

## RECORD OF PROCEEDINGS

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### MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH COMMUNITY AUTHORITY BOARD (“CAB”) HELD MARCH 13, 2020

The regular meeting of the Board of Directors (referred to hereafter as the “Board”) of the Sky Ranch Community Authority Board (referred to hereafter as the “CAB”) was convened on Friday, the 13th day of March, 2020, at 8:30 a.m., at the offices of McGeady Becher P.C., 450 East 17th Avenue, Suite 400, Denver, Colorado 80203. The meeting was open to the public.

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**Directors In Attendance Were:**

Mark Harding  
Joe Knopinski  
Dirk Lashnits  
Scott Lehman

**Also In Attendance Were:**

Peggy Ripko; Special District Management Services, Inc. (“SDMS”)

Suzanne Meintzer, Esq.; McGeady Becher P.C.

MaryAnn McGeady, Esq.; McGeady Becher P.C. (portion of the meeting)

Barrett Marrocco and Andrew Gaittens; Independent District Engineering Services, LLC (“IDES”)

**DISCLOSURE OF  
POTENTIAL  
CONFLICTS OF  
INTEREST**

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**Disclosure of Potential Conflicts of Interest:** Ms. Ripko noted that a quorum was present and 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. Ripko requested members of the Board to disclose any potential conflicts of interest with regard to 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. Ms. Ripko noted that all Directors’ Disclosure Statements have been filed. No additional conflicts were disclosed at the meeting.

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### ADMINISTRATIVE MATTERS

**Agenda:** Ms. Ripko distributed for the Board's review and approval a proposed Agenda for the CAB's Regular Meeting.

Following discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Agenda was approved, as presented.

**Board Vacancy:** The Board discussed the vacancy on the Board of Directors. No action was taken.

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### CONSENT AGENDA

The Board considered the following actions:

- Approve Minutes of the February 21, 2020 Special Meeting.
- Ratify approval termination of Special District Management Services, Inc. as CAB Manager.
- Ratify approval of Pay Application No. 12 to the Earthwork & Erosion Contract with Premier Earthworks & Infrastructure, in the amount of \$28,950.16.

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved and/or ratified approval of the Consent Agenda items.

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### DISTRICT SERVICES PRESENTATIONS

**Proposals from Consultants for Various District Services:** The Board discussed proposals from Consultants for District Services, including District Manager, Accounting, Community Management, and Covenant Enforcement.

Following discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved CliftonLarsonAllen LLP for District Services as outlined above.

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### FINANCIAL MATTERS

**Developer Advance Schedule, Property Tax Schedules, AR Schedule, and Schedule of Cash Position:** The Board reviewed the Developer Advance Schedule, Property Tax Schedules, AR Schedule, and Schedule of Cash Position.

Following review and discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board accepted the Developer Advance Schedule, Property Tax Schedules, AR Schedule, and Schedule of Cash Position.

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**Claims:** The Board considered approval of the payment of claims for the period beginning January 24, 2020 through February 25, 2020, as follows:

|                        |                      |
|------------------------|----------------------|
| General Fund:          | \$ 28,676.96         |
| Debt Service Fund:     | \$ -0-               |
| Capital Projects Fund: | <u>\$ 75,360.15</u>  |
| <b>Total:</b>          | <b>\$ 104,037.11</b> |

Following discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved the payment of claims.

### **LEGAL MATTERS**

There were no legal matters for discussion at this time.

### **CONSTRUCTION MATTERS**

**Project Managers Report:** Director Lashnits presented the Project Manager's Report and gave an update on the Projects. A copy of the Project Manager's Report, dated March 13, 2020, is attached hereto and incorporated herein by this reference.

#### **Drainage and Utilities**

*Pay Application No. 21 to the Drainage and Utilities Contract with PEI:* Mr. Marrocco presented to the Board Pay Application No. 21 to the Drainage and Utilities Contract with PEI, in the amount of \$51,649.10.

