

## RECORD OF PROCEEDINGS

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MINUTES OF A MEETING OF  
THE BOARD OF DIRECTORS OF  
THE CANYONS METROPOLITAN DISTRICT NO. 7 (THE "DISTRICT")  
HELD  
JANUARY 12, 2022

A special meeting of the Board of Directors of The Canyons Metropolitan District No. 7 (referred to hereafter as the "Board") was convened on January 12, 2022, at 9:00 a.m. This meeting was held via Zoom, and was open to the public.

### ATTENDANCE

Directors In Attendance Were:

Jeff Kappes, President  
Skyler Hager, Vice-President/Secretary  
Teresa Kershnik, Treasurer  
Michele Miller, Assistant Secretary  
Jessica McDonagh, Assistant Secretary

Also, In Attendance Were:

Denise Denslow, Stephanie Odewumi and Shelby Clymer; CliftonLarsonAllen LLP ("CLA"), District Manager and Accountant;  
Zachary P. White, Esq.; White Bear Ankele Tanaka & Waldron P.C. ("WBA"), District General Counsel;  
Dave Birt; Shea Canyons, LLC  
Ryan McDermed; Shea Canyons, LLC, Construction Manager

### ADMINISTRATIVE MATTERS

**Call to Order/Declaration of Quorum:** Denise Denslow called the meeting to order at 9:00 a.m. A quorum was confirmed.

**Director Conflict of Interest Disclosures:** Mr. White advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. White inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

**Approval of Agenda:** The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Hager, seconded by

## RECORD OF PROCEEDINGS

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Director McDonagh and, upon vote, unanimously carried, the Board approved the Agenda, as amended to add an additional legal item: “Consider Approval of Easement Agreement with Parker Water and Sanitation District”.

**Public Comment:** There was no public comment.

### CONSENT AGENDA

#### **Minutes of December 8, 2021 Special Meeting:**

Following discussion, upon a motion duly made by Director Miller, seconded by Director McDonagh and, upon vote, unanimously carried, the Board approved the above Consent Agenda items, as presented.

### FINANCIAL MATTERS

**Payables:** Ms. Clymer reviewed the Payables with the Board. Following review and discussion, upon a motion duly made by Director Kershnik, seconded by Director Hager and, upon vote, unanimously carried, the Board approved the Payables in the amount of \$1,294,030.52.

**Schedule of Cash Position and Property Tax Reconciliation:** Following review and discussion, upon a motion duly made by Director Kershnik, seconded by Director McDonagh and, upon vote, unanimously carried, the Board accepted the Schedule of Cash position and Property Tax Reconciliation.

### LEGAL MATTERS

**Cost Reimbursement Agreement with Shea Canyons, LLC and North Canyons, LLLP:** Mr. White presented a proposed Cost Reimbursement Agreement between the District, North Canyons, LLLP, and Shea Canyons, LLC related to the oversizing of a water main which will serve the District and can also serve North Canyons, LLLP property. Shea Canyons, LLC and North Canyons, LLLP have agreed to cooperate when possible to achieve mutual needs, including infrastructure. North Canyons, LLLP requested Shea Canyons, LLC include in its Filing 2, 1<sup>st</sup> Amendment infrastructure plans with Parker Water & Sanitation District (“PWSD”) an oversized water main, from 8” to 12”, which will be able to serve the North Canyons, LLLP property. The District has already bid the construction work for the water main and awarded the work to Iron Woman Construction, including the oversized water main. A design change order will be presented to the Board. As consideration for the oversized water main, North Canyons, LLLP will pay the District up front the sum of \$257,539.00 as payment of the estimated cost increase. When the construction is complete, North Canyons, LLLP will pay any additional amounts due, or the District will remit any over payment to North Canyons, LLLP. Following review and discussion, upon a motion duly made by Director Hager, seconded by Director Kershnik and, upon vote, unanimously carried, the Board approved the Cost Reimbursement Agreement with Shea Canyons, LLC and North Canyons, LLLP subject to any non-substantive comments from North Canyons, LLLP.

## RECORD OF PROCEEDINGS

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**Parker Water & Sanitation District Easements:** Mr. White informed the Board that PWSD has just approved infrastructure plans related to Filing 2, 1<sup>st</sup> Amendment, and requires certain easements. Mr. White reviewed the proposed easements with the Board, noting that nine easements are to be granted to PWSD under the approved plans. Shea Canyons, LLC will grant seven and the District will grant two. The easements to be granted by the District are located within the same landscape tract, and do not interfere with the District's use of the tract. Following review and discussion, upon a motion duly made by Director Hager, seconded by Director Miller and, upon vote, unanimously carried, the Board approved two PWSD Easements and directed legal counsel to finalize the easements for recording.

### MANAGER / OPERATIONS MATTERS

**Managers' Report:** Ms. Denslow reported there is a DRC meeting on January 12, 2022 at 11:00 a.m. Requests are slowing down a bit from the summer. There is one outstanding violation that is with Altitude Law and are waiting for them to move forward. Ms. Denslow reported the HOA is moving forward on a contract with Wyatt Towing and generating a parking policy, and inquired whether the District would like explore a similar parking policy. Mr. White will review in conjunction with Park Rules and make further recommendation. Monthly site visits are being completed and the resident concerns regarding snow removal are being handled.

