

## RECORD OF PROCEEDINGS

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MINUTES OF A SPECIAL MEETING OF  
THE BOARD OF DIRECTORS OF THE  
SECOND CREEK FARM METROPOLITAN DISTRICT NO. 1  
HELD  
DECEMBER 17, 2021

A special meeting of the Board of Directors (“Board”) of the Second Creek Farm Metropolitan District No. 1 (“District”) was convened on Friday, December 17, 2021 at 10:00 a.m. via conference call. The meeting was open to the public via conference call.

### ATTENDANCE

#### Directors In Attendance Were:

Joel H. Farkas, President  
Toni Serra, Secretary  
Kristin Sullivan, Assistant Secretary

#### Also in Attendance Were:

Paula Williams and Jennifer Henry, McGeady Becher P.C.  
Margaret Henderson, CliftonLarsonAllen LLP  
Andrew Gaittens, Independent District Engineering Services, Inc. (“IDES”)

### ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Williams discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. Attorney Williams 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 all Directors 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 Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board approved the Agenda, as amended, and excused the absence of Director Gold.

Approval of 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 Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board determined to hold this meeting via conference call and encouraged public participation via telephone. The

Board noted that notice of this meeting and conference call number was duly posted and that it had not received any objections to the telephonic meeting or any requests that the meeting format be changed by taxing electors within the District's boundaries.

Public Comment: There were no public comments.

Meeting Minutes: The Board reviewed the minutes from the November 15, 2021 Special Meeting. Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board approved the minutes from the November 15, 2021 Special Meeting.

FINANCIAL MATTERS

Cost Certification Report: Mr. Gaittens reviewed with the Board Cost Certification Report #17 dated December 17, 2021 prepared by IDES certifying eligible costs in the amount of \$1,118,582.85. Following discussion, upon motion duly made by Director Farkas, seconded by Director Sullivan, and upon vote unanimously carried, the Board accepted Cost Certification Report #17 and eligible costs in the amount of \$1,118,582.85, and recommended approval to Second Creek Farm Metropolitan District No. 3 of the necessary Requisition(s) for disbursement of Bond proceeds for reimbursement and/or payment in accordance therewith, including interest thereon.

LEGAL MATTERS

None.

CAPITAL IMPROVEMENT MATTERS

Transfer of Tracts: It was suggested that a work session be scheduled to discuss action items related to the transfer of tracts and acceptance procedures.

OTHER BUSINESS

There was no other business to come before the Board.

ADJOURNMENT

Upon motion duly made by Director Farkas, seconded by Director Sullivan 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 Tom Serra

Secretary for the Meeting