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board approved Pay Application No. 21 to the Drainage and Utilities Contract with PEI, in the amount of \$51,649.10, subject to review and approval by Director Lashnits.

#### **Roadway Improvements:**

*Pay Application No. 16 to the Roadway Improvements Contract with PEI:* Mr. Marrocco reviewed with the Board Pay Application No. 16 to the Roadway Improvements Contract with PEI, in the amount of \$165,392.36.

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board approved Pay Application No. 16 to the Roadway Improvements Contract with PEI, in the amount of \$165,392.36.

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**Grading/Earthwork:** There was no Grading/Earthwork for discussion at this time.

**Landscape Improvements:**

*Change Order No. 18 to the Landscape Improvements Contract with Environmental Designs Inc. (“EDI”) for Monument/Playground Engineering and Observation:* Mr. Marrocco reviewed with the Board Change Order No. 18 to the Landscape Improvements Contract with EDI for Monument/Playground Engineering and Observation, in the amount of \$5,809.80.

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved Change Order No. 18 to the Landscape Improvements Contract with EDI for Monument/Playground Engineering and Observation, in the amount of \$5,809.80.

*Pay Application No. 12 to the Landscape Contract with EDI:* Mr. Marrocco reviewed with the Board Pay Application No. 12 to the Landscape Contract with EDI, in the amount of \$39,883.89.

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board approved Pay Application No. 12 to the Landscape Contract with EDI, in the amount of \$39,883.89.

**Engineers Report:** Mr. Gaittens presented to the Board the Engineer’s Report. He also circulated updated maps illustrating the public improvements associated with the recent bond issuance. A copy of the Engineer’s Report, dated March 13, 2020, is attached hereto and incorporated herein by this reference.

**Consulting Agreements:** There were no new consulting agreements discussed.

**COMMUNITY  
MANAGEMENT**

**Community Manager’s Report:** The Board reviewed the Community Manager’s Report.

*Design Review Forms:* There was no update to the Design Review Forms at this time.

*Draft Rules and Regulations related to Reserving Park Facilities:* The Board deferred discussion until the next meeting.

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**OTHER BUSINESS**

There were no other business matters for discussion at this time.

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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote unanimously carried, the meeting was adjourned.

Respectfully submitted,

By: \_\_\_\_\_  
DocuSigned by:  
*Scott Lehman*  
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Secretary for the Meeting

# Sky Ranch CAB – Project Manager Board Report

Date: 03/13/20

## DESIGN AND CONSTRUCTION

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### Status Report and Progress Updates

- Earthwork – performing corrections and certifications for close-out
- Dirt Shortage – Recalibrating with new home starts; KB import; PEI import
- Drainage and Utilities – pedestrian bridge in channel; achieved Ph 1 initial acceptance with Rangeview
- Concrete and Asphalt Phase 1 – Probationary Acceptance in Ph 1 streets – punch list complete, awaiting re-inspection; Phase 2 asphalt complete – scheduling walkthrough; signage and striping in Ph 2&3; Phase 3 concrete complete; Phase 3 asphalt complete; 6<sup>th</sup> Ave street balance and subgrade prep underway
- Xcel – completion of all dry utilities by end of March except street lights
- Landscaping – working on Central Park furnishings and arbor; Monuments stone cap and metal fabrication; channel/pond seeding; Monaghan seeding; contract for Phase 2
- Maintaining SEMSWA and Urban Drainage compliance – Builder SWMP transfer once plans approved
- Preliminary planning/engineering for next Filing (Filing 3) – made 6<sup>th</sup> submittal and expecting approval; initiating SDP & CDs; preliminary budget; ongoing discussions with Interchange/1601 group

## BUDGET

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- Budget review – review and amendment in process