**Other:** None.

### CONSTRUCTION MATTERS

**Summary and Status of Construction Matters, Review Construction Manager Board Communication:** Mr. McDermed reported things are slowing down with weather changes. The majority of ongoing work is the utilities, in general dry utilities and turnover items. Mr. McDermed reported he is focusing on final acceptance with PWSD.

### **Independent Contractor Agreements:**

**Professional Services Agreement for Canyons Filing 2, 1<sup>st</sup> Amendment for Geotechnical Testing and Survey Services between the District and A.G. Wassenaar, Inc.:** Mr. McDermed presented the agreement to the Board and discussed the service provided. Following discussion, upon a motion duly made by Director Kappes, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Professional Services Agreement for Canyons Filing 2, 1<sup>st</sup> Amendment for Geotechnical Testing and Survey Services between the District and A.G. Wassenaar, Inc. in the amount of \$162,755.00.

**Independent Contractor Agreement for Filing 2, 1<sup>st</sup> Amendment Survey Services with Aztec Consultants, Inc.:** Mr. McDermed presented the

## RECORD OF PROCEEDINGS

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agreement to the Board and discussed the service provided. Following discussion, upon a motion duly made by Director Kappes, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Contractor Agreement for Filing 2, 1<sup>st</sup> Amendment Survey Services with Aztec Consultants, Inc. in the amount of \$118,840.00.

**Independent Contractor Agreement for Superblock Plat #2 – Canyonside Blvd (SIA Phase 3) Survey Services with Aztec Consultants, Inc.:** Mr. McDermed presented the agreement to the Board and discussed the service provided. Following discussion, upon a motion duly made by Director Kappes, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement for Superblock Plat #2 – Canyonside Blvd (SIA Phase 3) Survey Services with Aztec Consultants, Inc. in the amount of \$63,600.00.

**Independent Contractor Agreement for Superblock Plat #2 – Canyonside Blvd – Bridge Survey Services with Aztec Consultants, Inc.:** Mr. McDermed presented the agreement to the Board and discussed the service provided. Following discussion, upon a motion duly made by Director Kappes, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Independent Contractor Agreement for Superblock Plat #2 – Canyonside Blvd – Bridge Survey Services with Aztec Consultants, Inc. in the amount of \$18,975.00.

**First Addendum to Independent Contractor Agreement for Canyons Filing 2, 1<sup>st</sup> Amendment – Construction Documents with Terracina Design, LLC:** Mr. McDermed presented the agreement to the Board and discussed the service provided. Following discussion, upon a motion duly made by Director Kappes, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the First Addendum to Independent Contractor Agreement for Canyons Filing 2, 1<sup>st</sup> Amendment – Construction Documents with Terracina Design, LLC in the amount of \$3,500.00.

**First Addendum to Independent Contractor Agreement for Canyons Planning Area 9 – Construction Documents with Terracina Design, LLC for Canyons Filing 3:** Mr. McDermed presented the agreement to the Board and discussed the service provided. Following discussion, upon a motion duly made by Director Kappes, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the First Addendum to Independent Contractor Agreement for Canyons Planning Area 9 – Construction Documents with Terracina Design, LLC for Canyons Filing 3 in the amount of \$14,700.00.

## RECORD OF PROCEEDINGS

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### Change Orders:

**Change Order No. 5 to Canyons Filing 1, 3<sup>rd</sup> Amendment Construction Agreement with ESCO Construction:** Mr. McDermed presented the proposed change order with the Board and discussed reasons for the changes. Following discussion, upon a motion duly made by Director Hager, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 5 to Canyons Filing 1, 3<sup>rd</sup> Amendment Construction Agreement with ESCO Construction in the amount of \$25,056.40.

**Change Order No. 6 to Canyons Filing 1, 2<sup>nd</sup> Amendment/2B West Construction Agreement with Fiore and Sons, Inc.:** Mr. McDermed presented the proposed change order with the Board and discussed reasons for the changes. Following discussion, upon a motion duly made by Director Hager, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 6 to Canyons Filing 1, 2<sup>nd</sup> Amendment/2B West Construction Agreement with Fiore and Sons, Inc. in the amount of \$62,886.70.

### Construction Agreements:

None.

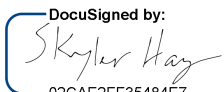
### OTHER BUSINESS

**Other:** None

### ADJOURNMENT

There being no further business to come before the Board at this time, Ms. Denslow adjourned the meeting at 9:40 a.m.

Respectfully submitted,

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

**Certificate Of Completion**

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Subject: Canyons MD No. 7 Minutes 01-12-21 CMD7	
Client Name: Canyons MD No. 7	
Client Number: 011-043719-OS03-2022	
Source Envelope:	
Document Pages: 5	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
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Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
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2/11/2022 4:01:38 PM	Kathy.Suazo@claconnect.com	

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 skyler.hager@sheahomes.com  
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 02CAE2FF35484E7...  
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Sent: 2/11/2022 4:03:40 PM  
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 Signed: 2/14/2022 9:14:08 AM

**Electronic Record and Signature Disclosure:**  
 Accepted: 2/14/2022 9:14:05 AM  
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**In Person Signer Events**

**Signature**

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 rvallesio@wbapc.com  
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**Envelope Summary Events**

**Status**

**Timestamps**

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<b>Envelope Summary Events</b>	<b>Status</b>	<b>Timestamps</b>
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