

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
CANTERBERRY CROSSING METROPOLITAN DISTRICT
(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 6:00 p.m. The District Board meeting was held via videoconference. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Michael Young, President
Charles Haynes, Secretary

Also, In Attendance Were:

Krista Baptist and Alex Fink; CliftonLarsonAllen LLP
Suzanne Meintzer, Esq.; McGeady Becher P.C.
Joseph Lico; Canterbury Crossing Metropolitan District II

ADMINISTRATIVE MATTERS

Call to order: Director Young called the meeting to order at 6:17 p.m.

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") and Director Haynes serves as the President of The Meadow Grove Homeowners Association, Inc., a sub-association of the Master Association. It was requested that the Directors 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. Approve Agenda: A quorum of the Board was present and meeting notices were posted as required. Following review, upon a motion duly made by Director Haynes, seconded by Director Young 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 Haynes, seconded by Director Young 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 Haynes, seconded by Director Young and, upon vote, unanimously carried, the Board accepted the June 30, 2021 Unaudited Financial Statements and Cash Position Report.

Payment of Claims Totaling \$33,665.87 and Directors' Fees: Following review, upon a motion duly made by Director Young, seconded by Director Haynes and, upon vote, unanimously carried, the Board ratified the approval of the payment of Claims totaling \$33,665.87 and Directors' Fees.

Appointment of District Accountant to Prepare the 2023 Budget: Following discussion, upon a motion duly made by Director Young, seconded by Director Haynes 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: Director Haynes opened the public hearing to consider an amendment to the 2021 Budget.

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 Haynes 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 Haynes, seconded by Director Young and, upon vote, unanimously carried, the Board approved the 2022 Budget, as discussed, and considered adoption of 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, to final assessed values and final legal review, and adopted Resolution No. 2021-10-03 to Set Mill Levies (2.975 mills in the General Fund and 19.000 mills in the Debt Service Fund, for a total mill levy of 21.975 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: It was noted for the Board that the DLG-70 Certification of Tax Levies form will reflect 2.975 mills for the General Fund and 19.00 mills for the Debt Service Fund, in a total amount of 21.795 mills. Following review, upon a motion duly made by Director Haynes, seconded by Director Young 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.

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: It was noted for the Board that \$192,500 was budgeted for the 2022 Calendar and Fiscal Year Recreation Center Budget. Following review and discussion, upon a motion duly made by Director Haynes, seconded by Director Young 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

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and Fiscal Year, as set by The Village of Parker Master Association, Inc. d/b/a Canterbury Crossing Master Association in an amount not to exceed \$192,500, applied pro rata per property within the District and Canterbury Crossing Metropolitan District II 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. Director Haynes stated that he prefers virtual meetings, and Director Young agreed. It was noted that the Board would hold regular meetings 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 Haynes, seconded by Director Young 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 Haynes, seconded by Director Young 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 Young, seconded by Director Haynes 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 Young, seconded by Director Haynes and, upon vote, unanimously carried, the Board ratified the approval of the 2020 Annual Report.

MANAGER
MATTERS

Conservation Trust Fund Project Update: No update was provided.

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

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

Other: None.

OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, Director Young adjourned the meeting at 6:52 p.m.

Respectfully submitted,

DocuSigned by:

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Secretary for the Meeting

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