

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CANTERBERRY CROSSING METROPOLITAN DISTRICT II
(THE "DISTRICT")
HELD
OCTOBER 24, 2023

A special meeting of the Board of Directors (referred to hereafter as the "Board") of the District was convened on Tuesday, October 24, 2023, at 5:30 p.m. The District Board meeting was held via video/teleconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Joseph Lico, President
Sarah Lewis, Assistant Secretary/Treasurer

Also, In Attendance Were:

Krista Baptist, Rachel Alles, and Curtis Bourgouin; CliftonLarsonAllen LLP
Suzanne Meintzer, Esq.; McGeady Becher P.C.

ADMINISTRATIVE MATTERS

Call to Order and Agenda: The meeting was called to order. Upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board approved the agenda.

Disclosures of Potential Conflicts of Interest: The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Meintzer that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

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 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. 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.

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Public Comment: None.

May 2, 2023 Directors' Election: Attorney Meintzer reported that because there were not more candidates than positions available on the Board of Directors, the election was cancelled, as allowed under Colorado law. Director Lico was deemed elected to a four-year term ending May 4, 2027. There are currently three vacancies on the Board.

Board Vacancies: Attorney Meintzer discussed the current vacancies with the Board, it was noted that there are no interested candidates at this time.

Appointment of Officers: Following discussion, upon motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the current slate of officers will remain:

President: Joseph Lico
Treasurer: Sarah Lewis
Secretary: Krista Baptist

Resolution No. 2023-10-01: Establishing 2024 Regular Meeting Dates, Time and Location, and Designating Location for 24-Hour Notices: Following review, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board adopted the Resolution No. 2023-10-01, Establishing 2024 Regular Meeting Dates, Time, and Location, and Designating Location for 24-Hour Notices, and determined to hold 2024 meetings on Thursday, February 15th and Thursday, October 24th at 5:30 p.m. via video/teleconference.

Requirements of Section 32-1-809, C.R.S. and Compliance for 2024 (District Transparency Notice): The Board discussed the special district transparency requirements of Section 32-1-809, C.R.S. Following discussion, the Board directed CLA to post the special district transparency notice on the Special District Association website and the District website.

Requirements of Section 32-1-306, C.R.S. and Compliance for 2024 (Annual Map Filing): The Board discussed the annual map filing requirements of section 32-1-306, C.R.S., and directed CLA to complete and file the District's map for 2024.

CONSENT AGENDA

The Board considered the Consent Agenda, consisting of the following:

- **Approval of the minutes of the March 6, 2023 Special Meeting**
- **Ratification of approval of filing of 2022 Audit**

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- **Ratification of approval of 2022 Annual Report**

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

FINANCIAL MATTERS

Public Hearing to Consider Amendments of the 2023 Budget: The public hearing to consider an amendment to the 2023 Budget was opened.

It was noted that publication of Notice stating that the Board would consider amendment of the 2023 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 an amendment to the 2023 Budget was not required.

Public Hearing on 2024 Budget: Director Lico opened the public hearing to consider the proposed 2024 Budget and to discuss related items.

It was noted that Notice stating that the Board would consider adoption of the 2024 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

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

Upon motion duly made by Director Lewis, seconded by Director Lico and, upon vote unanimously carried, the Board approved the 2024 Budget, as discussed, and considered adoption of Resolution No. 2023-10-02 to Adopt the 2024 Budget and Appropriate Sums of Money and Resolution No. 2023-10-03 to Set Mill Levies.

Following discussion, upon motion duly made by Director Lewis, seconded by Director Lico and, 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 subject to final assessed valuation from the County. CLA was directed to transmit the Certification of Budget to the Division of Local Government no later than January 31, 2024.

July 31, 2023 Unaudited Financial Statements and Cash Position: Mr. Bourgoin reviewed the unaudited financial statements and cash position report

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with the Board. Following discussion, upon a motion duly made by Director Lewis, seconded by Director Lico and, upon vote unanimously carried, the Board accepted the July 31, 2023 Unaudited Financial Statements and Cash Position Report.

Payment of Claims and Directors' Fees: Mr. Bourgozin reviewed the claims and Directors' Fees with the Board. 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 \$37,708.75 and the payment of Directors' Fees.

DLG-70 Certification of Tax Levies Form: Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis 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.

2025 Budget Preparation: Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board appointed the District's accountant to prepare the 2025 Budget.

2023 Audit Preparation: Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board approved the engagement of Simmons & Wheeler, P.C. to prepare the 2023 Audit.

LEGAL MATTERS

Resolution No. 2023-10-04: Recreation Center Fees and Recreation Center Budget for the 2024 Calendar and Fiscal Year, as Set by The Village of Parker Master Association, Inc. d/b/a Canterbury Crossing Master Association: Following review, upon a motion duly made by Director Lewis, seconded by Director Lico and, upon vote unanimously carried, the Board approved the Resolution No. 2023-10-04, Adopting the Recreation Center Fees and Approving the Recreation Center Budget for the 2024 Calendar and Fiscal Year, As Set by The Village of Parker Master Association, Inc. d/b/a Canterbury Crossing Master Association, subject to the addition of the 2024 figures.

Request from The Village of Parker Master Association, Inc. d/b/a Canterbury Crossing Master Association (the "Master Association") to Canterbury Crossing Metropolitan District II ("CCMD II") for funds to remodel/renovate the pool restrooms: Attorney Meintzer provided an update to the Board, stating that Michael Young, Canterbury Crossing Metropolitan District Board Member, will reach out to the Master Association regarding potentially providing funds for the remodel/renovation. It was noted that an update will be provided to the Board once more information becomes available.

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Resolution Amending Policy on Colorado Open Records Act Requests:

Attorney Meintzer reviewed the Resolution with the Board. Following review, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board adopted the Resolution Amending Policy on Colorado Open Records Act Requests.

**MANAGER
MATTERS**

Conservation Trust Fund Project Update: The Board discussed the fund balance and project opportunities depending on the outcomes of pool renovation. No action was taken.

CliftonLarsonAllen LLP Master Service Agreement and Statement(s) of Work for 2024: Ms. Baptist reviewed the Master Services Agreement and Statement(s) of Work for 2024 with the Board. Following discussion, upon a motion duly made by Director Lewis, seconded by Director Lico and, upon vote unanimously carried, the Board approved the CliftonLarsonAllen LLP Master Services Agreement and Statement(s) of Work for 2024.

2024 Insurance Renewal: Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board approved the 2024 insurance renewal.

Cyber Security and Increased Crime Coverage: The Board discussed the increased cyber security and crime coverage and determined not to extend the insurance coverage.

Worker's Compensation Insurance for 2024: Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board approved the worker's compensation insurance for 2024.

Membership Renewal in Special District Association for 2024: Following review, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board authorized the District's membership renewal in the Special Districts Association for 2024.

**BOARD MEMBER
MATTERS**

None.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote unanimously carried, the Board adjourned the meeting.

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Respectfully submitted,

DocuSigned by:

Sarah Lewis

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Secretary for the Meeting