

## RECORD OF PROCEEDINGS

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### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE CANYON PINES METROPOLITAN DISTRICT HELD NOVEMBER 22, 2023

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 22<sup>nd</sup> day of November, 2023 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  
Eric Pearson, Assistant Secretary

#### Also In Attendance Were:

AJ Beckman; Public Alliance, LLC.

Jennifer L. Ivey, Esq.; Icenogle Seaver Pogue, P.C.

Joy Tatton; Simmons & Wheeler, P.C.

Brandon Collins and Wes Back; Independent District Engineering Services, LLC

#### PUBLIC COMMENTS

There were no public comments.

#### 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. Beckman 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. Ms. Ivey noted that all Directors’ Disclosure Statements had been filed. No additional conflicts were disclosed at the

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meeting. Additionally, Ms. Ivey noted prior to action on the items that pursuant to §§ 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.

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### ADMINISTRATIVE MATTERS

**Agenda:** Mr. Beckman distributed, for the Board's review and approval, a proposed agenda for the District's Regular Meeting. Mr. Beckman confirmed that the meeting notices with the location of the meeting and agenda items were posted in accordance with law.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Pearson and, upon vote, unanimously carried, the agenda was approved, as presented.

**Minutes:** The Board reviewed the minutes of the October 25, 2023 Regular Meeting Minutes and the October 25, 2023 Annual Meeting Minutes.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Pearson and, upon vote, unanimously carried, the minutes of the October 25, 2023 Regular Meeting and the October 25, 2023 Annual Meeting were approved, as presented.

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### FINANCIAL MATTERS

**Claims:** Ms. Tatton reviewed with the Board the payment of claims for the period ending November 15, 2023, in the amount of \$188,031.61.

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

**2023 Audit:** The Board reviewed the proposal from Wipfli LLP to perform the 2023 Audit.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Pearson and, upon vote, unanimously carried, the Board approved the Engagement Letter with Wipfli LLP to perform the 2023 Audit, in an amount not to exceed \$6,500.

**Expense Tracking Report and District Expenditures Verification:** Mr. Back reviewed the Expense Tracking Report and District Expenditures Verification for November 2023 with the Board.

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Following discussion, upon motion duly made by Director Johnson, seconded by Director Pearson and, upon vote, unanimously carried, the Board approved the Expense Tracking Report and District Expenditures Verification for November 2023, as presented.

**Requisition No. 7 (under the Series 2022(3) Bonds) authorizing payment to Canyon Pines Metropolitan District for various capital costs paid in October 2023:** Ms. Tatton reviewed with the Board Requisition No. 7 (under the Series 2022(3) Bonds) authorizing payment to Canyon Pines Metropolitan District for various capital costs paid in November 2023.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Pearson and, upon vote, unanimously carried, the Board approved Requisition No. 7 (under the Series 2022(3) Bonds) authorizing payment to Canyon Pines Metropolitan District for various capital costs paid in November 2023, in the amount of \$179,371.72.

### **LEGAL MATTERS**

There were no legal matters to discuss at this time.

### **CONSTRUCTION MATTERS**

**Construction Status Report:** Mr. Back reviewed with the Board the Project Status Report dated November 22, 2023. A copy of the report is attached hereto and incorporated herein by this reference.

**Contracts, Task Orders, Work Orders and Change Orders:** Mr. Back reviewed the following Agreements, Contracts, Task Orders, Work Orders and Change Orders:

- Revisions to Consulting Services Agreement between the District and CTL Thompson. It was noted the contractor is requesting certain changes regarding indemnification provisions.
- Ratify approval of Change Order No. 37 to the Contract between the District and Hudick Excavating, Inc., for Type 3 Guardrail quantity deduction, in the amount of (\$59,565.81).
- Ratify approval of Change Order No. 38 to the Contract between the District and Hudick Excavating, Inc., for asphalt repair due to damage caused by dry utility installation, in the amount of \$14,847.00.

Following discussion, upon motion duly made by Director Johnson, seconded by Director Pearson 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.

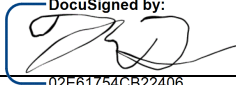
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**OTHER BUSINESS**    None.  
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**ADJOURNMENT**    There being no further business to come before the Board at this time, upon motion duly made by Director Johnson, seconded by Director Pearson and, upon vote, unanimously carried, the meeting was adjourned.

Respectfully submitted,

By  \_\_\_\_\_  
Secretary for the Meeting

DocuSigned by:  
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