

NORTHFIELD METROPOLITAN DISTRICTS

**RECORD OF PROCEEDINGS
MINUTES OF THE JOINT SPECIAL MEETING
OF THE BOARDS OF DIRECTORS OF
NORTHFIELD METROPOLITAN DISTRICTS No's. 1 & 2**

HELD: September 07, 2022, at 9:00 a.m. in person

ATTENDANCE:

The joint special meeting of the Boards of Directors of the Northfield Metropolitan Districts Nos. 1 & 2 (collectively, the "Board") was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

Jason Sherrill
Jon Mosier
Rahul Majumdar

Director Tamara Sherrill and Director Deborah Mosier were absent and excused.

Also present were Robert Rogers, Esq. of White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel, Guy Johnson, and Jackie Johnson

CALL TO ORDER:

Director Jason Sherrill called the meeting to order at 9:03 a.m.

QUALIFICATION OF BOARD MEMBERS:

Mr. Johnson reported that all the Board members are qualified to serve on the Board of Directors.

DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:

Mr. Johnson discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements were filed for each of the Directors with the Secretary of State and with the District at least 72 hours prior to a meeting in which a potential conflict may arise. All board members affirmed that there were no changes to their conflicts of interest disclosures since the Secretary of State filings.

APPROVAL OF AGENDA:

The Board reviewed the agenda,

Upon motion was made by Director Jason Sherrill and seconded by Director Rahul Majumdar and unanimously carried to approve the agenda as presented.

PUBLIC COMMENTS:

Board member Director Jason Sherrill opened the Public Comment portion of the meeting, and seeing no public present this portion of the meeting was closed.

APPROVAL OF MINUTES:

The meeting minutes of May 06, 2022, meeting was presented and discussed,

Upon motion made by Director Jason Sherrill and seconded by Director Rahul Majumdar and unanimously carried, the boards approved the meeting minutes of May 06, 2022.

LEGAL MATTERS:

Consider Approval of Affidavit Confirming No District Reimbursement of Suniga Oversizing:

Mr. Rogers presented the Affidavit Confirming No District Reimbursement of Suniga Oversizing to the Board. After Board discussion of the Affidavit and upon motion made by Director Jason Sherrill, seconded by Director Rahul Majumdar, and unanimously carried, the boards approved the affidavit affirming that no costs have been reimbursed for the Suniga Oversizing Project.. The Boards additionally instructed Mr. Johnson to track future engineering and accounting certifications in order to ensure that Suniga Oversizing costs are not reimbursed in the future.

Consider Approval and Ratification of Charging Point Pricing:

Mr. Johnson presented the documents for the charging station pricing, stating that the pricing was set at a level that is intended to assure that the District is not subsidizing the charging station operating costs out of the District's general fund, and that the fee schedule can be adjusted when and if needed.

Upon motion duly made by Director Jason Sherrill and seconded by Director Rahul Majumdar, and unanimously carried to approve and ratify the charging point pricing to be \$3.00 per hour parked and \$0.45 per kwh used,

Mr. Rogers wanted to discuss the Public Improvements Acquisition Process and timeline, in reference to the charging stations, Mr. Johnson stated the charging station had to be installed and operational for Landmark to receive CO's. The Board directed Mr. Rogers to assist with conveyance of the stations to District in accordance procedures outlined in the District's Infrastructure Acquisitions Agreement.

FINANCIALS:

Mrs. Johnson reviewed with the Board the expenditures for NFMD #1 May 2022 through August 2022 totaling \$198,578.65 and NFMD #2 May 2022 totaling \$5,305.15 for a grand total of payables to be \$203,883.80.

Upon motion duly made by Director Jason Sherrill and seconded by Director Rahul Majumdar, and unanimously carried; the Board approved and ratification of the payables for NFMD #1 May 2022 through August 2022 totaling \$198,578.65 and NFMD #2 May 2022 totaling \$5,305.15 for a grand total of payables to be \$203,883.80.

Approval & Ratification of the 2021 Audits and Exemptions:

Mr. Johnson stated the 2021 Exemptions for NFMD #1 & #3 were completed and submitted to the State Auditors Department, NFMD #1 exemption had been approved and we are just waiting on the approval letter for #3. The NFMD #2 Audit was also filed with the State Auditors Department and submitted to UMB to be posted on EMMA with no further questions

Upon motion duly made by Director Jason Sherrill and seconded by Director Rahul Majumdar, and unanimously carried; the Boards ratified the NFMD #1 Audit Exemption and NFMD #2 Audit.

DISTRICT MANAGERS REPORT:

Mr. Johnson stated:

- 1. General District items:**
 - a. Periodic checking of job site work.
 - b. Collaborating with Engineer on project work in progress.

- 2. Web Site:**
 - a. Keeping web site up as needed and posting as needed.

- 3. Clubhouse & Pool:**
 - a. N/A

OTHER MATTERS:

With no other matters before the board, this portion of the meeting was closed.

ADJOURNMENT:

Following no further discussion,

Upon motion duly made by Director Jason Sherrill and seconded by Director Rahul Majumdar, and unanimously carried; the Board adjourned the joint organizational meeting of the Board of Directors of the Northfield Metropolitan Districts Nos. 1 & 2 at 9:39 a.m.

The foregoing minutes constitutes a true and correct copy of the minutes of the above-referenced meeting and was approved by the Board of Directors of Northfield Metropolitan Districts Nos. 1 & 2.

A handwritten signature in blue ink, appearing to read 'G. D. Johnson', with a long horizontal stroke extending to the right.

Guy D. Johnson, Recording Secretary for the Meeting