## CONTRACTS, CHANGE ORDERS AND TASK ORDERS

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### Filing 1

- EDI CO#18 - \$5,809.80
  - COR #85756 - \$1,840.72 – structural engineering and electrical engineering
  - COR #85936 - \$1,822.33 – relocate irrigation main in channel
  - COR #86155 - \$2,146.75 – hardscape permit review/submittal and glue lam stain

### Filing 3

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## PAYABLES (OUTSIDE OF CONTRACT)

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Sky Ranch Filing 1 - CAB Contract Summary

| Activity Description             | Vendor                     | Total Contracts   | Total Invoices    | Total Retainage | Total Reimbursable | % Complete | Remaining to Spend | Management Fee |
|----------------------------------|----------------------------|-------------------|-------------------|-----------------|--------------------|------------|--------------------|----------------|
| Fees, Permits and Administration | Arapahoe County            | 127,100           | 127,100           | -               | 104,516            | 100%       | -                  | -              |
| Legal and Title                  | Butler Snow                | 425               | 425               | -               | -                  | 100%       | -                  | -              |
| Erosion Control                  | CMS                        | 20,000            | 4,375             | -               | 3,598              | 22%        | 15,625             | 219            |
| Geotech                          | CTL Thompson               | 439,394           | 404,833           | -               | 332,899            | 92%        | 34,561             | 20,242         |
| Engineering                      | CVL Consultants            | 69,026            | 69,026            | -               | 56,761             | 100%       | -                  | -              |
| Landscaping                      | Environmental Designs      | 3,574,966         | 1,732,646         | 80,329          | 1,732,646          | 48%        | 1,842,320          | 86,632         |
| Warranty and Turnover            | Environmental Designs      | 115,379           | -                 | -               | -                  | 0%         | 115,379            | -              |
| Engineering                      | ERO Resources Group        | 580               | 580               | -               | 477                | 100%       | -                  | -              |
| Erosion Control                  | Erosion Controls of CO     | 84,680            | 70,965            | -               | 58,355             | 84%        | 13,715             | 3,548          |
| Legal and Title                  | Hoffman, Parker, etc       | 8,304             | 8,304             | -               | -                  | 100%       | -                  | -              |
| District                         | IDES                       | 175,000           | 156,019           | -               | 128,297            | 89%        | 18,981             | -              |
| Survey                           | KT Engineering             | 528,110           | 522,090           | -               | 429,321            | 95%        | 6,020              | -              |
| District                         | McGeahy Becher             | 103,225           | 34,169            | -               | 28,097             | 33%        | 69,056             | 26,105         |
| Landscaping                      | MPI Designs                | 23,970            | 19,735            | -               | 19,735             | 82%        | 4,235              | 987            |
| Legal and Title                  | Otis Beddingfield & Peters | 235               | 235               | -               | -                  | 100%       | -                  | -              |
| Grading                          | PEI                        | 1,681,520         | 1,569,411         | 52,822          | 816,094            | 93%        | 112,110            | 78,471         |
| Sanitary Sewer                   | PEI                        | 2,523,990         | 2,475,621         | 83,391          | 2,462,457          | 98%        | 48,369             | 123,123        |
| Water                            | PEI                        | 2,450,570         | 2,408,515         | 79,302          | 2,343,753          | 98%        | 42,055             | 117,188        |
| Storm Sewer                      | PEI                        | 5,131,978         | 4,957,659         | 162,684         | 4,831,817          | 97%        | 174,318            | 241,591        |
| Dry Utilities                    | PEI                        | 198,009           | 194,841           | 6,403           | -                  | 98%        | 3,168              | 9,605          |
| Concrete                         | PEI                        | 3,759,946         | 3,315,586         | -               | -                  | 88%        | 444,361            | -              |
| Asphalt                          | PEI                        | 5,095,172         | 4,912,355         | -               | -                  | 96%        | 182,816            | -              |
| Warranty and Turnover            | PEI                        | 250,000           | -                 | -               | -                  | 0%         | 250,000            | -              |
| Erosion Control                  | Pure Cycle Erosion Control | 64,800            | -                 | -               | -                  | 0%         | 64,800             | -              |
| Landscaping                      | Pure Cycle Landscaping     | 212,760           | -                 | -               | -                  | 0%         | 212,760            | -              |
| District                         | SOMS                       | 72,425            | 44,351            | -               | 36,471             | 61%        | 28,074             | -              |
| Fees, Permits and Administration | SEMSWA                     | 22,873            | 22,873            | -               | 18,808             | 100%       | -                  | -              |
| District                         | Sentinel                   | -                 | -                 | -               | -                  | 0%         | -                  | -              |
| District                         | Sentinel                   | 129               | 129               | -               | 106                | 100%       | -                  | -              |
| Legal and Title                  | Spencer Fane               | 228               | 228               | -               | -                  | 100%       | -                  | -              |
| Dry Utilities                    | Xcel Energy                | 2,392,277         | 2,368,589         | -               | 597,189            | 99%        | 23,688             | 118,429        |
| <b>Total</b>                     | <b>Total</b>               | <b>29,127,072</b> | <b>25,420,662</b> | <b>464,931</b>  | <b>14,001,396</b>  |            | <b>3,706,410</b>   | <b>826,139</b> |





