

# RECORD OF PROCEEDINGS

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

HELD  
April 25, 2024

The Regular Meeting of Johnstown North Metropolitan District Nos. 1-3 was held via MS Teams and Teleconference on Thursday, April 25, 2024, at 11:30 a.m.

### ATTENDANCE

#### Directors in Attendance:

Kim Perry, President & Chairperson  
Sam Salazar, Asst. Secretary & Asst. Treasurer  
Tim DePeder, Asst. Secretary & Asst. Treasurer

#### Directors Absent, but Excused:

Josh Kane, Treasurer & Secretary

#### Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.  
Bryan Newby, Sarah Bromley, Jenna Pettit, Irene Buenavista, Stanley Holder, Dillon Gamber, and Jennifer Ondracek; Pinnacle Consulting Group, Inc.  
Jeff Breidenbach, Samantha Cran, and Mike McBride; McWhinney.

### ADMINISTRATIVE ITEMS

Call to Order: The Regular Meeting of the Board of Directors (collectively, the “Boards”) of the Johnstown North Metropolitan District Nos. 1-3 (collectively, the “District”) was called to order by Director Perry at 11:32 a.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Board of Directors of Johnstown North Metropolitan District No. 1, with concurrence by the Boards of Directors of Johnstown North Metropolitan District Nos. 2, and 3.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director Perry noted that a quorum was present, with three out of five Directors in attendance. All Board Members confirmed their qualifications to serve on the Board. Mr. Pogue 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

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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 Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board 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 Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Approval of Agenda: The Boards considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

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

Appointment to Fill Board Vacancy: Directory Perry addressed the Boards noting there is one interested candidate to fill the vacancy on the Board of Directors. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

**RESOLVED** to appoint Jeff Breidenbach to the Board of Directors of District Nos. 1-3.

Election of Officers: Directory Perry discussed the Election of Officers with the Boards. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

**RESOLVED** to appoint Jeff Breidenbach to the positions of Vice President and Assistant Secretary.

Jeff Breidenbach – Vice President and Assistant Secretary

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

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CONSENT AGENDA Director Perry reviewed the items on the consent agenda with the Boards. Director Perry advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director DePeder, Seconded by Director Salazar, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Approval of Minutes – October 26, 2023, Regular Meeting.
- B. Website Accessibility Resolution.
- C. Contract Modifications.
- D. Unaudited Financial Statements for the period ending December 31, 2023.

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DISTRICT MANAGER ITEMS District Manager’s Report: Mr. Newby presented the District Manager’s Report to the Boards and answered questions.

CAPITAL INFRASTRUCTURE ITEMS District Project Manager Update: Mr. Holder presented the District Project Manager Update to the Boards and answered questions.

Project Budget for High Plains Expansion (\$192,222): Mr. Holder and Mr. McBride presented the Project Budget for High Plains Expansion in the amount of \$192,222 to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Project Budget for High Plains Expansion in the amount of \$192,222 subject to the earner’s money paid by the buyer becoming non-refundable.

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FINANCIAL ITEMS Finance Manager’s Report: Ms. Buenavista presented the Finance Manager’s Report to the Boards and answered questions.

2023 Audit Exemption for Johnstown North Metropolitan District No. 3: Ms. Buenavista reviewed the 2023 Application for Exemption from Financial Audit for Johnstown North Metropolitan District No. 3 with the Board and answered questions. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

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**RESOLVED** to ratify the 2023 Application for Exemption from Financial Audit for Johnstown North Metropolitan District No. 3, as presented.

LEGAL ITEMS

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There were no legal items to discuss.  
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DIRECTOR  
MATTERS

\_\_\_\_\_  
There were no Director Matters to come before the Boards.  
\_\_\_\_\_

OTHER  
MATTERS

\_\_\_\_\_  
There were no Other Matters to come before the Boards.  
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ADJOURNMENT

\_\_\_\_\_  
There being no further business to come before the Boards, the meeting was adjourned at 11:56 a.m.  
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The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

*Kiyesia Conaway*  
For Jenna Pettit, Recording Secretary for the Meeting