

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

THE CANYONS METROPOLITAN DISTRICT NOS. 1-5

Held: Monday, November 8, 2021 at 3:30 p.m. via
teleconference.

Attendance

The joint 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
Scott Alpert
Darren Everett

Also present were Clint C. Waldron, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Shelby Clymer CliftonLarsonAllen, LLP, District Accountant; and Kaitlin Crandell, Alpert Companies.

Call to Order

Director Jonathan Alpert called the meeting to order.

Declaration of
Quorum/Director
Qualifications/
Reaffirmation of
Disclosures

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 he has an interest in BMC, which entity continues to negotiate for the potential purchase of property within District No. 3 for the construction of apartment units. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the

action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

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. 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:

- February 8, 2021 Joint Special Meeting Minutes (District Nos. 1 & 4)
- October 25, 2021 Joint Special Meeting Minutes (District Nos. 2 & 3)
- August 9, 2021 Special Minutes (District No. 5)
- Claims Listing (District Nos. 1, 3 & 5)
- Special District Disclosure Notices Pursuant to §32-1-809
- Joint Resolution Calling May 3, 2022 Elections
- Joint Resolution Designating the Location of Regular Meetings of the Board (District Nos. 1-4)
- Agreement Regarding Remittance of Public Improvements Fees Relating to Construction Activities (Canyonside at Castle Pines) with North Canyons, LLLP (District No. 1)
- Credit PIF Collection Services Agreements (Canyonside at Castle Pines) (District No. 1)

Legal Matters

Discuss Service Plan Amendment (District No. 4)

Mr. Waldron provided an update to the Board of District No. 4 on the status of the Service Plan Amendment noting that the public hearing before the City is scheduled for tomorrow evening.

Consider Approval of City Operations Mill Levy Pledge Agreement Between the City of Castle Pines, Colorado and The Canyons Metropolitan District No. 4 (District No. 4)

Mr. Waldron reviewed the Operations Mill Levy Pledge Agreement between the City of Castle Pines and The Canyons Metropolitan District No. 4 with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 unanimously approved the Operations Mill Levy Pledge Agreement with the City of Castle Pines.

Review Insurance Property and Liability Schedule and

The Boards reviewed the 2022 Property and Liability Schedule and Limits and Renewal Proposals. Following discussion, upon a

Limits and Discuss BMO motion duly made and seconded, the Boards unanimously
Worker's Compensation authorized binding of the 2022 renewals as presented.

Following discussion, upon a motion duly made and seconded, the Boards determined to exclude from worker's compensation coverage and authorized filing of exemptions from worker's compensation.

Consider Adoption of 2022 Mr. Waldron reviewed the 2022 Joint Annual Administrative
Joint Annual Administrative Resolution with the Boards of District Nos. 1-4. Following
Resolution (District Nos. 1- discussion, upon a motion duly made and seconded, the Boards of
4) District Nos. 1-4 unanimously approved the 2022 Joint Annual
Administrative Resolution as amended.

Consider Adoption of 2022 Mr. Waldron reviewed the 2022 Annual Administrative
Annual Administrative Resolution with the Board of District No. 5. Following
Resolution (District No. 5) discussion, upon a motion duly made and seconded, the Board of
District No. 5 unanimously approved the resolution as amended.

Other Legal Matters None.

Financial Matters

Consider Acceptance of Ms. Clymer reviewed the September 30, 2021 unaudited financial
Unaudited Financial statements for District Nos. 1 and 5. Following discussion, upon a
Statements motion duly made and seconded, the Boards of District Nos. 1
and 5 unanimously accepted the unaudited financial statements.

Public Hearing on 2021 Director Alpert opened the public hearing on the 2021 Budget
Amended Budget (District Amendment for District No. 1. Mr. Waldron noted that the notice
No. 1) of public hearing was provided in accordance with Colorado Law.
No written objections have been received prior to the meeting.
There being no public comment, the hearing was closed.

Consider Approval of Ms. Clymer reviewed the Resolution Amending the 2021 Budget
Resolution to Further with the Board of District No. 1. Following discussion, upon a
Amend 2021 Budget motion duly made and seconded, the Board of District No. 1
(District No. 1) unanimously adopted the resolution amending the General Fund
to \$340,000.

