

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF

THE CANYONS METROPOLITAN DISTRICT NO. 3

Held: Wednesday, September 29, 2022, at 9:00 a.m. via Zoom Teleconference

**Attendance**

The special meeting of the Board of Directors (the “Board”) of The Canyons Metropolitan District No. 3, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following Directors, having confirmed their qualification to serve on the Board, were in attendance:

Jonathan Alpert  
Brian Alpert  
Darren Everett

Also present were: Clint C. Waldron, Esq. and Megan J. Murphy, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Carrie Beacom, CliftonLarsonAllen, LLP, District Accountant; Kaitlin Crandell, Alpert Companies; and Mark Nickless, OMSC, LLC.

**Call to Order**

Director Jonathan Alpert called the meeting to order.

**Declaration of Quorum/Director Qualifications**

Mr. Waldron reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Waldron inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

**Approval of Agenda**

The Board reviewed the proposed agenda. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as amended.

**Public Comment**

None.

## Consent Agenda

The Board reviewed the items on the consent agenda. Ms. Murphy advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- Minutes from June 16, 2022 Special Meeting.

## Construction Matters

Update on Canyons Parcel No. 1 Fill Placement & Subdivision Filing No. 2 Improvements

Deferred.

Consider Approval of Change Order No. 3 to Fiore Contract

Mr. Nickless reviewed the Change Order No. 3 to Fiore Contract with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Change Order No. 3 to Fiore Contract.

Consider Approval of Change Order No. 4 to Fiore Contract

Mr. Nickless reviewed the Change Order No. 4 to Fiore Contract with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Change Order No. 4 to Fiore Contract.

Update on Eastern Loop Water Line and Associated Easements

Mr. Nickless provided an update on the Eastern Loop Water Line and Associated Easements to the Board noting that he has been talking to the Anthology folks about an easement for the Eastern Loop Water Line and is currently working on route for the water line to run in the open space to avoid impacting developable land. Mr. Nickless noted that the new route includes access through Reuter-Hess Reservoir which will require additional approval that is currently in process. Mr. Nickless suggested that the Board budgeting \$500,000 for the project work in the 2022 just in case the project can start this year with a goal to finish construction in quarter three of 2023.

Update on Canyonside Filing No. 4 - Havana Road Relocation and Castle Pines Parkway Improvements

Mr. Nickless provided an updated on Canyonside Filing No. 4 - Havana Road Relocation and Castle Pines Parkway Improvements to the Board noting that this is still in the design process.

Ms. Crandell informed the Board that Filing No. 2 fill was placed on the west side of Parcel 1; once LifeTime starts construction more fill will be placed on Parcel 1. She stated that LifeTime is anticipated to begin construction in 2023. Ms. Crandell also noted

that North Canyons Development Company is installing traffic signals and will be seeking reimbursement from the District. Mr. Waldron noted that legal counsel is working on an Intergovernmental Agreement with the City of Castle Pines regarding the relocation of Havana Road.

Other Construction Matters      None.

**Legal Matters**

Other Legal Matters                None.

**Financial Matters**

Other Financial Matters            None.

**Other Business**                    None.

**Adjourn**                              There being no further business to come before the Board and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting

*Darren Everett*  
Darren Everett (Nov 4, 2022 13:46 MDT)

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Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 28th day of October, 2022.