

RECORD OF PROCEEDINGS

MINUTES OF A MEETING OF
THE BOARD OF DIRECTORS OF
THE CANYONS METROPOLITAN DISTRICT NO. 7 (THE "DISTRICT")
HELD
April 13, 2022

A regular meeting of the Board of Directors of The Canyons Metropolitan District No. 7 (referred to hereafter as the "Board") was convened on April 13, 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
Michele Miller, Vice-President/Secretary
Teresa Kershisnik, Treasurer
Skyler Hager, 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., District General Counsel; and
Dave Birt and Ryan McDermed; Shea Canyons, LLC, Construction Manager
JoAnn Shea and John Sheh; Homeowners

ADMINISTRATIVE MATTERS

Call to Order/Declaration of Quorum: Denise Denslow called the meeting to order at 9:02 a.m. A quorum was confirmed.

Director Conflict of Interest Disclosures: Attorney White advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Attorney 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. Attorney 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 review, upon motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Board approved the

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Agenda, as presented.

Public Comment: Mr. Sheh thanked the Shea team for the onsite meeting to review the trail location. He noted it was very proactive and appreciated.

Ms. Shea spoke about the trail but was not aware this issue had been resolved. Mr. Sheh noted he will connect with Ms. Shea and show the updated plan.

CONSENT AGENDA

Ms. Denslow presented the Board with the Consent Agenda items. Upon motion duly made by Director Miller, seconded by Director Kappes and, upon a vote, the Board unanimously took the following actions:

- a. Approval of Minutes of March 9, 2022 Regular Meeting

FINANCIAL MATTERS

Payables: Ms. Clymer reviewed the Payables with the Board. Following review and discussion, upon a motion duly made by Director McDonagh, seconded by Director Hager and, upon vote, unanimously carried, the Board approved the Payables in the amount of \$1,830,255.98, as presented.

Schedule of Cash Position and Property Tax Reconciliation: Following review and discussion, upon a motion duly made by Director McDonagh, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board approved the Schedule of Cash Position and Property Tax Reconciliation, as presented.

February 28, 2022 Financial Statements: Following review, upon a motion duly made by Director McDonagh, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board accepted the February 28, 2022 Financial Statements, as presented.

Other: None.

LEGAL MATTERS

Temporary License Agreement with K.B. Home Colorado, Inc.: Attorney White presented the Agreement to the Board, noting that K.B. Homes requested use of Tract Filing 1 First Amendment while they finish work and that they want to store equipment there for 45 days. Following review and discussion, upon a motion duly made by Director Miller, seconded by Director Hager and, upon vote, unanimously carried, the Board approved the Temporary License Agreement with K.B. Home Colorado Inc., subject to any final comments from K.B. Home Colorado Inc.

Other: None.

MANAGER / OPERATIONS

Managers' Report: Ms. Denslow noted that Altitude Law is still working on the Copper Sky matter. Additionally, CLA is working with WBA on

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MATTERS

delinquency matters.

Executed Document Update: Ms. Odewumi provided an update to the Board regarding executed meeting documents, noting the endeavor to ensure proper tracking and retention. White Bear Ankele Tanaka & Waldron P.C. completed a search and compiled a share file of all current executed documents. Ms. Denslow stated that prior to documents being sent for signature via DocuSign, CLA will provide board members context and approval dates in an email to assist in completion of that process.

Leash Law Signs: Ms. Odewumi reported that CLA had received complaints regarding dogs running at large. It was noted that the City of Castle Pines has leash laws in effect. Discussion followed regarding signage at the trailheads; CLA will follow up on the installation of signs.

Walking Path Behind Rim Ridge Way Homes: Mr. McDermed informed the Board that Shea has initial plans showing trails for marketing purposes which can be modified as the design changes. It was noted there was some miscommunication regarding the old plan versus the final engineered plans. It was noted Shea Homes met with the owners and talked about the marketing materials versus the final plans and offered to stake out the trail area. The owners noted they were satisfied with the meeting.

Other: None.

CONSTRUCTION MATTERS

Summary and Status of Construction Matters, Review Construction Manager Board Communication: Mr. McDermed provided an overview of the updates being completed in Ramble Park and noted the paving areas are being completed with favorable weather.

Independent Contractor Agreements:

Second Addendum to Independent Contractor Agreement for Landscape Observation Services with Sage Design Group in the amount of \$30,000: Mr. McDermed reviewed the Agreement with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved the Second Addendum to Independent Contractor Agreement for Landscape Observation Services with Sage Design Group in the amount of \$30,000, as presented.

Second Addendum to Independent Contractor Agreement for Filing 2 1st Amendment Construction Documents with Terracina Design, LLC in the amount of \$10,000: Mr. McDermed reviewed the Agreement with the Board. Following review, upon a motion duly made by Director Kappes,

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seconded by Director Miller and, upon vote, unanimously carried, the Board approved the Second Addendum to the Independent Contractor Agreement for Filing 2 1st Amendment Construction Documents with Terracina Design, LLC in the amount of \$10,000, as presented.

Second Addendum to Independent Contractor Agreement for Canyons Planning Area 9 Construction Documents with Terracina Design, LLC in the amount of \$15,000: Mr. McDermed reviewed the Agreement with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved the Second Addendum to Independent Contractor Agreement for Canyons Planning Area 9 Construction Documents with Terracina Design, LLC in the amount of \$15,000, as presented.

First Addendum to Independent Contractor Agreement for Filing 3 1st Amendment Surveying Services with Aztec Consultants in the amount of \$9,600: Mr. McDermed reviewed the Agreement with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved the First Addendum to Independent Contractor Agreement for Filing 3 1st Amendment Surveying Services with Aztec Consultants in the amount of \$9,600, as presented.

Change Orders:

Change Order No. 2 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$4,844.00: Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 2 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$4,844.00, as presented.

Change Order No. 3 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$9,678.00: Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 3 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$9,678.00, as presented.

Change Order No. 4 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$16,011.74: Mr. McDermed reviewed the proposed Change Order with the Board.

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Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 4 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$16,011.74, as presented.

Change Order No. 5 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$4,895.00: Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 5 to Construction Agreement with Iron Woman Construction for Filing 2 1st Amendment in the amount of \$4,895.00, as presented.

Change Order No. 7 to Construction Agreement with Reynolds Construction for Canyons Filing 1, 6th Amendment in the amount of \$1,309.30: Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 7 to Construction Agreement with Reynolds Construction for Canyons Filing 1, 6th Amendment in the amount of \$1,309.30, as presented.

Change Order No. 1 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$5,229.07: Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 1 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$5,229.07, as presented.

Change Order No. 2 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$8,141.70: Mr. McDermed reviewed the proposed Change Order with the Board. Director Kappes asked if there is a master plan of stations that shows where they will be located. Mr. McDermed stated that Shea will provide this information to CLA within the next month. Following review and discussion, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 2 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$8,141.70, as presented.

Change Order No. 3 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$29,269.50: Mr. McDermed reviewed the proposed Change Order with the

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Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 3 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$29,269.50, as presented.

Change Order No. 4 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$8,359.64:

Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 4 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$8,359.64, as presented.

Change Order No. 3 to Construction Agreement with Brightview Landscape Development for Canyons 2021 Roadways in the amount of \$16,166.00:

Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kappes, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 3 to Construction Agreement with Brightview Landscape Development for Ramble Park II in the amount of \$16,166.00, as presented.

Construction Agreements: There were no construction agreements to consider.

OTHER BUSINESS

Other: None

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Miller, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board adjourned the meeting at 9:49 a.m.

Respectfully submitted,

By  Secretary for the Meeting
DocuSigned by:
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