

---

# RECORD OF PROCEEDINGS

---

## Minutes of the Regular Meeting of the Board of Directors of the Red Sky Ranch Metropolitan Districts October 17, 2022

### Attendance

#### The following Directors were present:

- James Malernee
- Steve Stroker
- Eric Kurzweil

#### The following Director was absent and excused:

- James Benedict

#### Also in attendance were:

- Bill Ankele, Esq White Bear Ankele Tanaka & Waldron
- Ken Marchetti, CPA Marchetti & Weaver LLC
- Kathy Lewensten, Recording Secretary, Marchetti & Weaver LLC
- Peter Mason, RSR property owner
- Peter McClenahan, Esq. Ogborn Mihm
- Brandee Caswell, Esq. Faegre Drinker Biddle & Realth LLP

### Call to Order

The Regular Meeting of the Board of Directors of the Red Sky Ranch Metropolitan District was called to order by Director Malernee noting a quorum was present.

### Potential Conflicts

The Board reviewed the agenda for the meeting. The Board confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The Board noted, for the record, the intent of fully complying with laws pertaining to potential conflicts.

### Minutes

The Board reviewed the minutes of the September 19, 2022 meeting. Upon motion duly made and seconded, it was unanimously

**RESOLVED** to approve the September 19, 2022 minutes.

### Old Business

Mr. Ankele reported Mr. George had reached out requesting an additional meeting related to consideration of sharing water service for their project within the Wolcott area. Representatives from both HCMD and RSRMD had met with him previously. At this time no formal request has been received. Due to unexpected changes to the BOD of HCMD they had requested Mr Ankele respond to Mr. George to explain that there would be a delay in scheduling the meeting.

### Legal

Legal matters were tabled.

---

# RECORD OF PROCEEDINGS

---

---

## Red Sky Ranch Metropolitan District October 17, 2022 Meeting Minutes

---

**Financial** Financial Matters were tabled. Mr. Marchetti noted the 2023 budget will need to be adopted and the mill levy certified no later than December 15<sup>th</sup>.

**Executive Session** Upon motion duly made and seconded, it was unanimously

**RESOLVED** to enter into executive session citing §24-6-402(4) (b) and (e) for the purpose of receiving legal advice related to specific legal questions and developing positions related to the lawsuit. Mr. Mason was asked to attend. Furthermore, pursuant to §24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the executive session that, in the opinion of the Board's special counsel attorney, constitute privileged attorney-client communication pursuant to §24-6-402(4)(b) and (e). The Board entered into executive session at 4:21 p.m. and adjourned the executive session at 5:15 p.m.

Mr. Marchetti and Ms. Caswell exited the executive session at 4:25 p.m.  
Mr. Ankele and Ms. Lewensten exited the executive session at 4:34 p.m.

Upon return to regular session it was announced that all discussions were subject to attorney/client privilege and within the topics authorized by §24-6-402(4)(b) and (e). No motions or other decisions were made or consummated in the executive session

Mr. Marchetti, Ms. Caswell and Ms. Lewensten rejoined the meeting at 5:15 p.m.

**Legal** It was reported that the District will need to seek new District Counsel as Mr. Ankele had indicated his intention to resign as District Counsel.

### **Property Tax Transfer**

The Board directed a wire transfer of \$544,542.99 in actual property tax collected through the portion of the Mill levy related to services be made to Holland Creek Metro District immediately. Ms. Caswell stated she understood that RSRMD is sending over the actual property taxes collected not the budgeted levied amount and agreed this would meet the demand from HCMD. Upon motion duly made and seconded, it was unanimously,

**RESOLVED** to authorize a wire transfer of \$544,542.99 to HCMD.

**Future Meetings** A special meeting was scheduled for Thursday, November 10, 2022 at 3:00 p.m. via zoom.

---

# RECORD OF PROCEEDINGS

---

---

## Red Sky Ranch Metropolitan District October 17, 2022 Meeting Minutes

---

**Resignation of  
Director**

It was reported that Mr. Zapletal was no longer qualified to sit on the Board and had resigned earlier today.

**Adjourn**

Upon motion duly made and seconded, it was unanimously

**RESOLVED** to adjourn the October 17, 2022 Meeting of the Red Sky Ranch Metropolitan District Board of Directors.

Respectfully submitted,  
*Kathy Leavenston*  
Recording Secretary