

RECORD OF PROCEEDINGS

**MINUTES OF A SPECIAL MEETING OF
THE BOARDS OF DIRECTORS OF THE
RAMPART RANGE METROPOLITAN DISTRICT NO. 5
(THE “DISTRICTS”)
HELD
FEBRUARY 2, 2023**

A special meeting of the Board of Directors of the Rampart Range Metropolitan District No. 5 (referred to hereafter as the “Board”) was convened on February 2, 2023 at 12:01 p.m. The meeting was held virtually via Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Keith Simon, President
Elizabeth Mathews, Secretary
Daryl Jones, Treasurer
Ken Linhardt, Asst. Secretary
Teresa Kershisnik, Asst. Secretary

Also, In Attendance Were:

Denise Denslow, Nic Carlson and Susan Sanchez; CliftonLarsonAllen LLP
Jon Hoistad, Esq.; McGeady Becher P.C.
Carson Besgrove; Merrick and Company
John Connelly; Coventry Development
Jennifer Miller; Shea Homes

**ADMINISTRATIVE
MATTERS**

Quorum/call to order/disclosures of potential conflicts of interest: Director Simon called the meeting to order and confirmed the presence of a quorum.

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Hoistad that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Agenda, location of meeting and posting of meeting notices: The Board reviewed the Agenda for the meeting. Following discussion, upon a motion duly made by Director Kershisnik, seconded by Director Jones and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

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The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting. Following discussion, and upon motion duly made by Director Kershinsik, seconded by Director Jones and, upon vote, unanimously carried, the Board determined to conduct this meeting via Microsoft Teams and encouraged public participation via Microsoft Teams. The Board further noted that notice providing the time, date and video link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxing electors within the District's boundaries.

Public Comment: None.

ENGINEER/
CONSTRUCTION
MATTERS

Notice of Award for MD5-020 RidgeGate City Center Phase 1 Earthwork Project: Mr. Besgrove explained the engineer's analysis of bids, noting that upon further review of one of the bidders, RCD Construction did not interpret the project manual correctly. Consequently, their original bid is considered nonresponsive. Mr. Besgrove reported that Merrick recommends awarding the contract to Fiore & Sons. Following discussion, upon a motion duly made by Director Linhardt, seconded by Director Simon and, upon vote, unanimously carried, the Board approved the Notice of Award for MD5-020 RidgeGate City Center Phase 1 Earthwork Project.

OTHER BUSINESS

Other: None.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned by Director Simon at 12:18 pm.

Respectfully submitted,

DocuSigned by:
By Elizabeth Matthews
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Secretary for the Meeting