# SKY RANCH COMMUNITY AUTHORITY BOARD

## Board Meeting Project Status

### March 13, 2020

#### Construction Contract Documents

##### Drainage and Utilities Contract – Premier Earthworks & Infrastructure

###### *Change Orders*

- **Recommend Approval:**
  - None

###### *Pay Applications*

- Pay Application #21 is recommended for payment: \$51,649.10 (\$54,367.47 District; \$0.00 Non-District; \$2,718.37 Retained).
  - \$10,091,004.65 Billed to Date. \$344,824.43 Retained. \$9,746,180.21 Paid to Date.

##### Roadways Contract – Premier Earthworks & Infrastructure

###### *Change Orders*

- **Recommend Approval:**
  - None

###### *Pay Applications*

- Pay Application #16 is recommended for payment: \$165,392.36 (\$166,252.94 District; \$7,844.28 Non-District; \$8,704.86 Retained).
  - \$8,418,930.93 Billed to Date. \$420,946.55 Retained. \$7,997,984.38 Paid to Date.

##### Landscape Contract – Environmental Designs, Inc.

###### *Change Orders*

- **Recommend Approval:**
  - Change Order #18: \$5,809.80 for Monument/Playground Engineering and Observation, T&M for irrigation repair.

###### *Pay Applications*

- Pay Application #12 is recommended for payment: \$39,883.89 (\$40,160.72 District; \$1,822.33 Non-District; \$2,099.15 Retained)
  - \$1,734,744.79 Billed to Date. \$80,433.96 Retained. \$1,654,310.83 Paid to Date.

##### Earthwork Contract – Premier Earthworks & Infrastructure

###### *Change Orders*

- **Recommend Approval:**
  - None

###### *Pay Applications*

- None

#### Other Matters

- Utilities phase 1 accepted by Rangeview Metropolitan District
- Updated Certification (To Be Distributed)
- Revised maps for Sky Ranch Website (To Be Distributed)

## Sky Ranch Community Authority Board

### Contractors Change Order Log Paid-To-Date Summary

| <b>Contractor</b>          | <b>Change Orders</b> | <b>Total Contract Amount</b> | <b>Amount Billed</b>   | <b>Remaining</b>      |
|----------------------------|----------------------|------------------------------|------------------------|-----------------------|
| PEI - Grading              | 8                    | \$1,569,410.72               | \$1,516,589.13         | \$52,821.59           |
| PEI - Drainage & Utilities | 21                   | \$10,175,283.28              | \$9,694,531.12         | \$480,752.16          |
| PEI - Roadways             | 14                   | \$8,661,680.27               | \$7,832,592.02         | \$829,088.25          |
| EDI - Landscape            | 17                   | \$2,034,220.73               | \$1,614,426.93         | \$419,793.80          |
|                            |                      |                              |                        |                       |
|                            |                      |                              |                        |                       |
|                            |                      |                              |                        |                       |
| <b>Total</b>               |                      | <b>\$22,440,595.00</b>       | <b>\$20,658,139.20</b> | <b>\$1,782,455.80</b> |

