

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CANYON PINES METROPOLITAN DISTRICT HELD NOVEMBER 17, 2020

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 17th day of November, 2020, at 9:30 a.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/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Diana K. Ten Eyck
Thomas W. “Terry” Ten Eyck
Charles Church McKay

Following discussion, upon motion duly made by Director McKay, seconded by Director Thomas Ten Eyck and, upon vote, unanimously carried, the absence of Director Gregg Bradbury was excused.

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

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

Joy Tatton; Simmons & Wheeler, P.C.

Wes Back and Elesha Carbaugh-Gonzales; Independent District Engineering Services, LLC

Brandon Dooling; Golden Triangle Construction, Inc.

James Einolf; Great Western Park Metropolitan District No. 2

Jeffrey Nading and Steven Nading; Jefferson Center Metropolitan District No. 1

Jim Loftus, Nathan Laudick and Robert Laudick; Workshop Holdings

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

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 McKay, seconded by Director Thomas Ten Eyck and, upon vote, unanimously carried, the Agenda was approved, as presented.

Location/Manner of Meeting: 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.

Designation of 24-hour Posting Location: Following discussion, upon motion duly made by Director McKay, seconded by Director Thomas Ten Eyck and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted within the boundaries of the District at least 24-hours prior to each meeting at the following location: on a tree east of the orange property access gate, south of the Plainview railroad crossing.

Minutes: The Board reviewed the Minutes of the November 26, 2019 Regular Meeting.

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Following discussion, upon motion duly made by Director Thomas Ten Eyck, seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, the Minutes of the November 26, 2019 Regular Meeting were approved.

Resolution No. 2020-11-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices:

The Board considered Resolution No. 2020-11-01, Resolution Establishing Regular Meeting Dates, Times 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 Tuesday of every month at 9:30 a.m. at Special District Management Services, Inc., 141 Union Boulevard, Suite 150, Lakewood, Colorado, 80228.

Following review, upon motion duly made by Director Thomas Ten Eyck, seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, the Board adopted Resolution No. 2020-11-01, Resolution Establishing Regular Meeting Dates, Times and Location, and Designating Location for Posting of 24-Hour Notices.

McGeady Becher P.C. Document Retention Policy: Attorney Becher presented to the Board the update to the McGeady Becher P.C. Document Retention Policy.

Following discussion, upon motion duly made by Director Thomas Ten Eyck, seconded by Director McKay and, upon vote, unanimously carried, the Board approved the update and directed a copy of the approved, updated McGeady Becher P.C. Document Retention Policy be attached to the minutes of this meeting. Accordingly, a copy of the updated McGeady Becher P.C. Document Retention Policy is attached hereto and incorporated herein by this reference.

§32-1-809, C.R.S. Reporting Requirements, Mode of Eligible Elector Notification for 2021: The Board discussed §32-1-809, C.R.S. reporting requirements and mode of eligible elector notification for 2021.

Following discussion, upon motion duly made by Director Thomas Ten Eyck, seconded by Director McKay and, upon vote, unanimously carried, the Board determined to post the required transparency notice information on the Special District Association's website.

PUBLIC COMMENTS

There were no public comments at this time.

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FINANCIAL MATTERS

Claims: Mr. Solin reviewed with the Board the payment of claims for the period beginning January 1, 2020 through September 21, 2020, totaling \$4,242.90.

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

Cash Position Statement: There was no cash position statement presented.

2019 Application for Exemption from Audit: The Board discussed the Application for Exemption from Audit for 2019.

Following discussion, upon motion duly made by Director Thomas Ten Eyck, seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, the Board ratified the approval of the execution and filing of the Application for Exemption from Audit for 2019.

2020 Application for Exemption from Audit: The Board discussed the requirements for an audit.

Following discussion, upon motion duly made by Director Thomas Ten Eyck, seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare and file the Application for Exemption from Audit for 2020 with the State Auditor.

2021 Budget Preparation: The Board discussed preparation of the 2021 Budget.

Following discussion, upon motion duly made by Director Thomas Ten Eyck, seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, the Board ratified the appointment of the District Accountant to prepare the 2021 Budget.

2020 Budget Amendment: The President opened the public hearing to consider an amendment to the 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider an amendment to the 2020 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. No public comments were received, and the public hearing was closed.

Following discussion, it was determined that an amendment to the 2020 budget was not necessary.

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2021 Budget Hearing: The President opened the public hearing to consider the proposed 2021 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption 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 this public hearing.

No public comments were received, and the public hearing was closed.

Ms. Tatton reviewed the estimated 2020 expenditures and the proposed 2021 expenditures with the Board.

