

# RECORD OF PROCEEDINGS

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## MINUTES OF THE COORDINATED REGULAR MEETING OF JOHNSTOWN NORTH METROPOLITAN DISTRICT NOS. 1-3

HELD  
July 28, 2022

The Boards of Directors of the Johnstown North Metropolitan District Nos. 1-3 held a regular meeting, open to the public, via MS Teams at 10:00 a.m., Thursday, July 28, 2022.

### ATTENDANCE

#### Directors in Attendance: (Via Teleconference)

Kim Perry, President & Chairperson  
Josh Kane, Treasurer/Secretary  
Sam Salazar, Assistant Secretary/Assistant Treasurer  
Tim DePeder, Assistant Secretary/Assistant Treasurer

#### Directors Absent but Excused:

Abby Kirkbride, Vice President/Assistant Secretary

#### Also, in Attendance Were: (Via Teleconference)

Alan Pogue and Deborah Early; Icenogle Seaver Pogue, P.C.  
Jim Niemczyk, Mike McBride, Samantha Romero, Griffin Barlow, and  
Christina Rotella; McWhinney  
Andrew Kunkel, Kevin Mitts, Jason Woolard, Irene Buenavista, Kirsten  
Starman, Brendan Campbell, Doug Campbell, and Kieyesia Conaway;  
Pinnacle Consulting Group, Inc.  
Tom Wynne and Trung Luc; Wells Fargo  
Akio Ohtake-Gordon; Piper Sandler  
Kim Reed; Ballard Spahr

### CALL TO ORDER

The meeting was called to order at 10:07 a.m. by Director Perry, President of the Boards, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

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### COMBINED MEETING

The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Johnstown North Metropolitan District No. 1, with concurrence by the Johnstown North Metropolitan District Nos. 2 and 3.

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CONFLICT OF  
INTEREST  
DISCLOSURE

Ms. Early noted that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State at least 72 hours in advance of the meeting, disclosing that potential conflicts of interest may exist, as all Board Members are employees of McWhinney Real Estate Services, Inc. which is associated with the primary landowner and developer of land within the District. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the 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 Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

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APPROVAL OF  
AGENDA

The Boards considered the agenda. Upon motion duly made by Director Kane, seconded by Director Salazar and, upon vote, it was unanimously

**RESOLVED** to approve the agenda, as amended to move Finance Manager's Report IV A after Financial Item IV D, and to remove Legal Item V B.

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PUBLIC  
COMMENT

There were no members of the public present.

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EXECUTIVE  
SESSION

Executive session, pursuant to § 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel related to specific legal questions.

Mr. Pogue advised the Boards that it was permitted, upon compliance with requisite statutory procedures under the Colorado Open Meetings Law, for the Boards to convene an executive session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

**RESOLVED** to convene an Executive Session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions.

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It is the 28<sup>th</sup> day of July 2022 and the time is 10:12 a.m. For the record, I, Kim Perry, am the presiding officer. This session is subject to the attorney-client privilege and therefore, pursuant to the Open Meetings Law, is not being recorded. Also present at this Executive Session are: Directors Josh Kane, Sam Salazar and Tim DePeder. District Legal Counsel, Alan Pogue and Deborah Early. District Manager; Andrew Kunkel, District Accounting Manager; Irene Buenavista, and Director of Management and Administration; Jason Woolard; Pinnacle Consulting Group, Inc.

This is an Executive Session for the following purpose: receiving legal advice from general counsel related to specific legal questions.

The Executive Session was adjourned at 10:36 a.m. All participants were in the Executive Session at adjournment.

No decisions or actions were taken in the Executive Session.

For the record, if any person participating in the Executive Session believes any substantial discussion of any matters not included in the motion to go into Executive Session occurred during the Executive Session, or any improper action occurred during the Executive Session in violation of the Colorado Open Meetings Law, I ask you state your concerns for the record.

No objections were stated.

### CONSENT AGENDA

The Boards considered the following items on the consent agenda:

- A. Approval of Minutes – April 28, 2022, Regular Meeting.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.
- D. Financial Statements as of June 30, 2022.

Following review and discussion, upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously.

**RESOLVED** to approve the consent agenda, as presented.

### FINANCIAL ITEMS

Bond Update: Mr. Wynne and Ms. Reed presented the current status of the Bond Issuance to the Boards and answered questions.

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ADJOURNMENT

Upon motion duly made by Director Kane, seconded by Director Salazar and, upon vote, the meeting was continued to August 16, 2022, at 10:00 a.m.

Respectfully submitted

  
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Kieyesia Conaway  
Recording Secretary for the Meeting