

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS OF LUPTON VILLAGE RESIDENTIAL METROPOLITAN DISTRICT HELD AT 10:00 AM ON APRIL 28, 2023

1. **Location and Attendance:** Pursuant to § 32-1-903 C.R.S., as amended, this meeting was conducted as an audio conference on +1 669 900 6833 (Meeting ID: 857 7959 0749, passcode: 364293) and videoconference on:
<https://us02web.zoom.us/j/85779590749?pwd=VEpkRUVFNTFXM0VHWWE0YU9kL2dpUT09>. Directors, consultants and members of the public were additionally invited to physically attend the meeting at 2619 Canton Court, Suite A, Fort Collins, CO 80525. The meeting of the Board of Directors 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
Fred Croci
Andrew Gerk
Deborah Johanningmeier

Absent was Director Josef Guetlein, whose absence was excused.

Also present was Michael Davis, Hilary Adams and Marisa Davis of the Law Office of Michael E. Davis, LLC; Alex Carlson, Andrea Weaver and Lane Melott of Centennial Consulting Group, LLC; Melissa Wheeler of Baessler Homes; and Residents JC, Rita Riem and Jay Fisher.

2. **Approval of Consent Agenda.**

- 2.1. Mr. Davis noted that a quorum of the Board was present and the Directors confirmed their qualification to serve.
- 2.2. Mr. Davis then 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.

- 2.3. **Approval of Agenda.** The Board reviewed the consent agenda including the prior meeting minutes. Upon motion by Director Gerck and second by Director W. Johanningermeier, the consent agenda was approved unanimously subject to the following revisions: change of minutes for approval from November 17, 2022 to March 28, 2023, correction of the date in the draft minutes to March 28, 2023 from March 28, 2022, and unaudited financial statements from March 30, 2023 to March 31, 2023.
3. **Review Unaudited Financial Statements for the period ending March 31, 2023.** The Board reviewed the unaudited financial statements for the period ended March 31, 2023, and recognized that without the financial support of the Commercial District the Residential District would be unable to pay its operations and maintenance costs through the end of the year and likely through 2024 due to the infancy of the Residential District and corresponding low assessed valuation of property within the District.
 4. **Consider Ratification and Approval of Payment of Claims.** The Board reviewed the statement of claims. Upon motion by Director Croci and second by Director W. Johanningermeier, the claims were unanimously ratified.
 5. **Review Cash Position.** The Board reviewed the cash position.
 6. **Consider a Resolution to Ratify and Approve the Enforcement of Covenants, Conditions and Restrictions.** The Board reviewed a Resolution to Ratify and Approve the Enforcement of Covenants, Conditions and Restrictions, recognizing that The Flats were now subject to the District's covenant enforcement. Upon motion by Director Croci and second by Director W. Johanningermeier, the resolution was unanimously approved.
 7. **Consider Approval of a Resolution to Ratify and Impose Operations and Maintenance Fees.** The Board reviewed a Resolution to Ratify and Impose Operations and Maintenance Fees recognizing that the Fees were now being imposed on the townhomes in The Flats. Upon motion by Director Gerck and second by Director W. Johanningermeier, the resolution was unanimously approved.
 8. **Consider the Acknowledgement and Acceptance of Deeds Conveying Tracts to the District.** The Board acknowledged the conveyance of various tracts and outlots conveyed to the District from the developer and home builder and considered the acceptance of the conveyance deeds. Upon motion by Director Croci and second by Director Johanningermeier, the conveyed property and the deeds were unanimously accepted.
 9. **Consider Ratification and Approval of Access Licenses and Temporary Construction Easements for District Tracts.** The Board reviewed Access Licenses and Temporary Construction Easements for District Tracts. Upon motion by Director Gerck and second by Director Croci, the Access Licenses and Temporary Construction Easements for District Tracts were approved and ratified.

10. **Consider a Resolution Re: Special Meeting Notices for Directors.** The Board reviewed a Resolution regarding Special Meeting Notices for Directors. Upon motion by Director Croci and second by Director Gerk, the resolution was unanimously approved.
11. **Consider Termination Notice in Connection with the IGA Regarding Shared Costs.** The Board discussed the 30-day termination notice requirement in the IGA regarding shared costs with the Commercial District. No action was taken.
12. **Other Business.** Public comment: Resident Jay Fisher introduced himself as a single family homeowner within the District and expressed his interest in learning more about special districts. Mr. Carlson welcomed Mr Fisher to the community and offered to contact him offline to answer any questions he has about the District at this time.
13. **Adjournment.** There being no further business to come before the Board, upon motion by Director Croci and second by Director D. Johanningmeier, the Board unanimously adjourned the meeting.

Respectfully submitted,

Secretary for the Meeting