

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
CANTERBERRY CROSSING METROPOLITAN DISTRICT II
(THE "DISTRICT")
HELD
OCTOBER 20, 2022

A regular meeting of the Board of Directors (referred to hereafter as the "Board") of the District was convened on Thursday, October 20, 2022. 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
Sarah Lewis, Assistant Secretary

Assistant Secretary Elizabeth Townsend was absent and excused.

Also, In Attendance Were:

Krista Baptist, Korben Heim, Alex Fink, and Michael Jensen;
CliftonLarsonAllen LLP
Suzanne Meintzer, Esq.; McGeady Becher P.C.
Michael Young; Board Member for Canterbury Crossing Metropolitan District
Charles Hayes; Member of the Public

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: Director Lico called the meeting to order. Following review, 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 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 each Directors Lewis, Lico, and Townsend 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").

Quorum, Location of Meeting and Posting of Meeting Notice, and 24-Hour

Posting Location: A quorum of the Board was present and meeting notices were posted as required. Director Townsend was absent and excused.

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Public Comment: There was no public comment.

May 3, 2022 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. Director Morris and Director Townsend were deemed elected to terms ending May 2, 2023, and Director Lewis was deemed elected to a term ending May 6, 2025.

Board Vacancy: Attorney Meintzer discussed the vacancy on the Board with the Board. It was noted that there are no interested candidates at this time.

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

President:	Joseph Lico
Secretary:	Krista Baptist
Treasurer:	C. Robert Morris
Assistant Secretary:	Sarah Lewis
Assistant Secretary:	Elizabeth Townsend

Resolution No. 2022-10-01, Establishing 2023 Meeting Dates, Time, and Location, and Designating Location for 24-Hour Notices:

2023 Meeting Dates and Time: Thursday, February 16th and Thursday, October 19th at 5:30 p.m.: The Board discussed the business to be conducted in 2023. Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board adopted Resolution 2022-10-01, Establishing 2023 Meeting Dates, Time, and Location, and Designating Location for 24-Hour Notices, and determined to hold 2023 meetings on February 16, 2023, and October 19, 2023, at 5:30 p.m., via Microsoft Teams.

Section 32-1-809, C.R.S. Requirements (District Transparency Notice): Attorney Meintzer discussed the special district transparency requirements of Section 32-1-809, C.R.S. with the Board. Following discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board directed District management to handle the posting of the special district transparency notice on behalf of the District.

District Insurance: Attorney Meintzer reviewed the 2023 insurance renewal documents with the Board. Discussion ensued regarding cost increases.

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Following review and discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board approved the 2023 insurance renewal and the documents needed to maintain coverage through the Colorado Special Districts Property and Liability Pool and T. Charles Wilson Risk Management, and approved the renewal of the District's membership in the Special District Association.

CONSENT AGENDA

The Board considered the following Consent Agenda:

- Approval of the minutes of the March 9, 2022 Special Meeting.
- Ratification of approval of filing of 2021 Audit.
- Approval of the engagement letter from Simmons & Wheeler, P.C. to prepare the 2022 Audit.

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

FINANCIAL MATTERS

Unaudited Financial Statements and Cash Position Report: Mr. Fink reviewed the Unaudited Financial Statements and Cash Position Report for the period ending June 30, 2022 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 June 30, 2022 Unaudited Financial Statements and Cash Position Report for the period ending June 30, 2022.

Payment of Claims Totaling \$28,691.37 and Directors' Fees: Mr. Fink reviewed the payment of claims in the amount of \$28,691.37 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 \$28,691.37 and 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 the public hearing was closed.

It was noted that no amendment to the 2022 Budget was required.

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Public Hearing on 2023 Budget: Director Lico opened the public hearing to consider the proposed 2023 Budget and to discuss related issues.

It was noted that Notice stating that the Board would consider adoption of the 2023 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 the public hearing was closed.

The Board reviewed the estimated 2023 expenditures and the proposed 2023 expenditures.

Upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board approved the 2023 Budget, subject to the receipt of the 2023 pool budget from Marsha Miller, and adopted Resolution No. 2022-10-02 to Adopt the 2023 Budget and Appropriate Sums of Money and Resolution No. 2022-10-03 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, 2022. District Counsel was directed to transmit the Certification of Budget to the Division of Local Government no later than January 30, 2023.

DLG-70 Mill Levy Certification 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 the DLG-70 Certification of Tax Levies form for certification to the Board of County Commissioners and other interested parties. The Board appointed Director Lico to sign the DLG-70 Certification of Tax Levies.

2024 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 accountant to prepare the 2024 Budget.

LEGAL MATTERS

Resolution No. 2022-10-04, Adopting the Recreation Center Fees and Approving the Recreation Center Budget for the 2023 Calendar and Fiscal Year, As Set by the Master Association: Attorney Meintzer reviewed the Resolution with the Board. Following review and discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-04, Adopting the Recreation Center Fees and Approving the Recreation Center Budget for

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the 2023 Calendar and Fiscal Year, as set by the Master Association, subject to finalization with numbers from the Master Association.

Resolution No. 2022-10-05 Calling a Regular Election for Directors on May 2, 2023, Appointing the Designated Election Official (“DEO”) and Authorizing the DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election: Attorney Meintzer reviewed the Resolution with the Board, noting that Lisa Jacoby of the McGeady Becher, P.C. office would be the DEO. Following review and discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board adopted Resolution No. 2022-10-05 Calling a Regular Election for Directors on May 2, 2023, Appointing the DEO and Authorizing the DEO to Perform All Tasks Required for the Conduct of a Mail Ballot Election.

2021 Annual Report: Attorney Meintzer reviewed the 2021 Annual Report with the Board. Following review, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board ratified the approval of the 2021 Annual Report.

The Master Association Pool Restroom Remodel/Renovation: Attorney Meintzer provided an update to the Board regarding the request for funds to remodel/renovate the pool restrooms. Discussion ensued. Following review and discussion, upon a motion duly made by Director Lico, seconded by Director Lewis and, upon vote, unanimously carried, the Board determined to allocate an amount not to exceed \$40,000 for pool renovations subject to final review by legal counsel and amendment to the management agreement with the Master Association.

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.

CliftonLarsonAllen LLP Statement(s) of Work: Ms. Baptist reviewed the Statements of Work with CliftonLarsonAllen LLP 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 Statements of Work with CliftonLarsonAllen LLP regarding Accounting and Management Services.

Quorum for Next Meeting, the Annual Meeting – February 16, 2023: A quorum was confirmed for the Annual Meeting on February 16, 2023.

BOARD MEMBER MATTERS

The Board discussed running the District’s Board meetings concurrently with the Board meetings of the Canterbury Crossing Metropolitan District.

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OTHER BUSINESS

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