

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CANYON PINES METROPOLITAN DISTRICT HELD NOVEMBER 23, 2022

A regular meeting of the Board of Directors of the Canyon Pines Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, the 23rd day of November, 2022, at 10:00 a.m. This District Board meeting was held via Zoom. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Chad Ellington, President
Todd Johnson, Treasurer
Nathan Laudick, Secretary
Robert Laudick, Assistant Secretary
Thomas W. “Terry” Ten Eyck, Assistant Secretary

Also In Attendance Were:

Peggy Ripko (via Zoom) and Karen Steggs (In Person); Special District Management Services, Inc.

Jennifer L. Ivey, Esq.; Icenogle Seaver Pogue, P.C. (via Zoom)

Joy Tatton; Simmons & Wheeler, P.C. (via Zoom)

Mitch Jones and Brandon Collins; Independent District Engineering Services, LLC (via Zoom)

Sam Sharp and Mike Ryan; Piper Sandler & Co.

Jutta Ivey, Kathy Burris, and Debra Wyatte, members of the public

PUBLIC COMMENTS

Ms. Burris stated that the physical posting of the meeting notice was incorrectly located on Jefferson County Open Space. Ms. Ivey confirmed that the official posting place for meeting notices was set by the Board as the District’s website. Ms. Ripko confirmed that notice of the meeting was posted to the District’s website and advised that she would look into the erroneous posting on Jefferson County Open Space.

RECORD OF PROCEEDINGS

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures 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. Ms. Ripko noted that a quorum was present and requested members of the Board 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 Ivey noted that all Directors' Disclosure Statements had been filed. No additional conflicts were disclosed at the meeting. Additionally, Attorney Ivey noted prior to action on the items that pursuant §§ 24-18-109(3)(b) and 24-18-110, C.R.S. the directors had complied with the voluntary disclosure requirements related to their conflicts of interest and that participation of the directors in the vote on various matters is necessary to enable the Board of Directors to act.

ADMINISTRATIVE MATTERS

Agenda: Ms. Ripko distributed, for the Board's review and approval, a proposed agenda for the District's Regular Meeting.

Following discussion, upon motion duly made by Director Nathan Laudick, seconded by Director Ten Eyck and, upon vote, unanimously carried, the agenda was approved, as presented.

Minutes: The Board reviewed the minutes of the October 17, 2022 Special Meeting and October 26, 2022 Regular Meeting.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the minutes of the October 17, 2022 Special Meeting and October 26, 2022 Regular Meeting were approved, as presented.

2023 Annual Resolution of the Board of Directors of the Canyon Pines Metropolitan District: Attorney Ivey discussed with the Board the 2023 Annual Resolution of the Board of Directors of the Canyon Pines Metropolitan District.

Following discussion, upon motion duly made by Director Ten Eyck seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board adopted the 2023 Annual Resolution of the Board of Directors of Canyon Pines Metropolitan District.

Election of Officers: The Board entered into discussion regarding the appointment of officers.

RECORD OF PROCEEDINGS

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the following slate of officers was elected:

President	Chad Ellington
Treasurer	Todd Johnson
Secretary	Nathan Laudick
Assistant Secretary	Robert Laudick
Assistant Secretary	Thomas W. "Terry" Ten Eyck

Regular Meeting Date/Location: The Board discussed the regular meeting dates and time.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board determined to meet on the fourth Wednesday of each month, at 10:00 a.m., via Zoom.

DLG-70 Mill Levy Certification Form: The Board considered authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

Preparation of the 2024 Budget: The Board discussed the preparation of the 2024 Budget.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2024 Budget and set the date for the public hearing for the November 22, 2023 Board meeting.

FINANCIAL MATTERS

Claims: Ms. Ripko reviewed with the Board the payment of claims for the period ending November 30, 2022, in the amount of \$28,501.49.

Following discussion, upon motion duly made by Director Nathan Laudick, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board ratified approval of the payment of claims, as presented.

RECORD OF PROCEEDINGS

Unaudited Financial Statements: Ms. Tatton reviewed with the Board the unaudited financial statements for the period ending September 30, 2022.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board accepted the unaudited financial statements for the period ending September 30, 2022.

Expense Tracking Report (ETR) and District Expenditures Verification: Mr. Jones reviewed the Expense Tracking Report and District Expenditures Verification for November 2022, with the Board.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board approved the District Expenditures Verification Report for November 2022, as presented.

2022 Audit: The Board discussed the engagement of Wipfli LLP to prepare the 2022 Audit.

Following review and discussion, upon motion duly made by Director Nathan Laudick, seconded by Director Ten Eyck and, upon vote unanimously carried, the Board approved the engagement of Wipfli LLP to prepare the 2022 Audit, in the amount of \$5,800, subject to Legal Counsel's revisions.

