

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

THE CANYONS METROPOLITAN DISTRICT NOS. 3 & 5

Held: Monday, January 31, 2022 at 3:30 p.m. via teleconference.

Attendance

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance.

Jonathan Alpert  
Darren Everett

Director Scott Alpert was absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Carrie Beacom, CliftonLarsonAllen, District Accountant; Rodney Muller, Contour Services; and Kaitlin Crandell, Alpert Corporation.

Call to Order

Director Jonathan Alpert called the meeting to order.

Declaration of  
Quorum/Director  
Qualifications

Mr. Waldron 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 Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Waldron inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. Director Everett noted that he maintains an equity interest in BMC investments, and the land purchase within the District, but no longer with BMC as owner. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

The Boards reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment None.

**Consent Agenda**

The Boards reviewed the items on the consent agenda. Mr. Waldron advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- Minutes from September 21, 2021 Special Meeting (District No. 3)
- Minutes from October 25, 2021 Special Meeting (District No. 5)
- Minutes from November 8, 2021 Special Meeting (District Nos. 2, 4, 5)
- Minutes from November 22, 2021 Special Meeting (District Nos. 1 & 3)
- Minutes from December 10, 2021 Special Meeting (District Nos. 1 & 3)
- Claims Listing (District Nos. 3 & 5)
- Project SIA (Canyonside Filing No. 2) (District No. 3)

**Legal Matters**

Consider Approval of Independent Contractor Agreement with Contour Services LLC for Construction Management (District No. 3) Mr. Waldron reviewed the Independent Contractor Agreement with Contour Services LLC for Construction Management with the Board of District No. 3. The Board of District No. 3 discussed Mr. Miller’s experience with the project. Following discussion, upon motion duly made and seconded, the Board of District No. 3 unanimously approved the Independent Contractor Agreement with Contour Services LLC for Construction Management.

Consider Approval of Resolution Designating 2022 Capital Projects and Authorizing Construction Manager to Issue Requests for Proposals (District No. 3) Mr. Waldron reviewed the Resolution Designating 2022 Capital Projects and Authorizing Construction Manager to Issue Requests for Proposals with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the Resolution Designating 2022 Capital Projects and Authorizing Construction Manager to Issue Requests for Proposals.

Consider Approval of Public Infrastructure Construction Agreement (District No. 3) Mr. Waldron reviewed the Public Infrastructure Construction Agreement with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the Public Infrastructure

### Construction Agreement.

Consider Approval of License to Enter Upon Real Estate (District No. 3) Mr. Waldron reviewed the License to Enter Upon Real Estate with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the License to Enter Upon Real Estate.

Consider Approval of Agreement to Reimburse for Sidewalk Improvements (District No. 3) Mr. Waldron reviewed the Agreement to Reimburse for Sidewalk Improvements with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the Agreement to Reimburse for Sidewalk Improvements subject to final legal review by Lifetime Fitness and District counsel.

Consider Approval of Water Main Improvement Agreement for Canyonside Filing No. 2 with The Parker Water and Sanitation District (District No. 3) Mr. Waldron reviewed the Water Main Improvement Agreement for Canyonside Filing No. 2 with Parker Water and Sanitation District with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved the Water Main Improvement Agreement, subject to final legal review by Parker Water and Sanitation District and the District's counsel.

Other Legal Matters None.

### Financial Matters

Consider Acceptance of Unaudited Financial Statements Ms. Beacom reviewed the December 31, 2021 Unaudited Financials with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously accepted the December 31, 2021 Unaudited Financials.

Consider Approval and Adoption of Resolution Regarding Acceptance of Verified Costs No. 22 (District No. 5) Ms. Beacom reviewed the Resolution Regarding Acceptance of Verified Costs No. 22 with the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 unanimously adopted the Resolution Regarding Acceptance of Verified Costs No. 22.

Consider Approval of Amended and Restated Agreement Regarding Remittance of Public Improvement Fees Relating to the Canyons Construction Activities (District No. 5) Ms. Beacom reviewed the Amended and Restated Agreement Regarding Remittance of Public Improvement Fees Relating to the Canyons Construction Activities with the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 unanimously approved the Amended and Restated Agreement Regarding Remittance of Public Improvement Fees Relating to the Canyons Construction Activities.

Consider Approval of Ms. Beacom reviewed the Collection Services Agreement with  
Collection Services the Board of District No. 5. Following discussion, upon a  
Agreement (District No. 5) motion duly made and seconded, the Board of District No. 5  
unanimously accepted the Collection Services Agreement.

Other Financial Matters None.

**Other Business** None.

**Adjourn** There being no further business to come before the Boards, and  
following discussion and upon motion duly made, seconded and  
unanimously carried, the Boards determined to adjourn the  
meeting.

The foregoing constitutes a true and correct copy of the minutes  
of the above-referenced meeting.

DocuSigned by:  
*Darren Everett*  
Secretary for the Meeting, District No. 3

The foregoing minutes were approved on this 23rd day of  
February, 2022.

DocuSigned by:  
*Darren Everett*  
Secretary for the Meeting, District No. 5

The foregoing minutes were approved on this 18th day of  
April, 2022.