

## 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  
AUGUST 10, 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 Wednesday, August 10, 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 Kershnik, Treasurer  
Jessica McDonagh, Assistant Secretary  
Skyler Hager, Assistant Secretary

Also, In Attendance Were:

Denise Denslow, Stephanie Odewumi, Ashley Heidt 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 Managers

### 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 McDonagh, seconded by Director Miller and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

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**Public Comment:** None.

### CONSENT AGENDA

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

- a. Approval of Minutes of July 13, 2022 Regular Meeting

### FINANCIAL MATTERS

**Payables:** Ms. Clymer reviewed the Payables with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director McDonagh and, upon vote, unanimously carried, the Board approved the Payables in the amount of \$1,578,954.15, as presented.

**June 30, 2022 Financial Statements:** Ms. Clymer reviewed the June 30, 2022 Financial Statements with the Board. Following review, upon a motion duly made by Director McDonagh, seconded by Director Kershisnik and, upon vote, unanimously carried, the Board accepted the June 30, 2022 Financial Statements, as presented.

**Schedule of Cash Position and Property Tax Reconciliation:** Ms. Clymer reviewed the Schedule of Cash Position and Property Tax Reconciliation with the Board. Following review, 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.

**Draft Audit:** Ms. Clymer reviewed the draft Audit with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller the Board approved the Draft Audit, subject to final review from legal.

**Other:** None.

### LEGAL MATTERS

**Discussion Regarding Funding and Reimbursement Agreement:** Attorney White discussed with Ms. Clymer options for tracking reimbursements. No action was taken.

**Other:** None.

### MANAGER / OPERATIONS MATTERS

**Managers' Report:** Ms. Odewumi provided an update to the Board regarding parking enforcement, Design Review, overall enforcement and the eblast with community reminders.

**Other:** None.

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### CONSTRUCTION MATTERS

**Summary and Status of Construction Matters, Review Construction Manager Board Communication:** Mr. McDermed provided an update to the Board noting that Ramble Park phase two is almost complete, landscaping is moving along and there is progress being made throughout the community. He also noted that they are working with Castle Pines on turnover items for this year.

### **Independent Contractor Agreements:**

**Independent Contractor Agreement with CORE Consultants Inc. – Canyonside Blvd. for Engineering Services in the amount of \$73,500:** 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 Independent Contractor Agreement with CORE Consultants Inc. – Canyonside Blvd. for Engineering Services in the amount of \$73,500, as presented.

**Independent Contractor Agreement with SAN Engineering LLC for Canyonside North Bridge Structural Design in the amount of \$90,645:** 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 Independent Contractor Agreement with SAN Engineering LLC for Canyonside North Bridge Structural Design in the amount of \$90,645, as presented.

**Third Amendment to Independent Contractor Agreement with Terracina Design for The Canyons Filing 3 – Construction Documents in the amount of \$20,000:** Mr. McDermed reviewed the Third Addendum to the Independent Contractor 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 Third Amendment to Independent Contractor Agreement with Terracina Design for The Canyons Filing 3 – Construction Documents in the amount of \$20,000, as presented.

### **Change Orders:**

**Change Order No. 2 to Canyons – Filing 2 – 1st Amendment Concrete - Construction Agreement with ESCO Construction Co. in the amount of \$106,392.54:** Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Board approved of Change Order No. 2 to Canyons – Filing 2 – 1st Amendment Concrete - Construction Agreement with ESCO Construction Co. in the amount of \$106,392.54, as presented.

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**Change Order No. 1 to Canyons – Canyonside Loop Road and Bridge - Construction Agreement with ESCO Construction Co. in the amount of \$84,577.85:** Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Board approved of Change Order No. 1 to Canyons – Canyonside Loop Road and Bridge - Construction Agreement with ESCO Construction Co. in the amount of \$84,577.85, as presented.

**Change Order No. 9 to Canyons – Filing 2 1st Amendment - Construction Agreement with Iron Woman Construction in the amount of \$278,654.65:** Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Board approved of Change Order No. 9 to Canyons – Filing 2 1st Amendment - Construction Agreement with Iron Woman Construction in the amount of \$278,654.65, as presented.

**Change Order No. 6 to Canyons 2020 Roadways Construction Agreement with Brightview Landscape Development in the amount of \$16,882.00:** Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Board approved of Change Order No. 6 to Canyons 2020 Roadways Construction Agreement with Brightview Landscape Development in the amount of \$16,882.00, as presented.

**Change Order No. 6 to Canyons Ramble Park Ph II Construction Agreement with Brightview Landscape Development in the amount of \$8,204:** Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Board approved Change Order No. 6 to Canyons Ramble Park Ph II Construction Agreement with Brightview Landscape Development in the amount of \$8,204, as presented.

**Change Order No. 5 to Canyons 2021 Roadways Construction Agreement with Brightview Landscape Development in the amount of \$4,225.00:** Mr. McDermed reviewed the proposed Change Order with the Board. Following review, upon a motion duly made by Director Kershisnik, seconded by Director Miller and, upon vote, unanimously carried, the Board approved of Change Order No. 5 to Canyons 2021 Roadways Construction Agreement with Brightview Landscape Development in the amount of \$4,225.00, as presented.

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**Construction Agreements:** None.

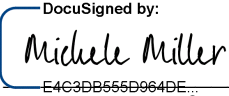
**OTHER BUSINESS**

**Other:** None

**ADJOURNMENT**

There being no further business to come before the Board at this time, Ms. Denslow adjourned the meeting at 10:01 a.m.

Respectfully submitted,

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