

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CANTERBERRY CROSSING METROPOLITAN DISTRICT II
(THE "DISTRICT")
HELD
OCTOBER 21, 2021

A special meeting of the Board of Directors (referred to hereafter as the "Board") of the District was convened on Thursday, October 21, 2021, at 6:30 p.m. The District Board meeting was held via videoconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Joseph Lico, President
C. Robert Morris, Treasurer
Elizabeth Townsend, Assistant Secretary/Treasurer

The absence of Director Lewis was excused.

Also, In Attendance Were:

Krista Baptist and Alex Fink; CliftonLarsonAllen LLP
Suzanne Meintzer, Esq.; McGeady Becher P.C.

ADMINISTRATIVE MATTERS

Call to order: Director Lico called the meeting to order at 6:56 p.m.

Disclosures of Potential Conflicts of Interest: It was noted to the Board that to the extent a Board member has a financial or transactional interest with respect to the District, a conflict of interest disclosure is required to be filed with the Colorado Secretary of State. It was further noted that disclosure of potential conflicts of interest statements for each director 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"). Director Townsend disclosed that she is on the Architectural Review Committee for the Master Association.

Quorum, Location of Meeting and Posting of Meeting Notice. Approve Agenda: A quorum of the Board was present and meeting notices were posted as required. Director Lewis was absent and excused. Following review, upon a motion duly made by Director Morris, seconded by Director Townsend and, upon vote, unanimously carried, the Board approved the agenda.

Public Comment: There was no public comment.

CONSENT AGENDA

The Board considered the following Consent Agenda:

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- Approval of the minutes of the February 18, 2021 Special Meeting.
- Ratify filing of the 2020 Audit
- 2021 Audit Engagement Letter with Simmons & Wheeler, P.C.
- Ratify appointment of District Accountant to Prepare the 2022 Budget

Upon motion duly made by Director Lico, seconded by Director Morris and, upon vote, unanimously carried, the Board approved the Consent Agenda.

FINANCIAL MATTERS

June 30, 2021 Unaudited Financial Statements and Cash Position Report:

Mr. Fink reviewed the Unaudited Financial Statements and Cash Position Report with the Board. Following review, upon a motion duly made by Director Morris, seconded by Director Townsend and, upon vote, unanimously carried, the Board accepted the June 30, 2021 Unaudited Financial Statements and Cash Position Report.

Payment of Claims Totaling \$31,482.14 and Directors' Fees: Following review, upon a motion duly made by Director Townsend, seconded by Director Morris and, upon vote, unanimously carried, the Board ratified the approval of the payment of Claims totaling \$31,482.14 and Directors' Fees.

Appointment of District Accountant to Prepare the 2023 Budget: Following discussion, upon a motion duly made by Director Lico, seconded by Director Morris and, upon vote, unanimously carried, the Board appointed the District Accountant to prepare the 2023 Budget.

Other: None.

PUBLIC HEARING 2021 BUDGET AMENDMENT AND 2022 BUDGET

Public Hearing on Amendment to 2021 Budget: The public hearing to consider an amendment to the 2021 Budget was opened.

It was noted that publication of Notice stating that the Board would consider amendment of the 2021 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 the public hearing was closed.

It was noted that no amendment to the 2021 Budget was required.

Public Hearing on 2022 Budget: Director Lico opened the public hearing to consider the proposed 2022 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2022 budget and the date, time and place of the public hearing was published

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pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

The Board reviewed the estimated 2022 expenditures and the proposed 2022 expenditures.

Upon motion duly made by Director Townsend, seconded by Director Lico and, upon vote, unanimously carried, the Board approved the 2022 Budget, as discussed, and adopted Resolution No. 2021-10-02 to Adopt the 2022 Budget and Appropriate Sums of Money, subject to an increase in election expenses to \$10,000, and final legal review, and adopted Resolution No. 2021-10-03 to Set Mill Levies (3.000 mills in the General Fund and 30.000 mills in the Debt Service Fund, for a total mill levy of 33.000 mills). Following discussion, upon vote unanimously carried, the Board adopted the Resolutions and authorized execution of the Certification of Budget. The District Accountant was directed to transmit the Certification of Tax Levies to the Board of County Commissioners of Douglas County not later than December 15, 2021. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2022

District Accountant to Prepare and Sign the DLG-70 Certification of Tax Levies Form for Certification to the Board of County Commissioners and Other Interested Parties: Following review, upon a motion duly made by Director Lico, seconded by Director Townsend and, upon vote, unanimously carried, the Board authorized the District Accountant to prepare and sign the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties no later than December 15, 2021.

Other: None.

ACTION ITEMS

Resolution No. 2021-10-04, Adopting the Recreation Center Fees and Approving the Recreation Center Budget for the 2022 Calendar and Fiscal Year, as Set by The Village of Parker Master Association, Inc. d/b/a Canterbury Crossing Master Association: Following review and discussion, upon a motion duly made by Director Morris, seconded by Director Lico and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-10-04, Adopting the Recreation Center Fees and Approving the Recreation Center Budget for the 2022 Calendar and Fiscal Year, as set by The Village of Parker Master Association, Inc. d/b/a Canterbury Crossing Master Association in the amount of \$192,500, which is applied pro rata per property within the District

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and Canterbury Crossing Metropolitan District at the rate of \$175 per quarter, or \$700 per year.

