

RECORD OF PROCEEDINGS

MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF VILLAGES AT JOHNSTOWN METROPOLITAN DISTRICT NOS. 1-8 ("District")

Held: July 25, 2022 at 2:00 p.m., via Zoom videoconferencing
and for members of the public at 748 Whalers Way,
Suite D1, Fort Collins, Colorado

Attendance

A Joint Special Meeting of the Boards of Directors of the Villages at Johnstown Metropolitan District Nos. 1-8, County of Larimer, Colorado ("**Boards**"), was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:

Mark Hunter
Ryan Schafer
B. Scot Smith

Also present were: Eve G. Velasco, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Alex Fink, CliftonLarsonAllen LLP, District Accountant; and Barrett Marrocco, IDES, LLC, District Engineer.

Call to Order and Declaration of Quorum

It was noted that a quorum of the Boards was present and called the meeting to order.

Conflict Disclosure

Ms. Velasco advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Velasco reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, 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 Boards. Ms. Velasco inquired into whether the member of the Boards 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 member present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda The Agenda for the meeting was distributed for the Boards' review. Following discussion and upon motion duly made and seconded, the Boards approved the agenda as presented

Public Comment None.

Legal Matters

Consider Adoption of Joint Resolution Regarding Cost Acceptance Ms. Velasco presented the Resolution Regarding Cost Acceptance to the Boards of District Nos. 1 and 7. Mr. Fink requested direction regarding the requisitions associated with the resolution. Mr. Marrocco answered questions regarding the eligibility of project management costs. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1 and 7 unanimously approved the Resolution Regarding Costs Acceptance.

Other Matters Mr. Hunter requested that the engagement of a District Manager be added to the next agenda.

Next Meeting – October 19, 2022 at 9:00 a.m.

Adjourn There being no further business to be conducted, the meeting was adjourned.

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

Ryan Schaefer
Ryan Schaefer (Jan 11, 2023 18:21 MST)

Secretary for the Meeting