

# RECORD OF PROCEEDINGS

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MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
CANTERBERRY CROSSING METROPOLITAN DISTRICT  
(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:**

Michael Young, President

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

Krista Baptist, Korben Heim, Alex Fink, and Michael Jensen;  
CliftonLarsonAllen LLP  
Suzanne Meintzer, Esq.; McGeady Becher P.C.  
Joseph Lico, C. Robert Morris, and Sarah Lewis; Board Members for  
Canterberry Crossing Metropolitan District II  
Charles Haynes; Member of the Public

## ADMINISTRATIVE MATTERS

**Call to Order and Approval of Agenda:** Director Young called the meeting to order. Following review, upon a motion duly made and seconded by Director Young 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 Director Young serves on the Board of Directors for The Village of Parker Master Association, Inc., d/b/a Canterbury Crossing Master Association (the "Master Association"). It was requested that the Board consider whether they had any additional conflicts of interest to disclose with regard to any matters scheduled for discussion at this meeting. No additional disclosures were made.

**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.

**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

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positions available on the Board of Directors. Director Young was deemed elected to a term ending May 6, 2025.

**Board Appointment:** The Board discussed the vacancies on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible elector Charles Haynes was nominated to serve on the Board. Following discussion, upon a motion duly made and seconded by Director Young and, upon vote, unanimously carried, the Board appointed Charles Haynes to fill one of the vacancies on the Board. The Oath of Office was administered.

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

President:	Michael Young
Secretary:	Krista Baptist
Treasurer:	Charles Haynes

### **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 16<sup>th</sup> and Thursday, October 19<sup>th</sup> at 5:30 p.m.:** The Board discussed the business to be conducted in 2023. Following discussion, upon motion duly made and seconded by Director Young, 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 and seconded by Director Young 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. Following review and discussion, upon a motion duly made and seconded by

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Director Young and, upon vote, unanimously carried, the Board approved the 2023 insurance renewal documents 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 and seconded by Director Young and, upon vote, unanimously carried, the Board approved 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 and seconded by Director Young and, upon vote, unanimously carried, the Board accepted the Unaudited Financial Statements and Cash Position Report for the period ending June 30, 2022.

**Payment of Claims Totaling \$25,928.72 and Directors' Fees:** Mr. Fink reviewed the payment of claims in the amount of \$25,928.72 for ratification. Following discussion, upon a motion duly made and seconded by Director Young and, upon vote, unanimously carried, the Board ratified the approval of the payment of claims totaling \$25,928.72 and Directors' Fees.

**Public Hearing on Amendment to 2022 Budget:** Director Young 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.

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

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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 and seconded by Director Young and, upon vote, unanimously carried, the Board approved the 2023 Budget, as discussed, 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 (2.795 mills in the General Fund and 19.000 mills in the Debt Service Fund, for a total mill levy of 21.795 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 and seconded by Director Young 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 Young to sign the DLG-70 Certification of Tax Levies.

**2024 Budget Preparation:** Following discussion, upon a motion duly made and seconded by Director Young 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 and seconded by Director Young 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 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**

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**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 and seconded by Director Young 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 and seconded by Director Young and, upon vote, unanimously carried, the Board ratified 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. Mr. Haynes inquired about the project costs. Discussion ensued. Following discussion, upon a motion duly made and seconded by Director Young and, upon vote, unanimously carried, the Board determined to allocate an amount not to exceed \$60,000 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 and seconded by Director Young 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:** Director Young confirmed a quorum 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 Canterbury Crossing Metropolitan District II. Attorney Meintzer reviewed the Oath of Office process with Mr. Haynes to be submitted within 30 days. It was noted that Director Young and Mr. Haynes will coordinate to take the Oath within the specified timeframe.

### OTHER BUSINESS

None.

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### ADJOURNMENT

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

Respectfully submitted,



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Secretary for the Meeting