost Certification Report No. 11 for Filings 4-7 by IDES, in the amount of \$4,405,780.20.

Conveyance of Water and Sanitary Sewer Improvements to Rangeview Metropolitan District: Mr. Wolfersperger presented the analysis regarding a conveyance of certain water and sanitary sewer improvements to Rangeview Metropolitan District prepared by IDES to the Board. Following review and discussion, upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote unanimously carried, the Board approved the conveyance of water and sanitary sewer improvements to Rangeview Metropolitan District.

PHASE 1 (FILING NOS. 1, 2 AND 3) CONSTRUCTION MATTERS: None.

PHASE II (FILING NO. 4) CONSTRUCTION MATTERS:

Grading/Earthwork: None.

Drainage and Utilities: None.

Erosion Control: None.

Roadway Improvements:

Paving/Asphalt: None.

Concrete/Striping/Signage:

Pay Application No. 25 to the Construction Contract with Premier Earthworks & Infrastructure Inc. ("PEI"): Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 25 to the Construction Contract with PEI in the amount of \$44,215.10.

Landscape:

Change Order No. 12 to the Landscape Installation Contract with Consolidated Divisions Inc. ("CDI"): Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Change Order No. 12 for additional costs to seed Tract B and surrounding area as requested by SEMSWA to mitigate erosion issues in an amount not to exceed \$4,879.80.



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Fencing:

Pay Application No. 11 to the Fencing Installation Contract with Pure Cycle Corporation: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 11 to the Fencing Installation Contract with Pure Cycle Corporation in the amount of \$61,212.14.

PHASE II (FILING NO. 5) CONSTRUCTION MATTERS:

Grading/Earthwork: None.

Drainage and Utilities:

Change Order No. 4 to the Construction Contract with American West Construction, LLC: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Change Order No. 4 to the Construction Contract with American West Construction, LLC to remove the sag from the sanitary sewer connection point beneath E. 8th Place for an amount not to exceed \$15,000.00.

Change Order No. 5 to the Construction Contract with American West Construction, LLC: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Change Order No. 5 to the Construction Contract with American West Construction, LLC to repair storm and sanitary sewer manholes in Filing 4 for an amount not to exceed \$82,550.00.

Pay Application No. 11 to the Construction Contract with American West Construction, LLC: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 11 to the Construction Contract with American West Construction, LLC in the amount of \$58,425.00.

Erosion Control:

Pay Application No. 4 to the Erosion Control Contract with Pure Cycle Corporation: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 4 to the Erosion Control Contract with Pure Cycle Corporation



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in the amount of \$27,128.68.

Roadway Improvements:

Paving/Asphalt:

Change Order No. 3 to the Paving Contract with Martin Marietta Materials, Inc.: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Change Order No. 3 to the Paving Contract with Martin Marietta Materials, Inc. for additional costs to rebalance subgrade to meet required specifications and design in the amount of \$59,238.48.

Pay Application No. 1 to the Paving Contract with Martin Marietta Materials, Inc.: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 1 to the Paving Contract with Martin Marietta Materials, Inc. in the amount of \$617,190.44.

Concrete/Striping/Signage:

Change Order No. 5 to the Construction Contract with PEI: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Change Order No. 5 to the Construction Contract with PEI for street signs required for acceptance in an amount not to exceed \$9,046.19.

Change Order No. 6 to the Construction Contract with PEI: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Change Order No. 6 to the Construction Contract with PEI for additional costs to regrade alleyways 9, 12, 17, 18, 19, and 21 in an amount not to exceed \$9,071.73.

Pay Application No. 3 to the Paving Contract with PEI: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 3 to the Construction Contract with PEI in the amount of \$31,831.85.

Landscape: None.

PHASE II (FILING NO. 6) CONSTRUCTION MATTERS:



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Grading/Earthwork: None.

Drainage and Utilities: None.

Erosion Control:

Pay Application No. 2 to the Erosion Control Contract with Pure Cycle Corporation: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 2 to the Erosion Control Contract with Pure Cycle Corporation in the amount of \$5,305.28.

Roadway Improvements:

Paving/Asphalt:

Pay Application No. 2 to the Grading Contract with Bemas Construction, Inc.: Upon a motion duly made by Director Harding, seconded by Director Spezialy and, upon vote unanimously carried, the Board approved Pay Application No. 2 to the Grading Contract with Bemas Construction, Inc. in the amount of \$329,808.72.

Concrete/Striping/Signage: None.

Landscape: None.

LEGAL MATTERS

COMMUNITY MANAGEMENT / COVENANT CONTROL / OPERATIONS

Executive Session: No Executive Session was needed at this time.

Filing No. 1 (a/k/a/Neighborhood B) French Drain Installation by Pure Cycle Corporation: Attorney Meintzer presented to the Board. Following discussion, upon a motion duly made by Director Lashnits, seconded by Director Spezialy and, upon vote unanimously carried, the Board ratified approval of the installment of fourteen French drains in Filing No. 1 (a/k/a Neighborhood B) by Pure Cycle Corporation, in the amount of \$13,100, to be billed monthly to the CAB until paid.

Community Manager's Update: Ms. Terrell presented the Community Manager's report to the Board.

Street Parking Enforcement: Ms. Terrell reported to the Board that she inquired with the CAB's Covenant Enforcement Counsel regarding enforcement of parking

Certificate Of Completion

Envelope Id: 0F4564E6B60A48C1B28E8425FD5158AA	Status: Completed
Subject: Complete with DocuSign: Sky Ranch CAB & Sky Ranch MD 3 - MINUTES for Signing	
Client Name: Sky Ranch CAB	
Client Number: A206873	
Source Envelope:	
Document Pages: 13	Signatures: 2
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: 24.8.151.48

Record Tracking

Status: Original 6/18/2024 4:45:09 PM	Holder: Cindy Jenkins Cindy.Jenkins@claconnect.com	Location: DocuSign
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Signer Events

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

Signature

DocuSigned by:

 2123B2EFD17A4DE...

Timestamp

Sent: 6/18/2024 4:48:52 PM
 Viewed: 6/18/2024 5:20:23 PM
 Signed: 6/18/2024 5:20:52 PM

Signature Adoption: Pre-selected Style
 Using IP Address: 71.218.133.67

Electronic Record and Signature Disclosure:
 Accepted: 6/18/2024 5:20:23 PM
 ID: a98e5ba8-8416-4755-89bf-08d397d190c1

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

Catherine Will
 CWill@specialdistrictlaw.com
 Security Level: Email, Account Authentication (None)

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Sent: 6/18/2024 4:48:52 PM

Electronic Record and Signature Disclosure:
 Not Offered via DocuSign

Witness Events

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Envelope Summary Events

Status

Timestamps

Envelope Sent	Hashed/Encrypted	6/18/2024 4:48:52 PM
Certified Delivered	Security Checked	6/18/2024 5:20:23 PM
Signing Complete	Security Checked	6/18/2024 5:20:52 PM
Completed	Security Checked	6/18/2024 5:20:52 PM

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Status

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