

MINUTES OF THE REGULAR MEETING OF THE
BOARD OF DIRECTORS OF

JOHNSTOWN FARMS EAST METROPOLITAN
DISTRICT

Held: Monday, November 14, 2022 at 2:00 p.m.

This the meeting was held via teleconference.

Attendance

The regular 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
Debra Hessler
Cynthia Myers

Also present: Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Judy Smeltzer, Melissa Tagle-Bustillos, Melissa Kupferer, Advance HOA, District Manager; and Alex Fink, CliftonLarsonAllen LLP, District Accountant; Brenda Owings, Century Communities.

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. Mr. Campbell disclosed his potential conflict of interest related to TF Johnstown Farm, LP, and indicated his intention to abstain with respect to actions involving TF Johnstown Farms, LP. 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 presented.

Election of Officers

The Board elected the following officers:

President – Craig Campbell
Secretary - Debra Hessler
Treasurer - Cynthia Myers
Assistant Secretary - Jack N. Hoagland

Public Comment

None.

Consent Agenda

Mr. White presented the Consent Agenda to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the following:

- Consider Approval of August 9, 2022 Special Meeting Minutes
- Consider Adoption of 2023 Annual Administrative Resolution
- Consider Adoption of 2023 Resolution of the Board of Directors Designating Meeting Notice Posting Location
- Consider Ratification of 2021 Audit
- Consider Ratification of Design Guidelines
- Consider Approval of District Website Maintenance and Management with Heatherly Creative for Website Maintenance Services

Insurance Matters

Consider Approval for Renewal of General Liability Schedule and Limits, Consider Approval and Authorization to Bind Coverage, Renewal of Special District Association of Colorado Membership and Payment of Agency Fee

Mr. White presented the Renewal of General Liability Schedule of Limits. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the renewal of general liability, approved binding coverage, renewal of Colorado Special District Association Membership and payment of the agency fee.

Consider Approval of Exclusion for Workers’ Compensation Coverage

Mr. White presented the exclusion for workers’ compensation coverage. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the exclusion.

District/Operations Matters

Manager's Report	The District Manager presented the manager's report. No action taken.
Closing Report	The District Manager presented the closing report to the Board and the Board discussed. No action taken.
ARC Report	The District Manager presented the ARC report to the Board and the Board discussed issues the ARC is experiencing. No action taken.
Review Bids for 2022/2023 Snow Removal Services	The Board reviewed bids for snow removal services. Following discussion, upon a motion duly made and seconded, the Board unanimously approved to provide snow removal services for the 2022/2023 season.
Discussion Regarding Meeting Schedule	The Board discussed the regular meeting schedule and determined to hold meetings as necessary. No action was taken.
Discuss Website Contact Information	Following discussion, the Board determined to establish a single email address to contact the Board.

Legal Matters

Consider Approval of Resolution Calling May 2, 2023 Election	Mr. White presented the Resolution Calling May 2, 2023 Election to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the resolution.
Consider Acceptance of Special Warranty Deed from TF Johnstown Farm, LP	Mr. White presented the Special Warranty Deed from TF Johnstown Farm, LP to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the deed. Mr. Campbell reminded the Board of his potential conflict of interest related to TF Johnstown Farm, LP, and abstained.
Consider Approval of Temporary License Agreement with TF Johnstown Farms, LP	Mr. White presented the Temporary License Agreement from TF Johnstown Farm, LP to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement. Mr. Campbell reminded the Board of his potential conflict of interest related to TF Johnstown Farm, LP, and abstained.
Consider Adoption of Amended and Restated Resolution Concerning the Imposition of an Operations Fee	Mr. White presented the Amended and Restated Resolution Concerning the Imposition of an Operation Fee to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the resolution.

Consider Adoption of Resolution Regarding Policies, Procedures and Penalties for Enforcement of the Governing Documents

Mr. White presented the Resolution regarding Policies, Procedures and Penalties for Enforcement of the Governing Documents to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the resolution.

Consider Approval of First Amendment to Funding and Reimbursement Agreement (O&M) with TF Johnstown Farms, LP

Mr. White presented the First Amendment to Funding and Reimbursement Agreement with TF Johnstown Farm, LP to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agreement. Mr. Campbell reminded the Board of his potential conflict of interest related to TF Johnstown Farm, LP, and abstained.

Financial Matters

Consider Approval of Payables/Financials

Mr. Fink presented the financials and claims to the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the financials and claims.

Conduct Public Hearing on 2022 Budget Amendment and Consider Adoption of Resolution Amending 2022 Budget

Director Campbell opened the public hearing on the 2022 Budget Amendment. 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.

Mr. Fink reviewed the Resolution Amending the 2022 Budget with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution amending the Debt Service Fund to \$11,000.

Conduct Public Hearing on 2023 Budget and Consider Adoption of Resolution Adopting 2023 Budget, Imposing Mill Levy and Appropriating Funds

Director Campbell opened the public hearing on the proposed 2023 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.

Mr. Fink reviewed the 2023 Budget Resolution with the Board. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying mills for the General Fund, and mills for the Debt Service Fund, as shown in the 2023 Budget, subject to receipt of final assessed valuation.

Review Proposals for Auditors for 2022 Audit

The Board authorized the President of the District to review and execute a proposal when received.

Other

None.

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 29th day of June, 2023.