

*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:** February 24, 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., and Eve Velasco, Esq. of White Bear Ankele Tanaka & Waldron, Attorneys at Law, District General Counsel; Guy Johnson, Jackie Johnson, and Shasta Johnson of District Management, and Dan Jones Esq., of COAN, PAYTON & PAYNE, LLC

**CALL TO ORDER:**

Director Jason Sherrill called the meeting to order at 9:04 a.m.

**QUALIFICATION OF BOARD MEMBERS:**

Mr. Johnson reported that all the Board members are registered to vote in Colorado and are residents and/or owners or contracted of taxable real or personal property within the Districts.

**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 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 meetings, and seeing no public present this portion of the meeting was closed.

**APPROVAL OF MINUTES:**

The meeting minutes of December 09, 2021, meeting was presented and discussed,

Upon motion made by Director Jon Mosier and seconded by Rahul Majumdar and unanimously carried to approve the meeting minutes of December 09, 2021.

**LEGAL MATTERS:**

Approval of Maintenance Cost Charing Agreement

Ms. Velasco presented the Maintenance Cost Sharing Agreement to the Board and noted that Legal Counsel and District Management had coordinated to finalize the structure, as directed by the Board, to provide that the Condo Association

and Townhome Association will collect fees to cover the Districts' annual operations budget expenditures and make quarterly payments to District No. 1.

Upon motion duly made by Director Jon Mosier, seconded by Director Rahul Majumdar, and unanimously carried to approve the Approval of Maintenance Cost Sharing Agreement, subject to finalization and authorized Director Jason Sherrill to approve and sign the final version.

#### Adoption of Rules and Regulations (District No. 1)

Ms. Velasco presented the Rules and Regulations for Northfield to the Board, noting that this document would replace the Covenants and Design Guidelines previously discussed. The Board instructed Legal Counsel to incorporate certain changes.

Upon motion duly made by Director Jon Mosier seconded by Director Rahul Majumdar, and unanimously carried; to adopt the Rules and Regulations for Northfield, subject to finalization and authorized Director Jason Sherrill to review and sign the final version.

#### Approval of the Status Letter Form

Mr. Johnson presented the Status Letter Form, clarifying that the "annual fee" would be updated to reflect the "Operations Reserve Fee."

Upon motion duly made by Director Jason Sherrill, seconded by Director Jon Mosier, and unanimously carried; to approve the Status Letter Form, as revised.

#### Approval of Irrigation System Access and Maintenance Easement Agreement

Ms. Velasco presented the Irrigation System Access and Maintenance Easement Agreement and requested direction from the Board regarding the scope of the easement area. The Board directed Legal Counsel to include the whole area within District No. 2 in the easement area.

Upon motion duly made by Director Jason Sherrill, seconded by Director Jon Mosier, and unanimously carried, to approve the Irrigation System Access and Maintenance Easement Agreement, subject to finalization to include the whole area within District No. 2 in the easement area.

#### Adoption of Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payments of Claims

Mr. Rogers presented the Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payments of Claims,

Upon motion duly made by Director Jon Mosier, seconded by Director Rahul Majumdar, and unanimously carried; to Adopt the Amended and Restated Resolution Concerning Authorization for Approval of Contracts and Payments of Claims.

#### Discussion of Future Public Meeting Requirements

Mr. Rogers discussed the future public meeting requirements, noting that the Districts are required to hold meetings three (3) out of four (4) quarters each the calendar year once there are homeowners. Mr. Rogers noted that recent Colorado legislation allows for digital meeting (i.e., Zoom), therefore the meeting do not have to be held physically in the City of Fort Collins.

#### **FINANCIALS:**

Mrs. Johnson reviewed with the Board the expenditures for December 2021 through January 2022 totaling \$11,997.45

Upon motion duly made by Director Jon Mosier, seconded by Director Rahul Majumdar, and unanimously carried; the Board approved the payables for December 2021 through January 2022 totaling \$11,997.45.

**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:**

Ms. Velasco stated election Self Nomination forms are due to the DEO by February 25, 2022.

**ADJOURNMENT:**

Following no further discussion,

Upon motion duly made by Director Rahul Majumdar, seconded Director Jason Sherrill by and unanimously carried; the Board adjourned the joint organizational meeting of the Board of Directors of the Northfield Metropolitan Districts Nos. 1 & 2 at 9:50 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.



Guy D. Johnson, Secretary for the Meeting