

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
BANNING LEWIS RANCH METROPOLITAN DISTRICT NO. 3 (THE  
“DISTRICT”)  
HELD  
OCTOBER 22, 2021

A special meeting of the Board of Directors of the Banning Lewis Ranch Metropolitan District No. 3 (referred to hereafter as the “Board”) was convened on Friday, October 27, 2021, at 11:00 a.m. Due to concerns regarding the spread of the Coronavirus (COVID-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board meeting was also held via Microsoft Teams. The meeting was open to the public.

### ATTENDANCE

#### Directors In Attendance Were:

Floyd Petty, President  
Michael Brotten, Treasurer/Secretary  
Raymond Marshall, Assistant Secretary  
Katie Alessandri, Assistant Secretary

#### Also, In Attendance Were:

Lisa Mayers, Esq.; Spencer Fane, LLP  
Josh Miller, Krista Baptist, Kimbrie Garcia, Seef La Roux, Rob Lange, & Carrie Bartow; CliftonLarsonAllen LLP

### ADMINISTRATIVE MATTERS

**Call to Order and Approve Agenda:** Director Petty called the meeting to order at 11:02 a.m. The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Marshall, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved to amend the Agenda, to include the discussion of legal counsel.

**Declaration of Quorum/Director Qualifications/Disclosure Items:** All Directors are homeowners in the District and there were no conflicts of interest related to specific agenda items on the agenda. Mr. Miller noted that there is a vacancy on the Board due to a recent resignation.

**Public Comment:** There was no public comment.

**Minutes of July 22, 2021 Special Board Meeting:** The Board reviewed the Minutes of the July 22, 2021 Regular Meeting. Following review and discussion, upon motion duly made by Director Brotten, seconded by Director Marshall and, upon vote, unanimously carried, the Board approved the Minutes, as presented.

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**Annual Administrative Matters Resolution:** Following review, upon a motion duly made by Director Brotten, seconded by Director Marshall and, upon vote, unanimously carried, the Board approved the Annual Administrative Matters Resolution, subject to updating the meeting date and location.

**Master Service Agreement with CliftonLarsonAllen, LLP:** Following review, upon a motion duly made by Director Marshall, seconded by Director Petty and, upon vote, unanimously carried, the Board approved the Master Service Agreement with CliftonLarsonAllen, LLP.

**2022 Insurance Renewal and Colorado Special Districts Property and Liability Pool and TCW Risk Management and Special District Association Membership:** Following review, upon a motion duly made by Director Petty, seconded by Director Brotten and, upon vote, unanimously carried, the Board adopted the documents needed to obtain or maintain insurance coverage through the Colorado Special Districts Property and Liability Pool or TCW risk Management and authorize membership in the Special District Association.

### FINANCIAL MATTERS

**Cash Position and PTax Schedule:** Ms. Bartow reviewed the Cash Position and PTax Schedule with the Board. Following discussion, upon a motion duly made by Director Brotten, seconded by Director Petty and, upon vote, unanimously carried, the Board accepted the Cash Position and PTax Schedule

**Public Hearing to Consider Amendment of the 2021 Budget and Public Hearing on Proposed 2022 Budget:** Upon a motion duly made by Director Brotten, seconded by Director Alessandri and, upon vote, unanimously carried, the Board opened the public hearing at 11:23 a.m. to consider an amendment to the 2021 Budget and Approve the Proposed 2022 Budget.

It was noted that Notice stating that the Board would consider adoption of the 2021 amended 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 at 11:24 a.m.

Ms. Bartow reviewed the budget amendment with the Board. It was noted that Specific Ownership Taxes would increase \$593,000. Following review, upon a motion duly made by Director Marshall, seconded by Director Brotten and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2021 Budget.

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**Public Hearing on Proposed 2022 Budget:** Upon a motion duly made by Director Brotten, seconded by Director Alessandri and, upon vote, unanimously carried, the Board opened the public hearing at 11:23 a.m. 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 pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 11:24 a.m.

Ms. Bartow reviewed the 2022 Budget with the Board. Upon motion duly made by Director Marshall, seconded by Director Brotten and, upon vote, unanimously carried, the Board approved the 2022 Budget, as discussed, and adopted the Resolutions to Adopt the 2022 Budget, Appropriate Sums of Money and Set Mill Levy, subject to final assessed valuation and legal review.

**Engagement Letter with BiggsKofford to Prepare 2021 Audit:** Ms. Bartow lead a review with the Board. Following review and discussion, upon a motion duly made by Director Brotten, seconded by Director Petty and, upon vote, unanimously carried, the Board accepted the Engagement Letter with BiggsKofford to Prepare the 2021 Audits.

### LEGAL MATTERS

**Resolution Calling for Regular Election for Directors:** Ms. Mayers lead a review with the Board and updated on term expiration. Mr. Miller reviewed the election process and costs with the Board. Following review, upon a motion duly made by Director Brotten seconded by Director Marshall and, upon vote, unanimously carried, the Board approved the Resolution 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. Self-Nomination and Acceptance Forms are due by February 25, 2022.

### MANAGER MATTERS

**Legal Services for 2022 (amended):** Mr. Miller provided history and context to the Board. Mr. Miller also provided the Board with information regarding cooperation agreement and participation, as well as future opportunities for the District. Following review, upon a motion duly made by Director Petty seconded by Director Alessandri and, upon vote, unanimously carried, the Board approved the engagement of legal representation with Cockrel Ela Glesne Greher & Ruhland, P.C. Law, effective on January 1, 2022.

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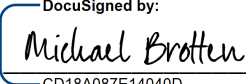
### OTHER BUSINESS

**Other:** Mr. Miller provided updates on the cooperation agreement for 2021 and some intentions that came from the meeting. Mr. Miller highlighted that the Reserve Study for District No. 1 was used in cooperation meeting. Director Marshall and Director Petty provided comments from the cooperation committee meeting.

### ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Marshall, seconded by Director Brotten and, upon vote, unanimously carried, the Board the meeting was adjourned at 11:55 a.m.

Respectfully submitted,

By    
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 Secretary