

**RESOLUTION OF THE BOARD OF DIRECTORS OF
LUPTON VILLAGE RESIDENTIAL METROPOLITAN DISTRICT
REGARDING THE REIMBURSEMENT OF CERTAIN DEVELOPER ADVANCES**

CERTIFIED COPY OF RESOLUTION

STATE OF COLORADO)
) ss
COUNTY OF WELD)

At the special meeting of the Board of Directors of Lupton Village Residential Metropolitan District (the “District”), City of Fort Lupton, County of Weld, State of Colorado, held at 2:00 p.m., on Thursday, October 28, 2021, conducted telephonically and electronically on +1 669-900-9128 (Conference ID: 833-9997-4010) and on:

<https://us02web.zoom.us/j/83399974010?pwd=ZVZXTGthMHp6amtBMWROZ1cvSUhXQT09>, the following directors were present:

- William “B.J.” Johanningmeier
- Fred Croci
- Josef Guetlein
- Dennis Johanningmeier
- Andrew Gerck

When the following proceedings were had and done, to wit, it was moved by Director Croci to adopt the following Resolution:

WHEREAS, the District is a duly organized and existing Title 32 special district empowered by statute to enter into contracts to further the purposes of the District; and

WHEREAS, the purposes for which the District was formed include the provision of water, sewer, storm drainage, street, traffic and safety, and park and recreation facilities, programs, and services, all in accordance with its service plan as approved by the City of Fort Lupton, Colorado; and

WHEREAS, the District entered into that certain Infrastructure Acquisition Agreement with FTL Land Assemblage, LLLP (the "Developer") dated February 4, 2020; and

WHEREAS, the District entered into that certain Infrastructure Acquisition Agreement with the Developer and Lupton Village Land Developers, LLC dated March 1, 2021; and

WHEREAS, on even date herewith, the Board of Directors of the District reviewed that certain Lupton Village Residential Metropolitan District Cost Certification Report No. 2 dated October 28, 2021 submitted by Independent District Engineering Services, LLC (the “Engineering Certification Report”);

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF LUPTON VILLAGE RESIDENTIAL METROPOLITAN DISTRICT THAT:

Section 1. The District accepts the Engineering Certification Report which identifies completed public improvements that benefit the District and certifies a cost of \$4,040,017.88 for such public improvements as being eligible for reimbursement by the District.

Section 2. There are no liens or other encumbrances on the public improvements identified in the Engineering Certification Report that prohibit the use or conveyance of such improvements by the District or the City of Fort Lupton, as applicable.

Section 3. Pursuant to the above-referenced Infrastructure Acquisition Agreements, the Developer shall be reimbursed for advances made to construct the public improvements identified in the Engineering Certification Report in the amount of \$4,040,017.88 (the "Advance Amount").

Section 4. The Board approves, authorizes and directs the President, Secretary and other officers of the Districts together with the District's accountant, attorney and other consultants, to take all actions necessary to implement this Resolution and the intent of the Resolution, including without limitation filing requisitions for the release of Bond project funds to reimburse the Developer for the Advance Amount, and ratifying and approving the appropriations set forth herein and any budget amendments required hereby.

WHEREUPON, the motion was seconded by Director Guetlein, and upon vote, unanimously carried.

ADOPTED AND APPROVED THIS 28TH DAY OF OCTOBER, 2021.

**LUPTON VILLAGE RESIDENTIAL
METROPOLITAN DISTRICT**

William J. Johanningmeier

William J. Johanningmeier (Nov 3, 2021 09:33 MDT)

By: William ("B.J.") Johanningmeier, President

ATTEST:

Fred L. Croci

Fred L. Croci (Nov 3, 2021 11:07 MDT)

Fred Croci, Secretary/Treasurer