

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
SECOND CREEK FARM METROPOLITAN DISTRICT NO. 4
HELD
APRIL 22, 2024

A special meeting of the Board of Directors (“Board”) of the Second Creek Farm Metropolitan District No. 4 (“District”) was convened on Monday, April 22, 2024, at 2:00 p.m., at McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, Colorado and via Zoom. The meeting was open to the public.

ATTENDANCE

Directors in Attendance Were:

Joel H. Farkas
Toni Serra
Davinder Sandhu

Also in Attendance Were:

Paula Williams and Jennifer S. Henry; McGeady Becher P.C.
Margaret Henderson; CliftonLarsonAllen LLP
Chase Hanusa; Independent District Engineering Services, LLC (“IDES”)
Kristine Lay; Kutak Rock, LLP

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Williams discussed the requirements pursuant to the Colorado Revised Statutes (“C.R.S.”) to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Ms. Henry noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. It was noted that Disclosure Statements for Directors Farkas and Serra had been filed by the statutory deadline.

Agenda: The Board reviewed the proposed Agenda for the District’s special meeting. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the Agenda.

Meeting Location: The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting. Following discussion, and upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board determined to hold this meeting at the above stated

location and via Zoom. The Board noted that notice of this meeting, location and Zoom access information was duly posted and that no taxpaying electors within the District's boundaries objected to the location of the meeting or requested that the meeting location be changed.

Public Comment: There were no public comments.

Meeting Minutes: The Board reviewed the minutes from the November 13, 2023 Regular Meeting. Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the Board approved the minutes from the November 13, 2023 Regular Meeting.

FINANCIAL MATTERS

Statement of Cash Position: Ms. Henderson reviewed the statement of cash position with the Board. Upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the Board accepted the statement of cash position for the period ending December 31, 2023, updated as of April 17, 2024.

Application for Audit Exemption for 2023: Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the Board ratified approval of the Application for Audit Exemption for 2023.

Cost Reallocation Memorandum: Mr. Hanusa reviewed the Cost Reallocation Memorandum dated April 22, 2024, prepared by IDES, with the Board. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board acknowledged the Cost Reallocation Memorandum dated April 22, 2024, and authorized necessary actions in connection therewith.

Revisions to Cost Certification Reports: Mr. Hanusa discussed revisions to certain Cost Certification Reports prepared by IDES with the Board. Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the Board accepted: Cost Certification Report #1, Revision #1; Cost Certification Report #3, Revision #1; Cost Certification Report #4, Revision #1; Cost Certification Report #5, Revision #1; Cost Certification Report #6, Revision #3; Cost Certification Report #13, Revision #1; Cost Certification Report #14, Revision #3; Cost Certification Report #16, Revision #2; and Cost Certification Report #20, Revision #1, and the certified eligible costs thereunder for reimbursement and authorized necessary actions in connection therewith.

Cost Certification Report #22: Mr. Hanusa discussed Cost Certification Report #22 dated April 22, 2024 certifying eligible costs prepared by IDES, with the Board. Following discussion, upon motion duly made by Director

Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board accepted Cost Certification Report #22 and the certified eligible costs for reimbursement attributable to the District and authorized necessary actions in connection therewith.

Telluride Street improvements and release of funds to Meritage Homes of Colorado, Inc. pursuant to the Escrow Agreement: Attorney Williams noted for the Board that the Telluride Street improvements have been completed and all conditions for the release of the escrowed funds to Meritage Homes of Colorado, Inc. have been satisfied pursuant to the Escrow Agreement among Second Creek Farm Metropolitan District No. 1 (“District No. 1”), First American Title Insurance Company National Commercial Services, and Stratus Buffalo Highlands, LLC, as assigned to Meritage Homes of Colorado, Inc., and the Cooperation and Reimbursement Agreement by and among District No. 1, Second Creek Farm Metropolitan District No. 3 (“District No. 3”), Second Creek Holdings, LLC, Status Buffalo Highlands, LLC, Meritage Homes of Colorado, Inc., Lennar Colorado, LLC and LGI Homes – Colorado, LLC, as amended. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, the Board acknowledged the completion of the Telluride Street improvements and District No. 1’s release of the escrowed funds in the amount of \$1,666,190.77 to Meritage Homes of Colorado, Inc.

Joint Resolution of Second Creek Farm Metropolitan District Nos. 1, 3 and 4 Regarding Allocation and Acceptance of Project Costs Pursuant to the Cost Sharing Intergovernmental Agreement and Facilities Funding and Acquisition Agreement (“Joint Resolution”): Attorney Williams reviewed the proposed Joint Resolution with the Board, explaining that due to the reallocation of eligible costs, the District intends to draw on its Limited Tax General Obligation Draw Down Bonds Series 2021A (“2021A Bonds”). Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board adopted Resolution No. 2024-04-01 Joint Resolution subject to the addition of the cost of issuance related to the draw on the 2021A Bonds, for a total District allocation amount of \$1,635,517.62, and authorized necessary actions in connection therewith.

First Amendment to Cost Sharing Intergovernmental Agreement: Attorney Williams reviewed the draft First Amendment to Cost Sharing Intergovernmental Agreement among the District, District No. 1 and District No. 3 with the Board. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the First Amendment to Cost Sharing Intergovernmental Agreement among the District, District No. 1 and District No. 3.

2024 Budget Amendment Hearing: The President opened the public hearing to consider amending the 2024 Budget.

It was noted that a Notice stating that the Board would consider amending the 2024 Budget, along with the date, time and place of the public hearing was published in a newspaper having general circulation within the District, in accordance with statutory requirements. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed.

Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra and, upon vote unanimously carried, the Board adopted Resolution No. 2024-04-02 to Amend the 2024 Budget.

Resolution Authorizing Amendments Relating to Limited Tax General Obligation Draw Down Bonds Series 2021A and First Amendment to Indenture (2021A): Attorney Lay reviewed the proposed Resolution Authorizing Amendments Relating to Limited Tax General Obligation Draw Down Bonds Series 2021A and the First Amendment to Indenture (2021A) between the District and UMB Bank, N.A. with the Board. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the Resolution Authorizing Amendments Relating to Limited Tax General Obligation Draw Down Bonds Series 2021A and the form of the First Amendment, authorized the execution and delivery thereof and performance by the District thereunder; the Board further authorized such other actions and such other documents, certificates, and instruments as may be necessary or required to effect the transactions contemplated thereunder and authorized incidental actions and repealed prior inconsistent actions.

LEGAL MATTERS

None.

OTHER BUSINESS

There was no other business to come before the Board.

ADJOURNMENT

Upon motion duly made and seconded, and, upon vote, unanimously carried, the meeting was adjourned.

The foregoing record constitutes a true and correct copy of the Minutes of the above-referenced meetings.

Respectfully submitted,

By Jennifer S. Henry
Secretary for the Meeting