

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CANYON PINES METROPOLITAN DISTRICT HELD JULY 27, 2021

A special meeting of the Board of Directors of the Canyon Pines Metropolitan District (referred to hereafter as the “Board”) was convened on Tuesday, the 27th day of July, 2021, at 3:30 p.m. Due to 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, the District Board meeting was held by video/telephone conference with all participants attending via video/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Chad Ellington
Thomas W. “Terry” Ten Eyck

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Emily Murphy, Esq.; McGeady Becher P.C.

Joy Tatton; Simmons & Wheeler, P.C.

Brandon Collins; Independent District Engineering Services, LLC

Nathan Laudick; Laudick & Laudick Engineering, LLC (Board Candidate)

Robert Laudick; Laudick & Laudick Engineering, LLC (Board Candidate)

Todd Johnson; Terra Forma Solutions (Board Candidate)

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. Mr. Solin 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

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meeting in accordance with the statute. Attorney Murphy noted that all Directors' Disclosure Statements had been filed and that no additional conflicts were disclosed at the meeting.

PUBLIC COMMENTS

There were no public comments.

ADMINISTRATIVE MATTERS

Agenda: Mr. Solin distributed for the Board's review and approval an Agenda for the District's Special Meeting.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Ellington and, upon vote, unanimously carried, the Agenda was approved, as presented and Director Ellington was appointed Acting President for the meeting.

Location/Manner of Meeting and Posting of Notices: 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. The Board determined that, due to 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, the meeting would be held by video/telephonic means, and encouraged public participation via video or telephone. The Board further noted that notice of the time, date and location/manner of the meeting was duly posted and that the District had not received any objections to the video/telephonic manner of the meeting, or any requests that the video/telephonic manner of the meeting be changed by taxpaying electors within the District boundaries.

Resignation of Director: The Board acknowledged the resignation of Diana Ten Eyck from the Board of Directors, effective as of July 20, 2021.

Resolution No. 2021-07-01, Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices: Mr. Solin reviewed the business to be conducted in 2021 to meet the statutory compliance requirements. Following discussion, the Board determined to meet on the fourth Wednesday of every month at 10:00 a.m. at the offices of Special District Management Services, Inc., 141 Union Blvd., Suite 140, Lakewood, CO 80228.

The Board then considered Resolution No. 2021-07-01, Resolution Establishing 2021 Regular Meeting Dates, Times and Location and Designating Location for Posting of 24-Hour Notices.

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Following review, upon motion duly made by Director Ten Eyck, seconded by Director Ellington and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-07-01, Resolution Establishing 2021 Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices.

Minutes: The Board reviewed the Minutes of the June 24, 2021 Special Meeting and the June 30, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Ten Eyck, seconded by Director Ellington and, upon vote, unanimously carried, the Minutes of the June 24, 2021 Special Meeting and the June 30, 2021 Special Meeting were approved.

FINANCIAL MATTERS

Claims: Ms. Tatton reviewed with the Board the payment of claims for the period beginning May 1, 2021 through July 22, 2021, totaling \$22,358.64.

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

LEGAL MATTERS

Issuance of Limited Tax General Obligation Bonds, Series 2021A-1(3), and Special Improvement District No. 1 Special Assessment Revenue Bonds, Series 2021A-2 (collectively, the “Bonds”):

Issuance of Bonds: Attorney Murphy noted for the Board that the Bonds closed on July 8, 2021.

Canyon Pines Special Improvement District (“SID”):

SID Collection Policies and Procedures: Attorney Murphy discussed with the Board the preparation and implementation of the SID Collection Policies and Procedures. Attorney Murphy will consult with Attorney Lucas regarding same. The Board requested that Special District Management Services, Inc. provide a proposal to manage collections and reporting.

CONSTRUCTION MATTERS

Canyon Pines Infrastructure Project (the “Project”):

Engineering/Project Management Proposals: The Board deferred discussion.

Geotechnical Consultant: The Board discussed the engagement of Ground Engineering Consultants, Inc. as Geotechnical Consultant.

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Following discussion, upon motion duly made by Director Ellington, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board approved the engagement of Ground Engineering Consultants, Inc. as Geotechnical Consultant, for an amount not to exceed \$124,085.

Construction Contract: Mr. Collins reviewed with the Board the bids received for the Project, and recommended that the contract be awarded to Hudick Excavating, Inc., d/b/a HEI Civil (“HEI Civil”).

Following review and discussion, upon motion duly made by Director Ellington, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board awarded the contract to HEI Civil, in an amount not to exceed \$16,659,452.15.

OTHER BUSINESS

There was no other business.

ADMINISTRATIVE MATTERS (CONTINUED)

Board Appointments: It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancies on the Board was made on July 14, 2021 in *The Denver Post*. No Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

Following discussion and upon motion duly made by Director Ten Eyck, seconded by Director Ellington and, upon vote, unanimously carried, the Board appointed qualified individuals Nathan Laudick, Robert Laudick, and Todd Johnson to fill the vacancies on the Board of Directors.

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

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

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

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ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting