

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE CANYON PINES METROPOLITAN DISTRICT HELD AUGUST 25, 2021

A special meeting of the Board of Directors of the Canyon Pines Metropolitan District (referred to hereafter as the “Board”) was convened on Wednesday, the 25th day of August, 2021, at 10:00 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/telephone conference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Chad Ellington
Nathan Laudick
Todd Johnson
Thomas W. “Terry” Ten Eyck

Following discussion, upon motion duly made by Director Ellington, seconded by Director N. Laudick and, upon vote, unanimously carried, the absence of Director Robert Laudick was excused.

Also In Attendance Were:

David Solin; Special District Management Services, Inc.

Megan Becher, Esq.; McGeady Becher P.C.

Joy Tatton; Simmons & Wheeler, P.C.

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

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 Becher 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 Ellington, seconded by Director N. Laudick and, upon vote, unanimously carried, the Agenda was approved, as presented.

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.

Minutes: The Board reviewed the Minutes of the July 27, 2021 Special Meeting.

Following discussion, upon motion duly made by Director Ellington, seconded by Director N. Laudick and, upon vote, unanimously carried, the Minutes of the July 27, 2021 Special Meeting were approved.

FINANCIAL MATTERS

There were no financial items to discuss.

LEGAL MATTERS

Canyon Pines Special Improvement District ("SID"):

SID Collection Policies and Procedures: Attorney Becher reported to the Board that she is in the process of preparing the SID Collection Policies and Procedures.

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Termination of Funding and Reimbursement Agreement between the District and Peak Development Group LLC: Attorney Becher discussed with the Board the Termination of Funding and Reimbursement Agreement between the District and Peak Development Group LLC.

Following review and discussion, upon motion duly made by Director Ellington, seconded by Director Ten Eyck and, upon vote, unanimously carried, the Board approved the Termination of the Funding and Reimbursement Agreement between the District and Peak Development Group LLC, subject to final revisions.

CONSTRUCTION MATTERS

Engineering/Project Management Proposals: The Board discussed the status of District Engineering/Project Management proposals.

Master Service Agreement for Geotechnical Testing Services and Task Order No. 1: The Board reviewed the Master Service Agreement for Geotechnical Testing Services between the District and Ground Engineering Consultants, Inc. (“Ground MSA”) and Task Order No. 1 under the Ground MSA, for Geotechnical Testing Services from July 2021 - August 2022.

Following discussion, upon motion duly made by Director Ellington, seconded by Director N. Laudick and, upon vote, unanimously carried, the Board approved the Ground MSA and Task Order No. 1 under the Ground MSA, for Geotechnical Testing Services from July 2021 - August 2022, for an increase in the contract amount of \$124,085.00.

Task Order No. 2 under the Master Service Agreement for District Engineering Services between the District and Independent District Engineering Services, LLC: The Board reviewed Task Order No. 2 under the Master Service Agreement for District Engineering Services between the District and Independent District Engineering Services, LLC, for District Oversight Services from July 2021 – August 2022.

Following discussion, upon motion duly made by Director Ellington, seconded by Director N. Laudick and, upon vote, unanimously carried, the Board approved Task Order No. 2 under the Master Service Agreement for District Engineering Services between the District and Independent District Engineering Services, LLC, for District Oversight Services from July 2021 – August 2022, for an increase in the contract amount of \$219,087.00.

Construction Contract: The Board reviewed and discussed bids received related to the infrastructure construction contract.

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It was noted that Hudick Excavating, Inc., d/b/a HEI Civil was the lowest responsive bidder.

Following review and discussion, upon motion duly made by Director Ellington, seconded by Director N. Laudick and, upon vote, unanimously carried, the Board approved award of the contract and approved the Construction Agreement between the District and Hudick Excavating, Inc., d/b/a HEI Civil.

Construction Status Report: Mr. Collins reviewed with the Board the Project Status Report dated August 25, 2021. A copy of the report is attached hereto and incorporated herein by this reference.

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

- Consider approval of Task Order No. 2 under the Master Service Agreement for Geotechnical Testing Services between the District and Ground Engineering Consultants, Inc. (“Ground MSA”), for elevation and design of HWY 72, for an increase in the contract amount of \$11,600.
- Consider approval of Master Service Agreement for Stormwater Management Services between the District and CMS Environmental Solutions.
- Consider approval of Task Order No. 1 to the Master Service Agreement for Stormwater Management Services between the District and CMS Environmental Solutions for an increase in the contract amount of \$4,875.


OTHER BUSINESS

Payment Processing: It was noted that invoices will be sent to Ms. Tatton and she will provide them to IDES for their reporting monthly. Ms. Tatton will provide Project Disbursement Requisitions to Board for approval at each meeting.

ADJOURNMENT

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

Respectfully submitted,

By  _____
Secretary for the Meeting