

MINUTES OF AN ORGANIZATIONAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

NORTHFIELD METROPOLITAN DISTRICT NOS. 1-3

Held: Wednesday, March 25, 2020, at 2:30 P.M., Conducted  
Telephonically at 346-2448-7799.

Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.

**ATTENDANCE**

The meeting was held in accordance with the laws of the State of Colorado. The following directors were in attendance:

Jason Sherrill  
Jonathan Mosier  
Rahul Majumdar

Director Deborah Mosier and Director Tamara Sherrill were absent. All absences are deemed excused unless otherwise noted in these minutes.

Also present were: Robert Rogers, Esq., Eve Velasco, Esq., and Abby Franz, White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Guy Johnson, District Accountant; Chris Beabout, Landmark Homes.

**ADMINISTRATIVE  
MATTERS**

Call to Order and  
Confirmation of Quorum

Director Sherrill noted that a quorum of the Boards was present, and, therefore, the meeting was called to order. In light of state stay-home order and risks of COVID 19 considered by the Boards members, Director's electronic participation was deemed sufficient for quorum purposes. It was noted that the Zoom hyperlink and call-in #s were included on the agenda during the meeting posting process, so that the public had the opportunity to participate electronically if they desired.

Declaration of Quorum and  
Confirmation of Director  
Qualifications

Ms. Robert noted that a quorum for the Boards was present and that the directors had confirmed their qualification to serve.

Reaffirmation of Disclosures of Potential or Existing Conflicts of Interest

Mr. Rogers advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rogers reported that disclosures for those directors with potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Rogers inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The Boards determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Approval of Agenda

Mr. Rogers presented the Boards with the proposed agenda for the meeting. Following discussion, upon a motion duly made and seconded, the Boards approved the Agenda.

Consider Approval of Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings

Mr. Rogers presented the Boards with the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings. Following discussion, upon a motion duly made and seconded, the Boards approved the Resolution.

## **DIRECTOR MATTERS**

Election of Officers

Mr. Rogers noted the need to elect a President, Treasurer and a Secretary for the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously elected the following officers:

President: Jason Sherrill  
Vice President: Jon Mosier  
Secretary/Treasurer: Rahul Majumdar  
Assistant Secretary: Tamara Sherrill  
Assistant Secretary: Deborah Mosier  
Recording Secretary: Legal Counsel

**PUBLIC COMMENT**

None.

**CONSENT AGENDA**

The Boards was presented with the consent agenda items. Upon motion of Mr. Sherrill, seconded by Mr. Mosier, the Boards unanimously took the following actions:

a. Administrative Matters

- i. Adoption of Resolution Providing for the Defense and Indemnification of Directors and Employees of the

- District
  - ii. Adoption of Resolution Concerning Colorado Special District Records Retention Schedule
  - iii. Adoption of Resolution Concerning Public Records Request Policy
  - iv. Adoption of Resolution Calling May 5, 2020 Election
  - v. Adoption of Resolution Concerning Personal Data Privacy Policy
  - vi. Acknowledge Recording of Special District Public Disclosure Documents as required by § 32-1-104.8, C.R.S.
  - vii. Consider Approval of Execution of (1) Form SS-4 Application for Federal Employer Identification Number; (2) Application for Colorado Sales Tax Exemption Number; and (3) Application for Assignment of PDPA Numbers
- b. Consultant Matters
- i. Approval of Engagement of WHITE BEAR ANKELE TANAKA & WALDRON as General Counsel
  - ii. Approval of Engagement of Guy Johnson for Accounting and Management Services

## **ADMINISTRATIVE MATTERS**

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| Adoption of 2020 Annual Administrative Resolution   | Mr. Rogers presented the 2020 Annual Administrative Resolution to the Boards for review. Following the discussion, upon a motion duly made and seconded, the Boards unanimously adoption resolution.  |
| Adoption of Resolution Designating the Location of Regular Meetings Outside the District's Boundaries | Mr. Rogers presented the Resolution Designating the Location of Regular Meetings Outside the District's Boundaries for the Boards for review. Following the discussion, upon a motion duly made and seconded, the Boards unanimously adoption resolution. |
| Adoption of Resolution Concerning Authorization for Approval of Contracts and Payments of Claims      | Mr. Rogers presented the Resolution Concerning Authorization for Approval of Contracts and Payments of Claims for the Boards for review. Following the discussion, upon a motion duly made and seconded, the Boards unanimously adoption resolution.      |
| Adoption of Resolution Designating the Districts' 24 Hour Posting Location                            | Mr. Rogers presented the Resolution Designating the Districts' 24 Hour Posting Location for the Boards for review. Following the discussion, upon a motion duly made and seconded, the Boards unanimously adoption resolution.                            |
| Adoption of Resolution Declaring Emergency Procedures and Authorizing                                 | Mr. Rogers presented the Resolution Declaring Emergency Procedures and Authorizing Teleconferencing for Regular and Special Meetings for the Boards for review. Following the   |

Teleconferencing for Regular and Special Meetings

discussion, upon a motion duly made and seconded, the Boards unanimously adoption resolution subject to a small change made by Mr. Beabout.

