

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH METROPOLITAN DISTRICT NO. 3 HELD AUGUST 13, 2021

A special meeting of the Board of Directors (“Board”) of the Sky Ranch Metropolitan District No. 3 (“District”) was convened on Friday, the 13<sup>th</sup> day of August 2021, at 8:30 a.m. at Pure Cycle Corporation, 34501 E. Quincy Ave., Bldg. 34, Watkins, CO 80137. Due to the concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this 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  
Scott Lehman, Secretary  
Dirk Lashnits, Assistant Secretary  
Kevin McNeill, Assistant Secretary (new appointee)

Absent and excused was Director Joe Knopinski.

Also in Attendance Were:

Lisa Johnson, Celeste Terrell, and Cathee Sutton (for a portion of the meeting);  
CliftonLarsonAllen LLP (“CLA”)  
Suzanne Meintzer, Esq.; McGeady Becher P.C.  
Andrew Gaittens (for a portion of the meeting); Independent District  
Engineering Services, LLC (“IDES”)  
Deb Saya; Pure Cycle Corporation

Members of the Public: Ryan Funk, Barb Patton, Aicha Diakite, Jennifer Kennifer, Rebekah Baker-White, Tim Wallace, Paula Diaz, Jordan Zarnoch, Nicole Milligan, and Tanya Craig.

ADMINISTRATIVE  
MATTERS

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 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. Attorney Meintzer noted that all Directors’ Disclosure Statements were filed. 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

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agenda for the District's special meeting.

Following discussion, upon a motion made by Director Lashnits, seconded by Director Lehman and, upon vote, unanimously carried the Board approved the agenda as presented, and excused the absence of Director Knopinski.

The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board determined that due to the ongoing concerns regarding the spread of COVID-19 and the benefits to the control of the spread of the virus by limiting in-person contact, certain Board members and consultants of the Board would attend this meeting in person at the above-referenced location, and 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.

**Public Comment:** There was no public comment.

**Board Vacancy:** Attorney Meintzer reported that a Notice of Vacancy was published, and no letters of interest were received by the deadline. Following discussion, upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board appointed Kevin McNeill to fill the vacant seat on the Board of Directors. The Oath of Office was administered.

**Appointment of Officers:** Following discussion, upon a motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board set the same slate of officers and appointed Director Kevin McNeill as Assistant Secretary.

### CONSENT AGENDA

The Board considered the following Consent Agenda Items:

- **Minutes of the February 12, 2021 Special Meeting**

Following discussion, upon a motion duly made by Director Harding, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the Consent Agenda item as listed above.

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### LEGAL MATTERS

**Second Amended and Restated Community Authority Board Establishment Agreement by and between Sky Ranch Metropolitan District No. 1, Sky Ranch Metropolitan District No. 3, and Sky Ranch Metropolitan District No. 5 (“CABEA Amendment”):** Attorney Meintzer presented and summarized the CABEA Amendment to the Board. Following discussion, upon a motion duly made by Director Lehman, seconded by Director Harding and, upon vote, unanimously carried, the Board approved the Second Amended and Restated Community Authority Board Establishment Agreement by and between Sky Ranch Metropolitan District No. 1, Sky Ranch Metropolitan District No. 3, and Sky Ranch Metropolitan District No. 5.

**Appointment of Member from the Board of Directors of Sky Ranch Metropolitan District No. 3 to the Board of Directors of the Sky Ranch Community Authority Board and Adoption of Resolution No. 2021-08-01, A Resolution of the Board of Directors of Sky Ranch Metropolitan District No. 3 Appointing Member to the Sky Ranch Community Authority Board of Directors:** Attorney Meintzer discussed the appointment and reviewed the Resolution with the Board. Following review and discussion, upon a motion duly made by Director Harding, seconded by Director Lehman and, upon vote, unanimously carried, the Board appointed Director Dirk Lashnits to the Sky Ranch Community Authority Board and adopted Resolution No. 2021-08-01, a Resolution of the Board of Directors of Sky Ranch Metropolitan District No. 3 Appointing Member to the Sky Ranch Community Authority Board of Directors, as presented.

### OTHER BUSINESS

**Confirm Quorum for November 12, 2021 Board Meeting:** The Board confirmed a quorum for the November 12, 2021 Board Meeting.

### ADJOURNMENT

There being no further business to come before the Board, upon a motion duly made by Director Harding, seconded by Director Lehman and, upon vote, unanimously carried, the meeting was adjourned at 9:36 a.m.

Respectfully submitted,

By:   
Secretary for the Meeting

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Subject: Please DocuSign: Sky Ranch MD 3 - Minutes - 08-13-2021 - Special Mtg (MD3) (final).docx	
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Client Number: 011-045658-OS09-2022	
Source Envelope:	
Document Pages: 3	Signatures: 1
Certificate Pages: 4	Initials: 0
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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
Envelope Sent	Hashed/Encrypted	3/3/2022 7:42:21 PM
Certified Delivered	Security Checked	3/4/2022 9:34:58 AM
Signing Complete	Security Checked	3/4/2022 9:35:05 AM
Completed	Security Checked	3/4/2022 9:35:05 AM
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