Public Hearing on 2022 Director Alpert opened the public hearing on the proposed 2022
Proposed Budget (District Budget. Mr. Waldron noted that the notice of public hearing was
No. 1) provided in accordance with Colorado law. No written objections
have been received prior to the meeting. There being no public
comment, the hearing was closed.

Consider Approval of Resolution Adopting 2022 Budget (District No. 1) Ms. Clymer reviewed the 2022 Budget and Budget Resolution with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously approved and adopted the resolution adopting the 2022 Budget, and appropriating funds therefor.

Public Hearing on 2022 Proposed Budget (District No. 2) Director Alpert opened the public hearing on the proposed 2022 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting 2022 Budget (District No. 2) Ms. Clymer reviewed the 2022 Budget and Budget Resolution with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously approved and adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 69.000 mills for the general fund.

Public Hearing on 2022 Proposed Budget (District No. 3) Director Alpert opened the public hearing on the proposed 2022 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting 2022 Budget (District No. 3) Ms. Clymer reviewed the 2022 Budget and Budget Resolution with the Board of District No. 3. Following discussion, upon a motion duly made and seconded, the Board of District No. 3 unanimously approved and adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 9.000 mills for the general fund and 45.000 mills for the debt service fund.

Public Hearing on 2022 Proposed Budget (District No. 4) Director Alpert opened the public hearing on the proposed 2022 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting 2022 Budget (District No. 4) Ms. Clymer reviewed the 2022 Budget and Budget Resolution with the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Board of District No. 4 unanimously approved and adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 69.000 mills for the general fund.

Public Hearing on 2022 Proposed Budget (District No. 5) Director Alpert opened the public hearing on the proposed 2022 Budget. Mr. Waldron noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Consider Approval of Resolution Adopting 2022 Budget (District No. 5) Ms. Clymer reviewed the 2022 Budget and Budget Resolution with the Board of District No. 5. Following discussion, upon a motion duly made and seconded, the Board of District No. 5 unanimously approved and adopted the resolution adopting the 2022 Budget, appropriating funds therefor and certifying 1.112 mills for the general fund and 44.531 mills for the debt service fund.

Consider Authorization of Filing of Applications for Exemption from 2021 Audit (District Nos. 1, 2 & 4) Ms. Clymer reviewed the requirements for exemptions from audit with the Boards of District Nos. 1, 2 & 4. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1, 2 & 4 unanimously authorized the filing of 2021 Applications for exemption from Audit.

Consider Approval of Proposal from Auditor for 2021 Audit (District Nos. 3 & 5) Ms. Clymer reviewed the proposal from Dazzio & Associates, P.C. 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 proposal from Dazzio & Associates to prepare the 2021 Audit.

Ms. Clymer noted that they are waiting on the proposal for the District No. 3 audit and will provide it for consideration at the next meeting.

Other Financial Matters None.

Bond Matters (District No. 3)

Discuss Status of Bond Issuance The Board of District No. 3 engaged in general discussion regarding the status of the 2021 Bond issuance. No action taken.

Other Bond 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.

The foregoing minutes were approved by District No. 1 on this _____ day of _____, 2022.

District No. 1 Secretary for the Meeting

The foregoing minutes were approved by District No. 2 on this 14th day of November, 2022.

Brian Alpert
Brian Alpert (Nov 21, 2022 15:36 MST)

District No. 2 Secretary for the Meeting

The foregoing minutes were approved by District No. 3 on this 31st day of January, 2022.

DocuSigned by:
Scott Alpert
District No. 3 Secretary for the Meeting

The foregoing minutes were approved by District No. 4 on this 14th day of November, 2022.

Brian Alpert
Brian Alpert (Nov 21, 2022 15:36 MST)

District No. 4 Secretary for the Meeting

The foregoing minutes were approved by District No. 5 on this 31st day of January, 2022.

Darren Everett
Darren Everett (Feb 7, 2022 12:25 MST)

District No. 5 Secretary for the Meeting