

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH COMMUNITY AUTHORITY BOARD (“CAB”) HELD SEPTEMBER 11, 2020

The special 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 11th day of September, 2020, 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 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
Joe Knopinski
Kevin McNeill
Scott Lehman
Dirk Lashnits

Also In Attendance Were:

Lisa Johnson and Cathee Sutton; CliftonLarsonAllen LLP
Suzanne Meintzer, Esq.; McGeady Becher P.C.
Barrett Marrocco; Independent District Engineering Services, LLC
 (“IDES”)
Rick Dinkel; Pure Cycle Corporation

**DISCLOSURE OF
POTENTIAL
CONFLICTS OF
INTEREST**

Disclosure of Potential Conflicts of Interest:

Attorney Meintzer 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. Attorney Meintzer 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. Attorney Meintzer noted that all Directors’ Disclosure Statements have been filed. No additional conflicts were disclosed at the meeting.

RECORD OF PROCEEDINGS

ADMINISTRATIVE MATTERS

Agenda, Location of Meeting and Posting of Meeting Notice:

Ms. Johnson presented for the Board's review and approval, a proposed amended Agenda for the CAB's Special Meeting.

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the Agenda as amended and determined that due to the ongoing 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, 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 location or any requests that the meeting place be changed were received from taxpaying electors within the District's boundaries.

CONSENT AGENDA

The Board considered the following actions:

Approve the Minutes from the August 14, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the Consent Agenda items, subject to the amendment of the August 14, 2020 Special Meeting Minutes as discussed by Director Knopinski.

FINANCIAL MATTERS

Schedule of cash position, accounts receivable summaries, property tax schedules, and developer advance schedule through June 30, 2020 updated as of September 1, 2020:

Ms. Sutton presented the Board with the financial information.

RECORD OF PROCEEDINGS

Following review and discussion, upon motion duly made by Director Harding, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the schedule of cash position, accounts receivable summaries, property tax schedules, and developer advance schedule through June 30, 2020, updated as of September 1, 2020.

Payables from August 15, 2020 through September 2, 2020 in the amount of \$658,864.34:

The Board reviewed the payables.

Following review and discussion, upon motion duly made by Director Knopinski, seconded by Director McNeill and, upon vote, unanimously carried, the Board approved the payables from August 15, 2020 through September 2, 2020 in the amount of \$658,864.34.

2021 Budget Process pursuant to the Amended & Restated Sky Ranch Authority Board Establishment Agreement (the "CABEA"):

The Board discussed the 2021 Budget process pursuant to the CABEA.

CONSTRUCTION MATTERS

Project Manager's Report:

Director Lashnits presented the Project Manager's Report.

Task Order No. 18 to the Master Service Agreement ("MSA") with KT Engineering, LLC for survey for landscape, dry utilities and as-builts in the amount of \$13,425.00:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Task Order No. 18 to the MSA with KT Engineering, LLC for survey for landscape, dry utilities and as-builts in the Amount of \$13,425.00.

Drainage and Utilities:

- 1. Change Order No. 26 to the Drainage and Utilities Construction Contract with Premier Earthworks & Infrastructure, Inc. ("PEI") in the amount of \$53,293.94 for changing the design of the concrete apron at the pedestrian path below Monaghan:*

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Change Order No. 26 to the Drainage and Utilities Construction Contract with PEI in the amount of \$53,293.94 for changing the design of the concrete apron at the pedestrian path below Monaghan.

2. Pay Application No. 28 to the Drainage and Utilities Construction Contract with PEI in the amount of \$60,423.60 (Partial Retainage Release):

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 28 to the Drainage and Utilities Construction Contract with PEI in the amount of \$60,423.60 (Partial Retainage Release).

3. Pay Application No. 29 to the Drainage and Utilities Construction Contract with PEI in the amount of \$7,955.48:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 29 to the Drainage and Utilities Construction Contract with PEI in the amount of \$7,955.48.

Roadway Improvements:

1. Change Order No. 17 to the Roadways Construction Contract with PEI in the amount of \$29,676.90 for adding range points:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Change Order No. 17 to the Roadways Construction Contract with PEI in the amount of \$29,676.90 for adding range points, as required by the County.

2. Pay Application No. 23 to the Roadway Improvements Construction Contract with PEI in the amount of \$109,318.31 (Partial Retainage Release):

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 23 to the Roadway Improvements Construction Contract with PEI in the amount of \$109,318.31 (Partial Retainage Release).

3. Pay Application No. 24 to the Roadway Improvements Construction Contract with PEI in the amount of \$28,193.06:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 24 to the Roadway Improvements Construction Contract with PEI in the amount of \$28,193.06.

Grading/Earthwork:

There were no items presented for the Board's consideration.

Landscape Improvements:

Phase I

1. Pay Application No. 18 to the Landscape Improvements Contract with Environmental Design Inc. ("EDI") in the amount of \$14,914.90:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 18 to the Landscape Improvements Contract with EDI in the amount of \$14,914.90.

Phase II

1. Pay Application No. 4 to the Landscape Improvements Contract with EDI in the amount of \$35,344.28:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 4 to the Landscape Improvements Contract with EDI in the amount of \$35,344.28.

RECORD OF PROCEEDINGS

Phase III

1. Change Order No. 6 to the Landscape Improvements Contract with EDI for Pocket Park signage design changes, engineering observations, boulder placements, adding electrical service to POC2, POC9 and a meter for a park light in the amount of \$25,841.71:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Change Order No. 6 to the Landscape Improvements Contract with EDI for Pocket Park signage design changes, engineering observations, boulder placements, adding electrical service to POC2, POC9 and a meter for a park light in the amount of \$25,841.71.

2. Pay Application No. 4 to the Landscape Improvements Contract with EDI in the amount of \$243,005.86:

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 4 to the Landscape Improvements Contract with EDI in the amount of \$243,005.86.

Engineers Report:

Mr. Marrocco presented the Engineer's Report to the Board.

COMMUNITY MANAGEMENT

The Board reviewed the Community Manager's report provided by Ms. Herman.

LEGAL MATTERS

Status of Service Plan Amendment Process:

The Board discussed the status of the Service Plan Amendment process as well as inclusions and exclusions of property for various Districts, relating to the phasing of development.

2021 Insurance Renewal:

The Board discussed the 2021 insurance renewal and property schedule assessment. Ms. Johnson will provide Mr. Lashnits with the spreadsheet needed to complete the assessment.

RECORD OF PROCEEDINGS

Community Meeting:

The Board discussed a recent Community Meeting, noting members of the CAB Board were present.

Attorney Meintzer and Ms. Johnson discussed open meeting laws requirements with the Board, and recommended that, when there would be the potential for a quorum of the Board at Community Meetings, and the potential that information related to the CAB could be discussed, the Board should consider posting a Notice of Work Session or Special Meeting of the CAB.

The Board noted that community members were invited to the Community Meeting, and recognized that, given the number of community members who attended the meeting, the intent behind the public notice requirements of the open meeting laws was likely achieved and substantially complied with.

The Board acknowledged that the recent Community Meeting was held and determined to post the Minutes of the meeting on the CAB's website for the benefit of community members.

OTHER BUSINESS

Confirm Quorum for October 9, 2020 Board Meeting.

The Board confirmed a quorum for the October 9, 2020 Board Meeting at 8:30 a.m. to be held via teleconference and in person.

ADJOURNMENT

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

Respectfully submitted,

DocuSigned by:
By: Scott Lehman
D0443E14650C499...
Secretary for the Meeting