

MINUTES OF THE SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF

JOHNSTOWN FARMS EAST METROPOLITAN
DISTRICT

Held: Thursday, December 2, 2021 at 1:30 p.m.

This the meeting was held via teleconference.

Attendance

The special meeting of the Board of Directors of the Johnstown Farms East Metropolitan District, was called and held as shown above and in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve on the Board, were in attendance:

Craig Campbell
Jack N. Hoagland
Kurtis Jones
Michael Pietschmann

Mary Kirschner was absent and excused.

Also present: Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Alex Fink, CliftonLarsonAllen LLP.

Call to Order

It was noted that a quorum of the Board was present and the meeting was called to order.

**Conflict of Interest
Disclosures**

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 Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. 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. Director Campbell and Director Jones reminded the Board of their affiliation with TF Johnstown Farms, LP, the developer in the District that is anticipated to receive reimbursement from the District. 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 a motion duly made and seconded, the Board unanimously approved the agenda as amended.
Public Comment	None.
Consent Agenda	<p>The Board consider approval of the following Consent Agenda items:</p> <p style="padding-left: 40px;">September 20, 2021 Minutes 2022 Annual Administrative Matters Resolution</p> <p>Upon a motion duly made and seconded, the Board approved the Consent Agenda as presented.</p>
Insurance Matters	Mr. White presented the Board with the property and liability schedule a limits for approval. Following discussion, upon a motion the Board approved the insurance renewal.
Legal Matters	
Consider Adoption of Resolution Calling May 3, 2022 Election	<p>Mr. White presented the Board the Resolution Calling May 2022 Election. Following Discussion, upon a motion duly made and seconded, the Board adopted the Resolution.</p> <p>The Board discussed the method of providing notice of the call for nominations and directed legal counsel to provide the notice by publication.</p>
Consider Adoption of Resolution re Acceptance of District Eligible Costs Incurred by TF Johnstown Farms, LP	Mr. White reported to the Board that TF Johnstown Farms, LP has submitted cost to the District and requested reimbursement pursuant to the Infrastructure Acquisition and Reimbursement Agreement. Mr. White reported on the status of certifications, and noted that the engineer is still working on the review and anticipates completion in the coming week. The Board will need to hold another meeting before adopting the Resolution.
Financial Matters	
Consider Approval of Payables/Financials	Mr. Fink presented the payables and financials. Following discussion, upon a motion duly made and seconded, the Board approved the payables and financials.
Conduct Public Hearing on 2021 Budget Amendment	Not needed.

Not needed.

Consider Approval of
Resolution Adopting the
2021 Budget

Conduct Public Hearing on
2022 Budget

Director Campbell opened the public hearing on the proposed 2022 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 hearings were closed.

Consider Approval of
Resolution Adopting the
2022 Budget

Mr. Fink reviewed the proposed 2022 Budget with the Board. Following discussion, upon a motion duly made and seconded, the Board adopted the resolution adopting the 2022 Budget Amendment.

Consider Auditor Proposals
for 2021 Audit

Mr. Fink reported that he is seeing proposals for the 2021 Audit. The Board authorized Director Campbell to approve an engagement letter for 2021 Audit services.

Other Business

None.

Adjournment

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.



Secretary for the Meeting

The foregoing minutes were approved by the Board of Directors on the 7th day of April, 202.