

## **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: March 27,2024 at 1:30 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

Not Present:

B. Scot Smith - Excused

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; Gigi Pangindian, 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 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 October 25, 2023 Joint Special Meeting, October 25, 2023 Annual Meeting and the January 24, 2024 Joint Special Meeting.
- b. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 1 to Ridge at Johnstown Metropolitan District No. 1.
- c. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 2 to Ridge at Johnstown Metropolitan District No. 2.
- d. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 3 to Ridge at Johnstown Metropolitan District No. 3.
- e. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 4 to Ridge at Johnstown Metropolitan District No. 4.
- f. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 5 to Ridge at Johnstown Metropolitan District No. 5.
- g. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 6 to Ridge at Johnstown Metropolitan District No. 6.
- h. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 7 to Ridge at Johnstown Metropolitan District No. 7.

- i. Adoption of Resolution Regarding Changing the Name of Villages at Johnstown Metropolitan District No. 8 to Ridge at Johnstown Metropolitan District No. 8

**Financial Matters**

**Application for Exemption from Audit for 2023 (District Nos. 2, 4, 5, 6 & 8):** Ms. Pangindian discussed with the Boards the requirements for an Audit.

Following discussion and review, upon a motion duly made by Director Hunter, seconded by Director Schaefer and, upon vote unanimously carried, the Boards approved the Applications for Exemption from Audit for 2023.

**Unaudited Financial Statements:** Ms. Pangindian discussed with the Board the unaudited financial statements, dated December 31, 2023.

Following discussion, upon motion duly made by Director Hunter, seconded by Director Schaefer and, upon vote, unanimously carried, the Board accepted the unaudited financial statements, dated December 31, 2023.

**Legal Matters**

**Timeline of Inclusion of West Ridge and Blue Spruce Parcels:** Mr. Rogers presented a timeline for the inclusion of the West Ridge and Blue Spruce parcels. Mr. Rogers that the town has consented to the inclusion of the West Ridge and Blue Spruce parcels into the District. He noted that he will prepare documentation and will be presented at the next meeting.

**Management Matters**

**Tract Turnover Over Process and Timeline:** Mr. Scheirman presented. He reported that currently, there are warranty items that will be planted once irrigation is on. At that point the district can verify all items are able to be turned over. Mr. Scheirman noted homeowner concerns with the poor form in 2023. The turnover would most likely take place late spring/early summer 2024 once the plant health could be verified.

**Future O&M Fees and Timeline:** Mr. Scheirman presented future Operations and Maintenance fees and timeline. After discussion, the Board requested a proposed Operations and Maintenance Fee from Management to present to City of Johnstown by the end of April 2024.

**Other Business**

**Developer Updates:** Mr. Hanusa presented. He noted that Filing 1 & 2 landscaping tracts need to be completed and corrected. The North Ridge cost certified and developer reimbursement timing

should be mid spring. He reported that he is working on conveyance with District #6 for the Southridge improvements and will be deeded over to District # 6.

**Ditch Realignment Agreement Southridge Subdivision (Harry Lateral)**: Following discussion, upon motion duly made by Director Hunter, seconded by Director Schaefer and, upon vote, unanimously carried, the Board approved the Ditch Realignment Agreement Southridge Subdivision (Harry Lateral), subject to an updated agreement to be ratified at the next meeting.

**Ditch Easement Agreement (Harry Lateral)**: Following discussion, upon motion duly made by Director Hunter, seconded by Director Schaefer and, upon vote, unanimously carried, the Board approved the Ditch Easement Agreement (Harry Lateral), subject to an updated agreement to be ratified at the next meeting.

**Ditch Maintenance Agreement Southridge Subdivision (Harry Lateral)**: Following discussion, upon motion duly made by Director Hunter, seconded by Director Schaefer and, upon vote, unanimously carried, the Board approved Ditch Maintenance Agreement Southridge Subdivision (Harry Lateral), subject to updated agreement to be ratified at the next meeting.

**Next Meeting**

The next regular meeting is scheduled for October 23,2024 at 11:30 A.M.

**Adjourn**

There being no further business to be conducted, the meeting was adjourned at 2:00 p.m.

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

Signed by:

*Mark Hunter*

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Secretary for the Meeting