

RECORD OF PROCEEDINGS

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

Held: Wednesday, February 9, 2022 at 10:30 AM by video conference

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. Johannningmeier
Josef Guetlein
Dennis Johannningmeier
Fred Croci
Andrew Gerck

Also present:

Alex Carlson and Andrea Weaver, Centennial Consulting Group, LLC
Michael Davis and Marisa Davis, Michael Davis Law Office, LLC

(a) Call to Order

Call to Order: Mr. Carlson called the meeting to order.

(b) Disclosures of Potential Conflicts of Interest

Declaration of Quorum: 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.

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Approval of Minutes from the October 28, 2021 Special Meeting	The Board discussed approving the minutes from the October 28, 2021 special meeting of the Lupton Village Residential Metropolitan District. Following review, upon the motion of Director Croci and seconded by Director Guetlein the Board unanimously approved the October 28, 2021 minutes.
Centennial Consulting Group Renewal Letter	The Board reviewed the Renewal Letter of Engagement for Management, Administrative, and Accounting Services with Centennial Consulting Group, LLC. Upon the motion of Director Croci and seconded by Director D. Johanningmeier the Board unanimously ratified the Renewal Letter with Centennial Consulting Group, LLC.
Claims	The Board discussed ratifying the payment of claims. Following discussion, upon the motion of Director W. Johanningmeier and seconded by Director D. Johanningmeier the Board unanimously ratified the payment of claims.
Financial Statements	The Board reviewed the unaudited financial statements for the period ending December 31, 2021. No Board action was taken. *Director Gerk joined the meeting.
Reserve and Operating Bank Accounts for Townhomes	The Board discussed the new reserve and operating bank accounts for the Townhome operation fee revenues. Following discussion, upon the motion of Director Croci and seconded by Director D. Johanningmeier the Board unanimously approved the opening of the Townhome bank account.
Cost Certification Report No. 3	The Board reviewed the Cost Certification Report No. 3 date January 31, 2022 from Independent District Engineering Services. Following discussion, upon the motion of Director Croci and seconded by Director D. Johanningmeier the Board unanimously approved the Cost Certification Report No. 3 from Independent District Engineering Services.
Reimbursement to the Developer	Following discussion and review, upon the motion of Director Gerk and seconded by Director Guetlein the Board unanimously approved a reimbursement in the amount of \$906,679.11.
Amended and Restated Infrastructure Acquisition Agreements	The Board discussed the Amended and Restated Infrastructure Acquisition Agreements between the District, FTL Land Assemblage, and Lupton Village Land Developers. This item was tabled until the draft documents are complete.

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Update on Status of
Development

Director Croci updated the Board on landscape installation and progress on the Town's construction of the future library.

Other Business

None.

Adjournment

There being no further business to come before the Board, upon motion by Director Gerk and seconded by Director D. Johanninger, the Board unanimously adjourned the meeting.

Fred Croci

Fred Croci (Nov 15, 2022 17:45 CST)

Secretary of the meeting