

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

THE CANYONS METROPOLITAN DISTRICT NO. 6

Held: Friday, November 2, 2016 at 11:00 a.m. at 2154 E. Commons Ave., Suite 2000, Centennial, Colorado 80206

Attendance

The special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance.

Mark Nickless
Carl Nelson
Jeff Handlin
Matt Deibel

Director Amber Sands was absent. All director absences are deemed excused unless a contrary notation is recorded in these minutes.

Also present were Clint C. Waldron, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; Sarah Hunsche, CliftonLarsonAllen, District Accountant; and Kimberly Casey Reed, Kutak Rock.

Call to Order

Director Mark Nickless called the meeting to order.

Declaration
Quorum/Director
Qualifications/Reaffirmation
of Disclosures

of Director Mark Nickless noted that a quorum of the Board was present and that the directors had confirmed their continuing qualification to serve.

Mr. Waldron advised the Board that, pursuant to Colorado law, individual directors are required to disclose any potential conflicts with the Secretary of State at least 72 hours in advance of the meetings of the Board. The Board reviewed the agenda for the meeting, following which directors confirmed that nothing appeared on the agenda for which disclosure certificates had not been filed. The Disclosure certificates were reviewed by the

directors and were ordered to be made part of the official minutes of the meeting.

The Board determined that participation by the Directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur.

Approval of Agenda

Mr. Waldron presented the proposed agenda to the Board for consideration. Following discussion, upon motion duly made and seconded, the Board unanimously approved the agenda as amended.

Public Comment

None.

Consider Approval of Minutes from the October 12, 2016 Board meeting

of Mr. Waldron presented the October 12, 2016 Minutes to the Board for review. Following discussion, upon motion duly made and seconded, the Board unanimously approved the October 12, 2016 Minutes.

Legal Matters

Consider and Authorize Approval of Issuance of General Obligation Indebtedness

Ms. Reed reviewed the bond documents with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the issuance of general obligation indebtedness.

Consider Adoption of Resolution Authorizing the Issuance of Limited Tax General Obligation and Special Revenue Bonds, Series 2016, in a principal amount not to exceed \$20,000,000, and approving, ratifying and confirming the execution of certain documents; making final determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.

Ms. Reed reviewed the Resolution Authorizing the Issuance of Limited Tax General Obligation and Special Revenue Bonds, Series 2016 with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved by resolution.

Consider Approval of Independent Contractor

Mr. Waldron reviewed the Independent Contractor Agreement with JR Engineering, LLC with the Board. Following discussion,

Agreement with JR Engineering, LLC	upon motion duly made and seconded, the Board unanimously approved the agreement.
Consider Approval of Payment Obligation Agreement/Reimbursement Agreement with Oread Canyons, LLC	Approved as part of bond resolution and related documents.
Consider Approval of First Amendment to Master Reimbursement Agreement	The Board engaged in general discussion regarding the First Amendment to Master Reimbursement Agreement. Mr. Waldron will discuss the amendment with Ms. Reed.
Consider Approval of 2017 Annual Administrative Resolution	Mr. Waldron reviewed the 2017 Annual Administrative Resolution with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the 2017 Annual Administrative Resolution.
Review Insurance Property and Liability Schedule and Limits	The Board engaged in general discussion regarding the Property and Liability Schedule and Limits. Following discussion, upon motion duly made and seconded, the Board directed legal counsel to bind \$1 million in excess liability coverage.
Consider Approval and Ratification of 2015 Consolidated Annual Report	Mr. Waldron reviewed the 2015 Annual Report with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously ratified the 2015 Annual Report.
Other Legal Matters	None.

Financial Matters

Review Unaudited Financial Statements	None.
Consider Claims Payable	Ms. Hunsche reviewed the claims payable with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the claims.
2016 Budget Amendment Hearing/Adoption of Resolution Amending 2016 Budget	Director Nickless opened the public hearing on the 2016 Budget Amendment. Mr. Waldron noted that notice of the public hearing was posted and published pursuant to Colorado law and no written comments have been received. After no public comment was made, the hearing was closed. Ms. Hunsche reviewed the 2016 Budget Amendment with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously adopted the resolution.

2017 Budget
Hearing/Adoption of Budget
Resolution

Director Nickless opened the public hearing on the 2017 Budget. Mr. Waldron noted that notice of the public hearing was posted and published pursuant to Colorado law and no written comments have been received. After no public comment was made, the hearing was closed. Ms. Hunsche reviewed the 2017 Proposed Budget with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously adopted the resolutions certified mill levies and appropriated funds as set forth in the budget.

Auditor Proposals for 2016
Audit

Ms. Hunsche reviewed the 2016 Auditor Proposal with Dazzio & Associates with the Board. Following discussion, upon motion duly made and seconded, the Board unanimously approved the proposal not to exceed \$4,500.

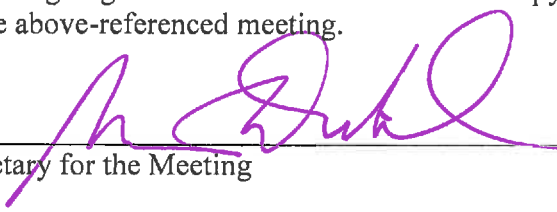
Other Financial Matters

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.



Secretary for the Meeting

The foregoing minutes were approved on this 23rd day of February, 2017.