Business to be conducted in 2022 and location (virtual and/or physical) of meetings. Regular meeting dates and Resolution No. 2021-10-05, Establishing 2022 Meeting Dates, Time, and Location, and Designating Location for 24-Hour Notices: The Board discussed business to be conducted, location of meetings and regular meeting dates in 2022. It was noted that the Board would hold regular meetings virtually on the third Thursday of February and October in 2022, and notification of meetings and election would be posted on the District website. Following review and discussion, upon a motion duly made by Director Lico, seconded by Director Townsend and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-10-05, Establishing 2022 Meeting Dates, Time, and Location, and Designating Location for 24-Hour Notices.

Engagement of Designated Election Official (“DEO”) for the May 3, 2022 Election: Ms. Meintzer noted that, for the previous election, the District had engaged Seter Vander Wall, P.C. to serve as DEO. Ms. Meintzer stated that in the event Seter Vander Wall, P.C. was not available to serve as DEO for the May 3, 2022 election, Lisa Jacoby at McGeady Becher P.C. would serve as DEO. Following discussion, upon a motion duly made by Director Lico, seconded by Director Townsend and, upon vote, unanimously carried, the Board authorized the engagement of Seter Vander Wall, P.C. to serve as DEO for the May 3, 2022 election, and if Seter Vander Wall, P.C. is unavailable, the Board approved Ms. Jacoby to serve as DEO.

Resolution No. 2021-10-06 Calling a Regular Election for Directors on May 3, 2022, appointing the DEO and authorizing the DEO to perform all tasks required for the conduct of a mail ballot election: Following review, upon a motion duly made by Director Lico, seconded by Director Townsend and, upon vote, unanimously carried, the Board adopted Resolution No. 2021-10-06 Calling a Regular Election for Directors on May 3, 2022, appointed the DEO and authorized the DEO to perform all tasks required for the conduct of a mail ballot election.

2020 Annual Report: Following review, upon a motion duly made by Director Morris, seconded by Director Townsend and, upon vote, unanimously carried, the Board ratified the approval of the 2020 Annual Report.

Bid from Dark Star Construction for renovation of restrooms at the Canterbury Crossing Pool and Pavilion: The Board discussed the bid for bathroom renovations at the Canterbury Crossing Pool and Pavilion, received from the management company for the Master Association (the “Pool Renovation Proposal”). Ms. Meintzer noted that the District owns the pool, the

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Master Association operates and maintains the pool pursuant to an agreement with the District and Canterbury Crossing Metropolitan District (“CCMD I”), and that fees paid by property owners within the District and CCMD I contribute to the costs of operations and maintenance. Ms. Meintzer suggested creating a committee to work with General Counsel to reach out to the management company for the Master Association to learn more information about the Pool Renovation Proposal and sources of funding for same, including whether the District and CCMD I could potentially contribute to the cost of the renovations with monies received from the Conservation Trust Fund. Following review and discussion, upon a motion duly made by Director Morris, seconded by Director Lico and, upon vote, unanimously carried, the Board created a committee consisting of Director Townsend and Ms. Baptist to obtain additional information about the Pool Renovation Proposal.

MANAGER MATTERS

Conservation Trust Fund Project Update: No update was provided.

District Insurance: Following discussion, upon a motion duly made by Director Lico, seconded by Director Townsend and, upon vote, unanimously carried, the Board authorized the District’s insurance renewal, insurance schedules, statutory requirement for Position Schedule Bond, and renewal of Special District Association membership.

2022 Transparency Notice: Attorney Meintzer discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, the Board directed CLA to post the special district transparency notice on the Special District Association website.

Master Service Agreement and Related Statement(s) of Work with CliftonLarsonAllen LLP Regarding Accounting and Management Services: Following review, upon a motion duly made by Director Lico, seconded by Director Townsend and, upon vote, unanimously carried, the Board approved the Master Service Agreement and related statement(s) of work with CLA regarding Accounting and Management Services.

Quorum for Next Meeting, the Annual Meeting – February 17, 2022: It was noted that CLA will reach out to the Board to confirm the meeting closer to the date.

BOARD MEMBER ITEMS

Appointment of Officers: Following discussion, upon motion duly made by Director Morris, seconded by Director Lico and, upon vote, unanimously carried, the following slate of officers were appointed for the District:

President:	Joseph Lico
Treasurer:	C. Robert Morris
Assistant Secretary/Treasurer:	Sarah Lewis

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Assistant Secretary/Treasurer: Elizabeth Townsend
Secretary: Krista Baptist

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 at 7:33 p.m.

Respectfully submitted,

DocuSigned by:

Sarah Lewis

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Secretary for the Meeting