

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH METROPOLITAN DISTRICT NO. 3 (“MD3”) HELD NOVEMBER 12, 2021

A special meeting of the Board of Directors (referred to hereafter as the “Board”) of The Sky Ranch Metropolitan District No. 3 convened on Friday, the 12th day of November 2021, at 8:30 a.m. at Pure Cycle Corporation, 34501 E. Quincy Ave., Bldg. 34, 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
Joe Knopinski, Vice President
Scott Lehman, Secretary
Dirk Lashnits, Assistant Secretary

Absent and excused was Director McNeill.

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.
Barrett Marrocco (for a portion of the meeting); Independent District Engineering Services, LLC (“IDES”)
Cyrena Finnegan and Deb Saya; Pure Cycle Corporation

Members of the Public:

Ashley Clement, Ryan Funk, Katherine Funk, Carla MacMillan, Rebekah Baker-White, Spencer Mahaffey, Jordan Ridgeway, Julie Lane, Kelyn Lanier and Imna Rodriguez.

**ADMINISTRATIVE
MATTERS**

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 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 Agenda for the District Board Meeting.

Following discussion, upon a motion duly made by Director Harding, seconded by Director Lehman and, upon vote, unanimously carried the Board approved the Agenda as amended, and excused the absence of Director McNeill.

RECORD OF PROCEEDINGS

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

Upon a motion duly made by Director Harding, seconded by Director Lehman 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.

Public Comment: There was no public comment.

Master Service Agreement with CliftonLarsonAllen LLP and Related Statements of Work for Accounting and Management Services: Ms. Johnson presented the Master Service Agreement to the Board. Following review and discussion, upon a motion duly made by Director Lashnits, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the Master Service Agreement with CliftonLarsonAllen LLP for Accounting and Management Services and the related Statements of Work.

Resolution No. 2021-11-01 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 Friday of November 2022 at 8:30 a.m. to be held both virtually and physically at the office of Pure Cycle Corporation, 34501 E. Quincy Avenue, Building 34, Watkins, Colorado 80137. Upon a motion duly made by Director Harding, seconded by Director Knopinski and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-01 Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices.

District insurance and Special District Association ("SDA") Membership: Following discussion, the Board directed the staff of CliftonLarsonAllen LLP to renew the District's insurance and SDA membership for 2022.

- **Exclusion of Uncompensated Public Officials Form and Resolution No. 2021-11-02:** Upon a motion duly made by Director Lashnits, seconded by Director Lehman and, upon vote, unanimously carried, the Board approved the Exclusion of Uncompensated Public Officials form, adopted the associated Resolution No. 2021-11-02, and authorized its submittal.

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

RECORD OF PROCEEDINGS

CONSENT AGENDA

The Board considered the following items under the Consent Agenda:

- **Minutes from the August 13, 2021 Special Meeting**

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

FINANCIAL MATTERS

Public Hearing on Amendment to 2021 Budget: Ms. Johnson opened the public hearing to consider an amendment to the 2021 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2021 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.

Following discussion, it was determined that no amendment to the 2021 Budget was required.

Public Hearing on 2022 Budget: Ms. Johnson opened the public hearings on proposed 2022 budget.

It was noted that Notice stating that the Board would consider adoption of the 2022 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 2022 Budget 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 adopted Resolution No. 2021-11-03 to Adopt the 2022 Budget and Appropriate Sums of Money, and Resolution No. 2021-11-04 to Set Mill Levies (66.796 mills in the General Fund and 59.540 mills in the Regional Improvements Mill fund, for a total of 126.336 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, 2021. The District Accountant was further directed to transmit the Certification of the Budget to the Division of Local Government no later than January 31, 2022.

Resolution No. 2021-11-05 to Authorize 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 Harding, seconded by Director Lashnits and, upon vote, unanimously

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Client Name: Sky Ranch MD 3	
Client Number: 011-045816-OS04-2022	
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Document Pages: 4	Signatures: 1
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Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	7/6/2022 6:49:45 PM
Certified Delivered	Security Checked	7/6/2022 7:04:44 PM
Signing Complete	Security Checked	7/6/2022 7:04:51 PM
Completed	Security Checked	7/6/2022 7:04:51 PM
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