2022 Budget Amendment Hearing: The President opened the public hearing to consider a Resolution to Amend the 2022 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2022 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 this public hearing. There were no comments from the public in attendance and the public hearing was closed.

Following review and discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2022 Budget. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference.

2023 Budget Hearing: The President opened the public hearing to consider the proposed 2023 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of the 2023 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written

RECORD OF PROCEEDINGS

objections were received prior to this public hearing. No public comments were received, and the public hearing was closed.

Ms. Tatton reviewed the estimated 2022 expenditures and the proposed 2023 expenditures.

Following discussion, the Board considered the adoption of the Resolution to Adopt the 2023 Budget and Appropriate Sums of Money and to Set Mill Levies (for the General Fund at 22.265 mills and the Debt Service Fund at 55.664 mills for a total mill levy of 77.929 mills). Upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Resolution was adopted, as discussed, and execution of the Certification of Budget and Certification of Mill Levies was authorized, subject to receipt of final Certification of Assessed Valuation from the County on or before December 10, 2022. Ms. Ripko was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Jefferson County not later than December 15, 2022. Ms. Ripko was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2023. Copies of the adopted Resolutions are attached to these minutes and incorporated herein by this reference.

Requisition No. 12 (under the Series 2021A-2 Bonds) authorizing payment to Canyon Pines Metropolitan District for various capital costs paid in November 2022: The Board discussed and considered approval of Requisition No. 12 (under the Series 2021A-2 Bonds) authorizing payment to Canyon Pines Metropolitan District for various capital costs paid in November 2022.

Following discussion, upon motion duly made by director Nathan Laudick, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board approved Requisition No. 12 (under the Series 2021A-2 Bonds) authorizing payment to Canyon Pines Metropolitan District for various capital costs paid in November 2022, in the amount of \$21,293.25.

LEGAL MATTERS

Resolution to Call the May 2, 2023 Regular Directors' Election: The Board discussed the upcoming election and the Resolution to Call the May 2, 2023 Regular Directors' Election.

Following discussion, upon motion duly made by Director Nathan Laudick, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board adopted the Resolution to Call the May 2, 2023 Regular Directors' Election and appointed Peggy Ripko as the Designated Election Official and authorized her to perform all tasks required for the conduct of a mail ballot election. A copy of the adopted Resolution is attached hereto and incorporated herein by this reference

RECORD OF PROCEEDINGS

Legislative Report: Attorney Ivey reviewed with the Board the Legislative Report. No action was needed.

SB 21-262 Website Compliance: Attorney Ivey reviewed with the Board SB 21-262 website compliance. No action was needed.

Resolution authorizing the issuance of General Obligation Limited Tax Capital Appreciation Bonds, Series 2022, in a maximum aggregate principal amount of \$12,302,000: Ms. Ivey reviewed with the Board a Resolution authorizing the issuance of the District's General Obligation Limited Tax Capital Appreciation Bonds, Series 2022, in a maximum aggregate principal amount of \$12,302,000, for the purposes of paying or reimbursing the costs of public improvements for the District. Mr. Ryan provided the Board an overview of the proposed transaction.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board adopted the Resolution authorizing the issuance of the District's General Obligation Limited Tax Capital Appreciation Bonds, Series 2022, in a maximum aggregate principal amount of \$12,302,000, for the purposes of paying or reimbursing the costs of public improvements for the District.

Additional Documents Necessary for Final Approval and Issuance of the Bonds: Not needed.

CONSTRUCTION MATTERS

Construction Status Report: Mr. Jones reviewed with the Board the Project Status Report dated November, 2022. A copy of the report is attached hereto and incorporated herein by this reference.

Contracts, Task Orders, Work Orders and Change Orders: Mr. Jones discussed the following Agreements, Contracts, Task Orders, Work Orders and Change Orders:

- Consider approval of Master Service Agreement between the District and HydroSystems-KDI, Inc., for an amount not to exceed \$33,600.

Following discussion, upon motion duly made by Director Nathan Laudick, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board approved (or ratified approval of, as appropriate) the Agreements, Contracts, Change Orders, Task Orders and Work Orders listed above.

RECORD OF PROCEEDINGS


OTHER BUSINESS

Cancellation of December 28, 2022 Board Meeting: Following discussion, upon motion duly made by Director Ellington, seconded by Director Nathan Laudick and, upon vote, unanimously carried, the Board cancelled the December 28, 2022 Board Meeting.

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