

**SKY RANCH METROPOLITAN DISTRICT NO. 5
("DISTRICT")**

370 Interlocken Boulevard, Suite 500
Broomfield, Colorado 80021
Tel: 303-466-8822
Fax: 303-466-9797

<https://SkyRanch.colorado.gov>

NOTICE OF SPECIAL MEETING AND AGENDA

DATE: June 13, 2022
TIME: 8:30 a.m.
LOCATION: Pure Cycle Corporation
34501 E. Quincy Avenue
Building 65, Suite A
Watkins, CO 80137

CERTAIN BOARD MEMBERS AND CONSULTANTS OF THE DISTRICT MAY ATTEND THIS MEETING IN PERSON AT THE ABOVE-REFERENCED LOCATION. HOWEVER, CERTAIN OTHER BOARD MEMBERS AND CONSULTANTS OF THE DISTRICT MAY ATTEND THIS MEETING VIA TELECONFERENCE, OR WEB-ENABLED VIDEO CONFERENCE. MEMBERS OF THE PUBLIC WHO WISH TO ATTEND THIS MEETING MAY CHOOSE TO ATTEND VIA TELECONFERENCE OR WEB-ENABLED VIDEO CONFERENCE USING THE INFORMATION BELOW.

ACCESS: You can attend the meeting in any of the following ways:

- 1. To attend via Microsoft Teams video-conference use the below link:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_ZTk1MTExMjMtYzFjMy00YTU0LTliMjQtYmU4ZWYzNWQ1ZjMx%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%227e78628f-89cd-4e97-af6c-60df84b55ffe%22%7d

- 2. To attend via telephone, dial **720-547-5281** and enter the following additional information:

Phone Conference ID: **459 099 650#**

<u>Board of Directors</u>	<u>Office</u>	<u>Term Expires</u>
Mark Harding	President	May 2023
Kevin McNeill	Treasurer	May 2023
Scott Lehman	Secretary	May 2023
Dirk Lashnits	Assistant Secretary	May 2025
Joe Knopinski	Assistant Secretary	May 2025

I. ADMINISTRATIVE MATTERS

- A. Present Disclosures of Potential Conflicts of Interest.
- B. Confirm quorum, location of the meeting, and posting of meeting notice. Approve Agenda.
- C. Discuss May 3, 2022 Board of Directors Election.
- D. Confirm filing of Oaths of Office.
- E. Discuss and consider appointment of officers:

<u>Office:</u>	
President	
Treasurer	
Secretary	
Assistant Secretary	
Assistant Secretary	

- F. Consider appointing District No. 5 Board Members to the Board of Directors of the Sky Ranch Community Authority Board; Consider adoption of Resolution regarding same (if necessary).
- G. Consider adoption of Resolution No. 2022-06-__, Resolution of the Board of Directors of Sky Ranch Metropolitan District No. 5 Amending the Regular Meeting Location (enclosure).

II. CONSENT AGENDA

- A. Consider approval of the Minutes from the November 12, 2021 Special Meeting (enclosure).

III. PUBLIC COMMENT

A. Public Comment.

Members of the public may express their views to the Board on matters that affect the District that are otherwise not on the agenda. Comments will be limited to three (3) minutes per person.

IV. FINANCIAL MATTERS

A. Ratify acceptance of the 2021 Application for Exemption from Audit.

B. Other.

V. LEGAL MATTERS

A. Other.

VI. OTHER BUSINESS

A. Discuss next meeting date and confirm quorum – November 11, 2022.

VII. ADJOURNMENT

THE NEXT MEETING IS SCHEDULED FOR NOVEMBER 11, 2022

RESOLUTION NO. 2022-06-__

**RESOLUTION OF THE BOARD OF DIRECTORS OF
THE SKY RANCH COMMUNITY METROPOLITAN DISTRICT NO. 5 AMENDING
REGULAR MEETING LOCATION**

A. Pursuant to Section 32-1-903(1.5), C.R.S., special districts are required to designate a schedule for regular meetings, indicating the dates, time and location of said meetings.

B. Pursuant to Section 32-1-903(5), C.R.S., “location” means the physical, telephonic, electronic, or virtual place, or a combination of such means where a meeting can be attended. “Meeting” has the same meaning as set forth in Section 24-6-402(1)(b), C.R.S., and means any kind of gathering, convened to discuss public business, in person, by telephone, electronically, or by other means of communication.

C. Pursuant to Section 24-6-402(2)(c)(I), C.R.S., special districts are required to designate annually at the board of directors of the district’s first regular meeting of each calendar year, the public place at which notice of the date, time and location of regular and special meetings (“**Notice of Meeting**”) will be physically posted at least 24 hours prior to each meeting (“**Designated Public Place**”). A special district is deemed to have given full and timely notice of a regular or special meeting if it posts its Notice of Meeting at the Designated Public Place at least 24 hours prior to the meeting.

