

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE
COORDINATED BOARDS OF DIRECTORS OF THE

JOHNSTOWN VILLAGE METROPOLITAN DISTRICT NO. 1
JOHNSTOWN VILLAGE METROPOLITAN DISTRICT NO. 2
JOHNSTOWN VILLAGE METROPOLITAN DISTRICT NO. 5

Held: Thursday, November 8, 2022 at 10:00 a.m. via Zoom.

Attendance

The coordinated special meeting of the Boards of Directors (the “Boards”) of the Johnstown Village Metropolitan Districts Nos. 1 & 2 (the “Districts”) was called and held as shown in accordance with the Colorado law. The following directors confirmed their qualification to serve on the Boards via teleconference:

Brandon Jack
Bryan Reid
Troy Hazel

Directors absent and excused:

Ryan Harvey
Lars Monson

Also present:

Alex Carlson, Andrea Weaver, Centennial Consulting Group, LLC
Jordan Honea, D.R. Horton
Matthew Ruhland, Cockrel, Ela, Glesne, Greher and Ruhland, P.C.
Seven (7) members of the community

Call to Order

Mr. Carlson noted that a quorum of the Boards were present at 10:04 a.m., and the directors confirmed their qualifications to serve.

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Disclosure Matters

Mr. Ruhland advised the Boards that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. The Boards reviewed the agenda for the meeting, following which each director confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required by Colorado law, to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

Introductions

Those Board members present introduced themselves.

Approval of Agenda

The Boards reviewed the agenda for the meeting. Following discussion and upon motion duly made by Director Jack, seconded by Director Reid, and unanimously carried, the Boards approved the agenda for the meeting.

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Public Comment Jordan Honea of D.R. Horton requested updates to the Design Guidelines.

Administrative Matters

Approval of Minutes The Boards reviewed the meeting minutes from the November 18, 2021 Special Meeting. Following review, Director Jack moved to approve the meeting minutes from November 18, 2021 as presented. Director Reid seconded, and the motion unanimously carried.

Financial Matters

Ratification of Payables The Board for District No. 2 reviewed and considered the ratification of payables through November 1, 2022. Following review, Director Jack moved to approve District No. 2's payables as presented. Director Reid seconded, and the motion unanimously carried.

Financial Statements The Board for District No. 2 reviewed the unaudited financial statements for the period ending September 30, 2022. Director Jack moved to accept District No. 2's unaudited statements for the period ending September 30, 2022. Director Reid seconded, and the motion unanimously carried.

2021 Audit The Board for District No. 2 reviewed the 2021 audit documents. Director Jack moved to ratify the filing of District No. 2's 2021 audit. Director Reid seconded, and the motion unanimously carried.

Preparation of 2022 Audit Following discussion, Director Jack moved that Director Jack and Director Reid work as a committee to engage an auditor to complete District No. 2's 2022 audit. Director Jack was given authority to sign the engagement agreement on behalf of District No. 2 so long as the cost did not exceed \$10,000. Director Reid seconded, and the motion unanimously carried.

Director Jack moved to open the public hearing of District No. 2.

Public Hearing on 2022 Budget Amendments Hearing no comments from the public Director Jack moved to close the public hearing.

The Board for District No. 2 reviewed and discussed the 2022 Budget Amendments. Following discussion, Director Jack moved to approve the 2022 budget amendment for District No. 2, as presented. Director Reid seconded, and the motion was unanimously carried.

Director Jack moved to open the public hearing of District No. 2.

Public Hearing on 2023 Budgets Hearing no public comment Director Jack moved to close the public hearing.

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The Board for District No. 2 reviewed and discussed the 2023 budget, appropriating sums of money, and setting mill levies. Director Jack moved to approve the 2023 budget for District No. 2, as presented. Director Reid seconded, and the motion unanimously carried.