## Sky Ranch Community Authority Board Summary of Contract Changes

### Change Order Log

| #            | Contractor                 | Original Contract Amount | Executed CO's         |      | New Contract           |      |
|--------------|----------------------------|--------------------------|-----------------------|------|------------------------|------|
|              |                            |                          | Amount                | Days | Amount                 | Days |
| 1            | PEI - Grading              | \$1,418,885.53           | \$150,525.19          | 33   | \$1,569,410.72         | 33   |
| 2            | PEI - Drainage & Utilities | \$8,971,057.30           | \$1,204,225.98        | 79.5 | \$10,175,283.28        | 79.5 |
| 3            | PEI - Roadways             | \$8,368,649.67           | \$293,030.60          | 38   | \$8,661,680.27         | 38   |
| 4            | EDI - Landscape            | \$1,633,252.04           | \$400,968.69          | 133  | \$2,034,220.73         | 133  |
| 5            |                            |                          |                       |      |                        |      |
| 6            |                            |                          |                       |      |                        |      |
| 7            |                            |                          |                       |      |                        |      |
| <b>Total</b> |                            | <b>\$20,391,844.54</b>   | <b>\$2,048,750.46</b> |      | <b>\$22,440,595.00</b> |      |

### Potential Change Order Log

| #                                    | Contractor                 | Current Contract       | Days | Potential Change Orders |      | Potential Contract     |      |
|--------------------------------------|----------------------------|------------------------|------|-------------------------|------|------------------------|------|
|                                      |                            |                        |      | Amount                  | Days | Amount                 | Days |
| 1                                    | PEI - Grading              | \$1,569,410.72         | 33   | \$0.00                  | 0    | \$1,569,410.72         | 33   |
| 2                                    | PEI - Drainage & Utilities | \$10,175,283.28        | 80   | \$0.00                  | 0    | \$10,175,283.28        | 80   |
| 3                                    | PEI - Roadways             | \$8,661,680.27         | 38   | \$0.00                  | 0    | \$8,661,680.27         | 38   |
| 4                                    | EDI - Landscape            | \$2,034,220.73         | 229  | \$233,532.55            | 106  | \$2,267,753.28         | 335  |
| 5                                    |                            |                        |      |                         |      |                        |      |
| 6                                    |                            |                        |      |                         |      |                        |      |
| 7                                    |                            |                        |      |                         |      |                        |      |
| <b>Total</b>                         |                            | <b>\$22,440,595.00</b> |      | <b>\$233,532.55</b>     |      | <b>\$22,674,127.55</b> |      |
| Potential Total of All Change Orders |                            |                        |      |                         |      | <b>\$233,532.55</b>    |      |

### Force Account Log

| #            | Contractor                 | Original Amount | Change        | New Balance   |
|--------------|----------------------------|-----------------|---------------|---------------|
| 1            | PEI - Grading              | \$0.00          | \$0.00        | \$0.00        |
| 2            | PEI - Drainage & Utilities | \$0.00          | \$0.00        | \$0.00        |
| 3            | PEI - Roadways             | \$0.00          | \$0.00        | \$0.00        |
| 4            | EDI - Landscape            | \$85.00         | \$0.00        | \$85.00       |
| 5            |                            |                 |               |               |
| 6            |                            |                 |               |               |
| 7            |                            |                 |               |               |
| <b>Total</b> |                            |                 | <b>\$0.00</b> | <b>\$0.00</b> |