D. The provisions of Section 32-1-903(1.5), C.R.S., may be waived if: (1) the proposed change of the physical location of a meeting of the board appears on the agenda of a meeting; and (2) a resolution is adopted by the board stating the reason for which meetings of the board are to be held in a physical location other than under Section 32-1-903(1.5), C.R.S., and further stating the date, time and physical location of such meeting.

E. A special meeting of the Board of Directors of Sky Ranch Metropolitan District No. 3 was held on November 12, 2021, wherein at such meeting, the Board of Directors of the District adopted Resolution No. 2021-11-01 Establishing Regular Meeting dates, Time, and Location, and Designating Location for Posting of 24-Hour Notices.

F. The Resolution specified the physical meeting location be held at the offices of Pure Cycle Corporation, 34501 E. Quincy Avenue, Building 34, Watkins, Colorado 80137.

G. The CAB desires to adopt a resolution amending its meeting location.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Sky Ranch Metropolitan District No. 5 (the “**District**”), Arapahoe County, Colorado:

1. That the provisions of Section 32-1-903(1.5), C.R.S., be waived pursuant to the adoption of this Resolution.

2. That the Board of Directors (the “**District Board**”) has determined that conducting meetings at a physical location pursuant to Section 32-1-903(1.5), C.R.S., would be

inconvenient and costly for the directors and consultants of the District in that they live and/or work outside of the twenty (20) mile radius requirement.

3. That the regularly scheduled meetings of the District Board for the year 2022 shall be held at the offices of Pure Cycle Corporation 34501 E. Quincy Avenue, Building 65, Suite A, Watkins, Colorado 80137 and via video or telephone conference.

4. That all other provisions of Resolution No. 2021-11-01 Establishing Regular Meeting Dates, Time, and Location, and Designating Location for Posting of 24-Hour Notices remain in effect unless and until the CAB Board makes a determination to further amend, restate, or terminate the Resolution.

5. That special meetings of the District Board shall be held as often as the needs of the District require, upon notice to each director.

6. That, until circumstances change, and a future resolution of the District Board so designates, the physical location and/or method or procedure for attending meetings of the District Board virtually (including the conference number or link) shall appear on the agenda(s) of said meetings.

7. That the residents and taxpaying electors of the District shall be given an opportunity to object to the meeting(s) physical and virtual location(s), and any such objections shall be considered by the District Board in setting future meetings.

[SIGNATURE PAGE FOLLOWS]

[SIGNATURE PAGE TO RESOLUTION AMENDING MEETING LOCATION]

RESOLUTION APPROVED AND ADOPTED on June 13, 2022.

**SKY RANCH METROPOLITAN
DISTRICT NO. 5**

By: _____
President

Attest:

Secretary

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SKY RANCH METROPOLITAN DISTRICT NO. 5 (“MD5”) 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. 5 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 Lashmits, 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, 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 the 2021 Budget: Ms. Johnson opened the public hearing to consider the amendment of 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.

Ms. Sutton presented the proposed amendment to the 2021 Budget. 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 Amend the 2021 Budget.

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 Lehman and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-04 to Adopt the 2022 Budget and Appropriate Sums of Money, and Resolution No. 2021-11-05 to Set Mill Levies (66.796 mills in the General Fund and 59.540 mills in the Regional Improvement Mills 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 the County Commissioners of Arapahoe County not later than December 15, 2021. The District Accountant was further directed to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2022.

Resolution No. 2021-11-06 to Authorize Imposition of the Regional Improvements

RECORD OF PROCEEDINGS

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 carried, the Board adopted Resolution No. 2021-11-06 to Authorize Imposition of the Regional Improvements Mill Levy in Accordance with the Service Plan.

Preparation of 2023 Budget: Upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget.

2021 Audit Exemption: Following review and discussion, upon a motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2021 audit exemption application and authorized its submittal.

DLG-70 Certification of Tax Levies: Upon a motion duly made by Director Harding, seconded by Director Knopinski and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare the DLG-70 Certification of Tax Levies for certification to the Board of County Commissioners and other interested parties.

LEGAL MATTERS

May 3, 2022 Regular Director Election Regarding New Legislative Requirements and Related Expenses for Same: Attorney Meintzer presented the new legislative requirements and related expenses.

Resolution No. 2021-11-07 Calling May 3, 2022 Election for Directors: Following review and discussion, upon a motion duly made by Director Lashnits, seconded by Director Lehman and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-11-07 Calling May 3, 2022 Election for Directors, Appointing Jessie Stamper as the Designated Election Official (“DEO) and Authorizing the DEO to perform all tasks required for the conduct of a mail ballot election.

OTHER BUSINESS

Quorum for November 11, 2022 Meeting: The Board confirmed a quorum for the November 11, 2022 meeting.

ADJOURNMENT

There being no further business to come before the Board at this time, following a motion duly made by Director Lehman, seconded by Director Harding and, upon vote, unanimously carried, the Board adjourned the meeting at 9:50 a.m.

Respectfully submitted,

By: _____
Secretary for the Meeting