

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE LUPTON VILLAGE RESIDENTIAL METROPOLITAN DISTRICT

Held: Thursday, April 20, 2021 at 11:00 AM by video conference at <https://us02web.zoom.us/j/85962090926>, Meeting ID: 859 6209 0926 by telephonic Conference at + 1 346 248 7799

Attendance

The special meeting of the Board of Directors of the Lupton Village Residential Metropolitan District was called and held, as shown, in accordance with Colorado law. The following directors confirmed their qualification to serve on the Board:

William J. Johanningmeier
Josef Guetlein
Dennis Johanningmeier
Fred Croci

Also present was: Michael Davis and Marisa Davis, Michael Davis Law Office, LLC;
Alex Carlson and Andrea Weaver, Centennial Consulting Group
Andrew Gerck – Baessler Homes
Mellissa Wheeler – Baessler Homes

Consent Agenda

Mr. Carlson noted that a quorum of the Board was present, and the Directors confirmed their qualification to serve.

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

The Board discussed approving the Agenda for the April 20, 2021 special meeting of the Board of Directors of the Lupton Village Residential Metropolitan District.

RECORD OF PROCEEDINGS

The minutes for the January 21, 2021 meeting was reviewed by the Board.

Following discussion, upon the motion of Director Croci and second by Director W. Johanningmeier, the Board unanimously approved the Consent Agenda as presented.

Appointment of Andrew Gerk

The Board considered the Appointment of Andrew Gerk as a member of the Lupton Village Residential Board of Directors to fill the current Board vacancy. Following discussion, upon the motion to appoint from Director Croci and second by Director Guetlein, the Board unanimously approved the Appointment of Andrew Gerk as a member of the Lupton Village Residential Board of Directors to fill the current Board vacancy.

Director W. Johanningmeier Administered the Oath of Office.

The Board discussed the Election of Officers. Following discussion, upon the motion of Director Croci and second by Director W. Johanningmeier, the Board unanimously approved the Election of Officers.

Location of Regular and Special Meetings Outside the Boundaries of the District

The Board considered the Resolution of the Board of Directors Designating Location of Regular and Special Meetings Outside the Boundaries of the District. Following discussion, upon the motion of Director W. Johanningmeier and second by Director Guetlein the Board unanimously approved the Resolution of the Board of Directors Designating Location of Regular and Special Meetings Outside the Boundaries of the District.

Engagement with Sherman & Howard

The Board reviewed and considered Approval of Engagement Agreement with Sherman & Howard as District Bond Counsel. Mr. Davis explained the bond process. Following discussion, upon the motion of Director Guetlein and second by Director W. Johanningmeier, the Board unanimously approved the Engagement Agreement with Sherman & Howard as District Bond Counsel.

Engagement with Piper Sandler

The Board reviewed and considered Approval of Engagement Agreement with Piper Sandler as Bond Underwriter and Placement Agent. Following discussion, upon the motion of Director Guetlein and second by Director W. Johanningmeier, the Board unanimously approved the Engagement Agreement with Piper Sandler as Bond Underwriter and Placement Agent.

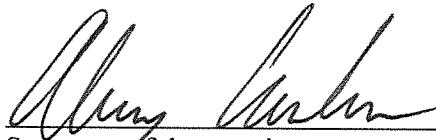
RECORD OF PROCEEDINGS

Other Business

The Board discussed a third-party engineer. Upon motion to create a committee to establish a third-party engineer by Director W. Johanningmeier and seconded by Director Guetlein, the Board unanimously approved and appointed Directors Croci and W. Johanningmeier to the committee.

Adjournment

There being no further business to come before the Board, upon motion by Director Croci and seconded by Director W. Johanningmeier, the Board unanimously adjourned the meeting.



Secretary of the meeting