

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
CANTERBERRY CROSSING METROPOLITAN DISTRICT II  
(THE "DISTRICT")  
HELD  
MARCH 6, 2023

A special meeting of the Board of Directors (referred to hereafter as the "Board") of the District was convened on Monday, March 6, 2023. The District Board meeting was held via videoconference. The meeting was open to the public.

### ATTENDANCE

#### **Directors In Attendance Were:**

Joseph Lico, President  
Sarah Lewis, Assistant Secretary

Treasurer C. Robert Morris was absent and excused.

#### **Also, In Attendance Were:**

Krista Baptist, Courtney Hoff, Alex Fink, Michael Jensen, and Curtis Bourgouin; CliftonLarsonAllen LLP  
Suzanne Meintzer, Esq.; McGeady Becher P.C.  
Michael Young; Board Member for Canterbury Crossing Metropolitan District

### ADMINISTRATIVE MATTERS

**Call to Order and Disclosures of Potential Conflicts of Interest:** Director Lico called the meeting to order at 5:33 p.m.

The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that disclosure of potential conflicts of interest statements for Directors Lewis and Lico were filed with the Secretary of State seventy-two hours in advance of the meeting. Director Lico disclosed that he serves on the Hilltop North Homeowners Association, Inc., a sub-association of The Village of Parker Master Association, Inc., d/b/a Canterbury Crossing Master Association (the "Master Association").

**Agenda:** Following review, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board approved the agenda, and excused the absence of Director Morris.

**Quorum, Location of Meeting and Posting of Meeting Notice:** The presence of a quorum was confirmed.

The Board entered into a discussion regarding the requirements of Section 32-

## RECORD OF PROCEEDINGS

---

1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, upon motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board determined to conduct this meeting via video/teleconference and encouraged public participation via video/teleconference. It was further noted that notice of the video/teleconference time and date was duly posted and that no objections to the video/teleconference nor any requests that the meeting place be changed by taxpaying electors within the District's boundaries were received.

**Designation of 24-Hour Posting Location:** Following discussion, upon motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board determined that notices of meetings of the District Board required pursuant to Section 24-6-402(2)(c), C.R.S., shall be posted on the District website as least 24 hours prior to each meeting at the following location: [www.canterberrycrossingmdtwo.com](http://www.canterberrycrossingmdtwo.com).

**Minutes of October 20, 2022 Regular Meeting:** Following review, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board approved the Minutes from the October 20, 2022 regular meeting.

**Board Resignation:** The Board acknowledged the resignation of Elizabeth Townsend from the Board of Directors of the District, effective September 2, 2022.

**Annual Meeting:** Attorney Meintzer acknowledged the Annual Meeting as required under the Service Plan.

**Introductions of Board Members and Consultants:** It was noted that introductions of the Board and consultants to the public were not necessary, as there were no members of the public present.

**May 2, 2023 Regular Directors' Election:** Attorney Meintzer advised the Board that the Designated Election Official cancelled the May 3, 2022 Directors' Election, as allowed under Colorado law, because there were not more candidates than positions available on the Board of Directors. It was noted that Director Lico was deemed elected to a four-year term ending May 2027.

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

### FINANCIAL MATTERS

**Unaudited Financial Statements and Cash Position:** Mr. Fink informed the Board that Mr. Bourgouin will be the District Accountant and will be attending meetings going forward. Mr. Fink and Mr. Bourgouin reviewed the Unaudited Financial Statements and Cash Position Report with the Board. Director Lico

## RECORD OF PROCEEDINGS

---

inquired about the increase of \$20,000 in the Enterprise Fund. Mr. Fink and Mr. Bourgoiu noted that this is due to the increase in estimated pool costs, asset by the Master Association and ratified by the District. Following review and discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board accepted the December 31, 2022 Unaudited Financial Statements and Cash Position Report.

**Payment of Claims and Directors' Fees:** Mr. Fink and Mr. Bourgoiu reviewed with the Board the payment of claims in the amount of \$37,979.49, and the payment of Directors' Fees. Following review, upon a motion duly made by Director Lewis, seconded by Director Lico and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims totaling \$37,979.49 and the payment of Directors' Fees.

**Public Hearing on Amendment to 2022 Budget:** Director Lico opened the public hearing to consider an amendment to the 2022 Budget.

It was noted that publication of Notice stating that the Board would consider amendment of the 2022 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District. No written objections were received prior to the public hearing.

No public comments were received, and Director Lico closed the public hearing.

Mr. Fink and Mr. Bourgoiu reviewed the amendment to the 2022 Budget with the Board. Following review, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board approved the amendment to the 2022 Budget and adopted Resolution No. 2023-03-01 to Amend the 2022 Budget.

**Other:** None.

### LEGAL MATTERS

**Amended and Restated Management Agreement between the District, Canterbury Crossing Metropolitan District II and The Villages of Parker Master Association, Inc., d/b/a Canterbury Crossing Master Association:**

Attorney Meintzer provided an update on the Amended and Restated Management Agreement between the District, Canterbury Crossing Metropolitan District and The Villages of Parker Master Association, Inc., d/b/a Canterbury Crossing Master Association ("Amended and Restated Management Agreement") to the Board, noting that the Amended and Restated Management Agreement has not yet been approved by the Master Association. Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board approved the Amended and Restated Management Agreement and authorized Director Lico to execute, subject to final legal review.

## RECORD OF PROCEEDINGS

---

**Other:** None.

**MANAGER  
MATTERS**

**Conservation Trust Fund Project Update:** Ms. Baptist provided an update to the Board regarding the Conservation Trust Fund project. No action was taken.

**Quorum for Next Meeting:** The Board confirmed a quorum for the next meeting on October 19, 2023.

**BOARD MEMBER  
MATTERS**

**Other:** None.

**OTHER BUSINESS**

**Other:** None.

**ADJOURNMENT**

There being no further business to come before the Board at this time, Director Lico adjourned the meeting.

Respectfully submitted,

DocuSigned by:

*Sarah Lewis*

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Secretary for the Meeting