

## 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 DECEMBER 13, 2019

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 December, 2019, 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 (via speakerphone)  
Dirk Lashnits  
Scott Lehman

**Also In Attendance Were:**

Lisa A. Johnson and Peggy Ripko; Special District Management Services, Inc.

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

Rick Dinkel; Pure Cycle Corporation

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

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**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.

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**ADMINISTRATIVE  
MATTERS**

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

## RECORD OF PROCEEDINGS

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

**Approval of Meeting Location:** The Board entered into a discussion regarding the requirements of §32-1-903(1), C.R.S., concerning the location of the CAB's Board meeting. Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lehman and, upon vote, unanimously carried, the Board determined that because there was not a suitable or convenient location within the CAB's boundaries or within the county in which the CAB is located, or within 20 miles from the CAB's boundaries to conduct this meeting, the meeting would be held at the above-stated location. The Board further noted that notice of this meeting was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within the CAB's boundaries.

**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 November 8, 2019 Special Meeting.

The Board deferred action at this time.

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### **FINANCIAL MATTERS**

**Unaudited Financial Statements:** The Board reviewed the unaudited financial statements through the period ending October 31, 2019.

Following review and discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board accepted the unaudited financial statements through the period ending October 31, 2019.

**Claims:** The Board considered approval of the payment of claims for the period beginning November 9, 2019 through December 13, 2019, as follows:

|                        |                        |
|------------------------|------------------------|
| General Fund:          | \$ 27,678.29           |
| Debt Service Fund:     | \$ -0-                 |
| Capital Projects Fund: | <u>\$ 1,875,447.95</u> |
| <b>Total:</b>          | <b>\$ 1,903,126.24</b> |

## RECORD OF PROCEEDINGS

---

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

**2019 Audit:** The Board reviewed the engagement letter from Haynie & Company to prepare the 2019 audit.

Following discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved the engagement letter with Haynie & Company to prepare the 2019 audit for an amount not to exceed \$4,900.00.

### **LEGAL MATTERS**

**Amended and Restated Operations and Maintenance Fees Resolution:** The Board reviewed the Amended and Restated Operations and Maintenance Fees Resolution.

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board ratified the adoption of the Amended and Restated Operations and Maintenance Fees Resolution.

**County/Developer Intergovernmental Agreement (“IGA”) for the I-70 and Monaghan Road 1601 Interchange Study:** The Board and staff discussed the Intergovernmental Agreement for the I-70 and Monaghan Road 1601 Interchange Study. The Board provided direction to Attorney McGeady on how to proceed with this IGA.

**Continuing Disclosure Resolution:** Attorney Meintzer presented the Continuing Disclosure Resolution associated with the 2019 Bonds.

Following discussion, upon motion duly made by Director Harding, seconded by Director Lashnits and, upon vote, unanimously carried, the Board adopted the Continuing Disclosure Resolution.

### **CONSTRUCTION MATTERS**

**Project Managers Report:** Director Lashnits presented the Project Manager’s Report and gave an update on the Project. A copy of the Project Manager’s Report, dated December 13, 2019, is attached hereto and incorporated herein by this reference.

## RECORD OF PROCEEDINGS

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### **Drainage and Utilities**

*Pay Application No. 18 to the Drainage and Utilities Contract with Premier Earthworks & Infrastructure, Inc.:* Mr. Marrocco presented to the Board Pay Application No. 18 to the Drainage and Utilities Contract with Premier Earthworks & Infrastructure, Inc.

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board approved Pay Application No. 18 to the Drainage and Utilities Contract with Premier Earthworks & Infrastructure, Inc., in the amount of \$6,818.53.

### **Roadway Improvements:**

*Pay Application No. 13 to the Roadway Improvements Contract with Premier Earthworks & Infrastructure, Inc.:* Mr. Marrocco reviewed with the Board Pay Application No. 13 to the Roadway Improvements Contract with Premier Earthworks & Infrastructure, Inc.

Following discussion, upon motion duly made by Director Knopinski, seconded by Director Lashnits and, upon vote, unanimously carried, the Board approved Pay Application No. 13 to the Roadway Improvements Contract with Premier Earthworks & Infrastructure, Inc., in the amount of \$561,875.66.

### **Landscape Improvements:**

*Change Order No. 15 to the Landscape Improvements Contract with Environmental Designs, Inc. ("EDI"):* Mr. Marrocco reviewed with the Board Change Order No. 15 to the Landscape Improvements Contract with EDI.

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board approved Change Order No. 15 to the Landscape Improvements Contract with EDI, in the amount of \$11,343.23 for engineering, grading fixes, irrigation repairs and T&M work at the Park.

*Pay Application No. 8 to the Landscape Improvements Contract with EDI:* Mr. Marrocco reviewed with the Board Pay Application No. 8 to the Landscape Improvements Contract with EDI.

## RECORD OF PROCEEDINGS

---

Following discussion, upon motion duly made by Director Lashnits, seconded by Director Harding and, upon vote, unanimously carried, the Board approved Pay Application No. 8 to the Landscape Improvements Contract with EDI, in the amount of \$69,097.00.

**Engineers Report:** Mr. Marrocco presented to the Board the Engineer's Report. A copy of the Engineer's Report, dated December 13, 2019, is attached hereto and incorporated herein by this reference.

**Consulting Agreements:** The Board determined there were no matters to discuss.

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### **COMMUNITY MANAGEMENT**

**Community Manager's Report:** Ms. Ripko presented the Community Manager's Report. She also discussed with the Board a flat fee billing arrangement for community management services with Special District Management Services, Inc.

The Board asked Ms. Ripko to provide a proposal for flat fee services related to community management services and present at the January meeting.

**Design Review Forms:** Ms. Ripko reported that three forms have been received for review and approval to date.

**Tracking of Website Visitors:** Ms. Johnson presented a report that tracks the number of visitors to the CAB website. She will include this report in the monthly Board packet going forward.

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### **OTHER MATTERS**


There were no other matters to discuss.

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### **ADJOURNMENT**

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

Respectfully submitted,

By:   
Secretary for the Meeting