DLG-70 Preparation

Following discussion, Director Jack moved to authorize the District Accountant to prepare and sign the DLG-70 Mill Levy Certification and submit the form to the Board of County Commissioners and other interested parties, on behalf of District No. 2. Director Reid seconded, and the motion unanimously carried.

Legal Matters

Engagement of CCG

The Board for District No. 2 reviewed and discussed engagement of Centennial Consulting Group, LLC as District No. 2's accountant and manager. Following discussion, Director Jack moved to approve Centennial Consulting Group, LLC as District No. 2's accountant and manager for 2023 subject to District counsel review. Director Reid seconded, and the motion unanimously carried.

2023 Election Resolution

The Boards discussed the Resolution calling for the May 2023 Election for District Nos. 1, 2, and 5. Director Jack moved to approve the Resolution calling for the May 2022 Election for District Nos. 1, 2, and 5. Director Reid seconded, and the motion unanimously carried.

2021 Annual Report

The Board for District No. 2 discussed the filing of the 2021 Annual Report. Director Jack moved to ratify District No. 2's 2021 Annual Report. Director Reid seconded, and the motion was unanimously carried.

2022 Annual Report

Director Jack moved to authorize Cockrel Ela Glesne Greher, & Ruland, P.C. to file District No. 2's 2022 annual report. Director Reid seconded, and the motion unanimously carried.

2023 Annual
Administrative Resolution

Following discussion, Director Jack moved to adopt District No. 2's 2023 Annual Administrative Matters Resolution. Director Reid seconded, and the motion unanimously carried.

Worker's Compensation
Resolution

Following discussion, Director Jack moved to adopt District No. 2's Resolution determining not to provide worker's compensation insurance coverage for uncompensated members of the Boards. Director Reid seconded, and the motion unanimously carried.

Following discussion, Director Jack moved to adopt District No. 2's Resolution designating the location of regular and special meetings. Director Reid seconded, and the motion unanimously carried.

Following discussion, Director Jack moved to adopt District No. 2's Resolution Designating the Posting Location for regular and special

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Meeting Location Resolution meetings to be on the District's website and/or at the Pavilion located in Tract H. Director Reid seconded, and the motion was unanimously carried.

Designating Posting Location Following discussion, Director Jack moved to approve the Bargain and Sale Deed between Forestar (USA) Real Estate Group Inc. and District No. 2 conveying Tracts B, C and K, of the Johnstown Village Filing No. 1 subject to final legal review. Director Reid seconded, and the motion was unanimously carried.

Bargain and Sale Deed with Forestar (USA) Real Estate Group Inc. conveying Tracts B, C and K, Johnstown Village Filing No. 1, Final Plat Following discussion, Director Jack moved to accept the Bill of Sale from Forestar (USA) Real Estate Group Inc. to District No. 2 for improvements related to Tracts B, C and K, Johnstown Village Filing No. 1, Final Plat subject to final legal review. Director Reid seconded, and the motion was unanimously carried.

Bill of Sale from Forestar (USA) Real Estate Group Inc. for improvements related to Tracts B, C and K, Johnstown Village Filing No. 1, Final Plat Following discussion, Director Jack moved for District No. 2 to accept Foothills Landscape Maintenance as the landscape maintenance contractor for 2023, subject to final legal review and negotiation. Director Reid seconded, and the motion was unanimously carried.

District Matters

Discuss and consider approval of landscape maintenance contractor and snow removal for the 2023 season: Following discussion, Director Jack moved for District No. 2 to accept the Design Guideline changes for winged fencing. Director Reid seconded, and the motion was unanimously carried.

Other Business
Adjournment There being no further business to come before the Boards, upon a motion by Director Jack, seconded by Director Reid and unanimously carried, the meeting was adjourned.

The foregoing Minutes are approved as the official November 8, 2022, Minutes of the Johnstown Village Metropolitan Districts Nos. 1, 2 & 5.

Alex Carlson

Secretary for the Meeting