

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF
DIRECTORS OF

JOHNSTOWN FARMS METROPOLITAN DISTRICT

Held: Friday, November 17, 2023 at 2:00 p.m. via Zoom
teleconference.

Attendance

The special meeting of the Board of Directors (the “Board”) of Johnstown Farms Metropolitan District (the “District”) was called and held in accordance with Colorado law. The following Directors confirmed their qualification to serve on the Board:

Craig Campbell

Also present were: Zachary P. White, Esq. and Nelson G. Dunford, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and Allison Williams, CliftonLarsonAllen LLP., District Accountant.

Call to Order

Mr. White noted that a quorum of the Board was present and confirmed Director Campbell’s qualification to serve.

**Disclosures of Potential
Conflicts of Interest**

Mr. White advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. White inquired into whether members of the Board 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 members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Agenda

Mr. White presented the Board with the agenda for the meeting for consideration. Following discussion, upon motion duly made, the Board unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Mr. White reviewed the items on the consent agenda with the Board. Mr. White advised the Board 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 or additional items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- June 29, 2023 Meeting Minutes
- 2024 Annual Administrative Resolution
- 2022 Annual Report

Operations Matters

Discussion Regarding Pond Maintenance The Board engaged in a general discussion regarding pond maintenance. No action taken.

Discuss Director Vacancies The Board engaged in a general discussion regarding director vacancies. No action taken.

Insurance Matters

Consider Approval for Renewal of General Liability Schedule and Limits, and Consider Approval and Authorization to Bind Coverage, Renewal of Special District Association of Colorado Membership, Payment of Agency Fees Mr. White presented the Renewal of General Liability and Agency Fee to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the renewals.

Consider Ratification of Exclusion from Workers' Compensation Coverage with Colorado Special Districts Property and Liability Pool Mr. White presented the Exclusion from Workers' Compensation Coverage with Colorado Special Districts Property and Liability Pool to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the exclusion.

Legal Matters

Discuss Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Mr. White presented the Implementation of Accessibility Standards for Individuals with a Disability for Information Technology Systems Employed by the District to the Board. No action taken.

Systems Employed by the District

Consider Approval of Mr. White presented the Renewal of Independent Contractor Agreement with Heatherly Creative, LLC for Website Maintenance Services to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the renewal.

Financial Matters

Consider Approval of Ms. Williams presented the financials and claims to the Board. Following discussion, upon a motion made and seconded, the Board unanimously approved the financials and claims.

Consider Adoption of Not needed.
Resolution Amending 2023 Budget

Consider Adoption of Director Campbell opened the public hearing on the proposed 2024 Budget. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearing was closed.

Ms. Williams reviewed the 2024 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2024 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund as shown in the 2024 Budget, subject to receipt of final assessed valuation.

Other Business

The Board engaged in a general discussion regarding the appointment of new board members. No action taken.

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.

Craig Campbell

Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors
on the 20th day of June 2024.