

## **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: January 24,2024 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, Public Alliance, District Manager; Robert G. Rogers, Esq. and Matt Gray, 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.

**Approval of Agenda**

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

**Public Comment**

None.

**Legal Matters**

**Joint Resolution Regarding Acceptance of District Eligible Costs (Cost Certification Report #12)**

Mr. Hanusa presented the engineering portion of the Cost Certification Report #12. Mr. Fink presented the accounting portion of the Cost Certification Report #12.

Mr. Rogers discussed allocation for eligible improvements that were above and beyond the available funds at this time. There is a regional improvement concept that would potentially allow for future funding for eligible improvements. This would be once the project is substantially completed for Board consideration. This would allow a fair allocation for all parties.

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 #12) in the amount of \$3,563,181.04.

**Other Business**

It was noted that the West Ridge parcel is under contract and will be closing in March to a Caliber entity. The Blue Spruce parcel is currently with caliber and would like to be included into District Nos. 2 and 4. This would require a town consent for the inclusion. Looking to have on the agenda in March and potentially on consent agenda. With the addition to be placed on the agenda they ask for an agreement to rename the metro district to Ridge at Johnstown MD from Villages at Johnstown to align with the community's name.

**Next Meeting**

The next regular meeting is scheduled for March 27,2024 at 1:00 P.M.

**Adjourn**

There being no further business to be conducted, the meeting was adjourned at 9:42 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