

## **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: October 3, 2023 at 9:00 p.m., via Zoom teleconference.

#### **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 Schaefer  
B. Scot Smith

Also present were: Geol Scheirman and Karen Steggs, Public Alliance, District Manager; Robert G. Rogers, Esq. and Eve G. Velasco, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Alex Fink, CliftonLarsonAllen, Roy Bade and Courtney Crump, J-25 Land Holdings; and Chase Hanusa, Independent District Engineering Services LLC (IDES).

#### **Administrative Matters**

##### **Call to Order and Declaration of Quorum**

It was noted that a quorum of the Boards was present, and the meeting was called to order. All directors in attendance affirmed their qualification to serve on the Boards.

##### **Conflict Disclosure**

Mr. Rogers advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rogers 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. Mr. Rogers inquired into whether the members 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.

Director Hunter inquired about the vacancies on the Board and whether or not there were any candidates.

### **Approval of Agenda**

The Boards reviewed the agenda for the meeting. Following discussion, upon a motion duly made by Director Schaefer, and seconded by Director Hunter, the Boards unanimously approved the agenda, as amended.

### **Public Comment**

None.

### **Consent Agenda**

Mr. Rogers reviewed the items on the consent agenda with the Boards. Mr. Rogers advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Following discussion, upon a motion duly made by Director Schaefer, and seconded by Director Hunter, the following items on the consent agenda were unanimously approved, ratified and adopted:

- a. Minutes for June 12, 2023 Special Meeting
- b. Resolution Acknowledging Irrevocable Appointment as Designee (District No. 7)

### **Financial Matters**

Mr. Fink requested direction regarding requisitions. The Boards directed him to coordinate with Ms. Crump following the meeting.

### **Legal Matters**

#### **Second Addendum to Agreement with IDES**

Ms. Velasco reviewed the Second Addendum to the Agreement with Independent District Engineering Services, LLC for Cost Certification Services with the Board for District No. 1. Following discussion, upon a motion duly made by Director Schaefer, and seconded by Director Hunter, the Board of District No. 1 unanimously approved the Second Addendum to the Agreement with Independent District Engineering Services, LLC for Cost Certification Services.

**Joint Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #7)**

Ms. Velasco reviewed the Joint Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #7) with the Boards. Following discussion, upon a motion duly made by Director Hunter and seconded by Director Schaefer, the Boards of District Nos. 1 and 7 unanimously adopted the Joint Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #7).

**Joint Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #8)**

Ms. Velasco reviewed the Joint Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #8) with the Boards. Following discussion, upon a motion duly made by Director Schaefer and seconded by Director Hunter, the Boards of District Nos. 1 and 7 unanimously adopted the Joint Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #8).

**Other Business**

**Director Compensation**

Director Hunter asked about Director compensation. Mr. Rogers explained the statutory requirements. Mr. Fink explained the process for receiving compensation. No further action was taken.

Ms. Velasco reported to the Board that she will be going on Maternity Leave in January.

Director Hunter inquired as to the status of District acquisition of the landscaping outlots in District No. 3. Ms. Velasco provided an update. Mr. Bade noted that the landscaping is not yet complete. Mr. Schierman noted that the District will need to engage maintenance contractors upon acquisition. The Boards noted the additional costs associated with such services and directed Mr. Schierman to work with Ms. Crump to develop a projected operations budget and revenue requirements.

**Next Meeting**

The next regular meeting is scheduled for October 25, 2023 at 11:30 A.M.

**Adjourn**

There being no further business to be conducted, the meeting was adjourned at 9:32 a.m.

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

DocuSigned by:

*Mark Hunter*

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Secretary for the Meeting