### **FINANCIAL MATTERS**

Public Hearing on 2020 Budget and Adoption of Resolution Adopting Budget, Imposing Mill Levy and Appropriating Funds

Mr. Sherrill opened the public hearing on the 2020 budget. Mr. Rogers noted that the notice of the budget hearing was provided in accordance with Colorado law and that no objections were received prior to the hearing. Mr. Rogers reviewed the 2020 budget with the Boards. There being no public present, Mr. Majumdar closed the public hearing.

Mr. Rogers reviewed the 2020 Budget Resolution with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolutions adopting the 2020 Budget, appropriating funds therefor and certifying 0.000 mills for the general fund, 0.000 mills for the debt service fund, and 0.000 mills for the contractual obligation expenses fund.

Approval of Opening of Checking Account and Authorize Signers on the Accounts

The Boards discussed the need to open a checking account for the District's funds. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the opening of a checking account at FirstBank. The Boards further directed Mr. Johnson to open both accounts.

### **INSURANCE MATTERS**

SDA Membership and Intergovernmental Agreement with Colorado Special Districts Property and Liability Pool

Mr. Rogers presented the Boards with the SDA Membership application, the Intergovernmental Agreement with the Colorado Special Districts Property and Liability Pool. Mr. Rogers noted that the insurance includes general liability coverage, public officials' liability coverage, non-owned/hired auto liability, hired auto physical damage and comprehensive crime coverage. Because the District does not currently own any property, property liability coverage is not yet included. Mr. Rogers noted that, in order to obtain insurance through the Pool, membership through the Special District Association is required. Following discussion, the Boards directed Mr. Rogers follow up with Mr. Sherrill and Mr. Mosier regarding binding insurance matters. No further action was taken.

Agency Fee Agreement with T. Charles Wilson for Insurance Broker Services

Mr. Rogers presented the Boards with an Agency Fee Agreement with T. Charles Wilson for Insurance Broker Services and noted that the annual agency fee for 2020 is estimated to be \$495. The Boards directed Mr. Rogers to follow up with Mr. Sherrill and Mr. Mosier regarding the Agency Fee. No further action was taken.

### **LEGAL MATTERS**

Approval of Funding and Reimbursement Agreement (Operations and Maintenance) with Northfield Land, LLC

Mr. Rogers presented the Boards with the Funding and Reimbursement Agreement. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agreement subject to including the interest rate of prime plus 2%.

Approval of Public Improvements Acquisition and Reimbursement Agreement with Northfield Land, LLC

Mr. Rogers presented the Boards with the Public Improvements Acquisition and Reimbursement Agreement. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agreement subject to including the interest rate of prime plus 2% and required approval resolution 45 days after submission of completed application package with all necessary supporting documentation.

Approval of Intergovernmental Agreement with City of Fort Collins, Colorado

Mr. Rogers presented the Boards with the Intergovernmental Agreement with City of Fort Collins, Colorado. Following discussion, upon motion duly made and seconded, the Boards unanimously approved the agreement.

Discuss Status Public Benefits Agreement

Mr. Rogers provided an update to the Board regarding the Status of Public Benefits Agreement. He noted the anticipated timing of receipt of comments from city staff and the hope that this agreement would be negotiated and finalized by the end of May.

## **OTHER BUSINESS**


Next Meeting Date

The Boards agreed to hold regular meetings on the third Wednesday of each month at 2:30 p.m.

## **ADJOURNMENT**

There being no further business to be conducted, the meeting was adjourned.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

  
[Rahul Majumdar \(Oct 2, 2020 13:41 MDT\)](#)  
Secretary for the Meeting









# 2020-09-30 Northfield Execution Packet

Final Audit Report

2020-10-02

Created:	2020-10-02
By:	Dana Anderson (danderson@wbapc.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAEH8Dj-iQKBCLZbG0-xOdVjGrIP-1TUm

## "2020-09-30 Northfield Execution Packet" History

-  Document created by Dana Anderson (danderson@wbapc.com)  
2020-10-02 - 5:59:29 PM GMT- IP address: 50.209.233.181
-  Document emailed to Jason Sherrill (jsherrill@mylandmarkhomes.net) for signature  
2020-10-02 - 6:01:32 PM GMT
-  Email viewed by Jason Sherrill (jsherrill@mylandmarkhomes.net)  
2020-10-02 - 7:31:58 PM GMT- IP address: 173.164.55.30
-  Document e-signed by Jason Sherrill (jsherrill@mylandmarkhomes.net)  
Signature Date: 2020-10-02 - 7:32:52 PM GMT - Time Source: server- IP address: 173.164.55.30
-  Document emailed to Rahul Majumdar (rmajumdar@mylandmarkhomes.net) for signature  
2020-10-02 - 7:32:54 PM GMT
-  Email viewed by Rahul Majumdar (rmajumdar@mylandmarkhomes.net)  
2020-10-02 - 7:40:21 PM GMT- IP address: 66.102.6.236
-  Document e-signed by Rahul Majumdar (rmajumdar@mylandmarkhomes.net)  
Signature Date: 2020-10-02 - 7:41:01 PM GMT - Time Source: server- IP address: 173.164.55.30
-  Agreement completed.  
2020-10-02 - 7:41:01 PM GMT