Following discussion, the Board considered the adoption of Resolution No. 2020-11-02 to Adopt the 2021 Budget and Appropriate Sums of Money, and Resolution No. 2020-11-03 to Set Mill Levies, for the General Fund at 65.000 mills and the Debt Service Fund at 0.000 mills, for a total mill levy of 65.000 mills. Upon motion duly made by Director Thomas Ten Eyck, seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, Resolution Nos. 2020-11-02 and 2020-11-03 were 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 Jefferson County on or before December 10, 2020. Mr. Solin was authorized to transmit the Certification of Mill Levies to the Board of County Commissioners of Jefferson County, not later than December 15, 2020. Mr. Solin was also authorized to transmit the Certification of Budget to the Division of Local Government not later than January 30, 2021. Copies of the adopted Resolutions are attached to these minutes and incorporated herein by this reference.

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 Thomas Ten Eyck seconded by Director Diana Ten Eyck 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 2022 Budget: The Board discussed the preparation of the 2022 Budget.

Following discussion, upon motion duly made by Director Thomas Ten Eyck, seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, the

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Board appointed the District Accountant to prepare the 2022 Budget and set the date for the public hearing for November 16, 2021.

LEGAL MATTERS

Fifth Amendment to 2016 Operation Funding Agreement between the District and Canyon Pines, LLC: Attorney Becher reviewed with the Board the Fifth Amendment to 2016 Operation Funding Agreement between the District and Canyon Pines, LLC.

Following discussion, upon motion duly made by Director Thomas Ten Eyck seconded by Director Diana Ten Eyck and, upon vote, unanimously carried, the Board approved the Fifth Amendment to 2016 Operation Funding Agreement between the District and Canyon Pines, LLC.

Facilities Funding and Acquisition Agreement between the District and Canyon Pines, LLC: The Board deferred discussion.

Imposition of System Development Fees: The Board deferred discussion.

Possible Sale of District Property: The Board discussed the possible sale of District property. It was noted the property is under contract to Workshop Holdings, with an anticipated closing on December 31, 2020.


OTHER BUSINESS

There was no other business to discuss.

ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting

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McGeady Becher P.C. Document Retention Policy

Types of Documents

In representing you we will or may take possession of, create, and/or keep various types of documents. These consist of documents you provide to us, documents which constitute the District's official public record, and internal documents we create to assist us in providing services to you.

Documents You Provide to Us

It is our policy to copy and return original documents you provide to us as soon as practicable. Exceptions to this policy are original documents which should be kept as part of the District's official public record, instances where we must have an original document to represent you, or cases where we have affirmatively agreed retain a document for safekeeping.

The District's Record

As a part our engagement, we will maintain the District's official public Record (the "**Record**"). The Record is a highly useful and detailed compilation of documents reflecting the official actions of the District and serves multiple functions. First, it collects those documents which the public is entitled to inspect and copy under various state and federal public records and freedom of information statutes. Second, it organizes the records of the District – such as its contracts, land and title records, and easements - in a manner which is useful in conducting the ongoing business of the District. Third, the Record helps expedite the District's annual audit process. Fourth, in the event you should change legal counsel or employ in-house counsel, the Record will enable that counsel to understand the status and assume representation of the District with maximum efficiency.

The Record includes the District's organizational documents, fully executed agreements which are still in effect, rules, regulations, resolutions adopted by the District, official minutes books, meeting notices, agendas, insurance policies, District maps, election records, bond documents, audit documents, and many more. A comprehensive list of documents comprising the Record is available from us at any time upon request.

Creating and maintaining the Record is an important and complex task, and you agree to pay our actual costs and hourly fees associated with doing this.

Supplemental Documents

All other documents created in course of representing you are referred to as Supplemental Documents. These include our notes, drafts, memoranda, worksheets, electronic communications, and other electronic documents stored in various media or file servers.

Documents We Retain

Except as provided in this Document Retention Policy or an amendment thereto, we will keep the Record and any original documents accepted by us for safekeeping so long as we represent you.

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Delivery of the Record

Once a matter is concluded or our representation terminated, we deliver the original, printed Record, together with any original documents we have accepted for safekeeping, to you or the District's designee, provided our fees and costs have been paid in full. If you do not designate someone to receive these records, we will deliver them to a then-current officer or director of the District. If we are unable to deliver these documents because of your failure to designate a recipient, we may retain, destroy, or otherwise dispose of them in a manner which assures their continued confidentiality within thirty (30) days following the conclusion of a matter or the termination of our representation.

We will also confidentially destroy the Record of any District in our possession if a final order of dissolution of the District is entered.

All other documents, including all Supplemental Documents, are routinely, periodically, confidentially, and permanently purged by us once they are no longer useful to us in providing services to you.