

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
SECOND CREEK FARM METROPOLITAN DISTRICT NO. 1
HELD
MAY 31, 2022

A special meeting of the Board of Directors (“Board”) of the Second Creek Farm Metropolitan District No. 1 (“District”) was convened on Tuesday, May 31, 2022 at 1:00 p.m. There was at least one person present at the physical location at the offices of McGeady Becher P.C., 450 E. 17th Avenue, Suite 400, Denver, Colorado. The meeting was open to the public via conference call.

ATTENDANCE

Directors In Attendance Were:

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

Also in Attendance Were:

Paula Williams, Jay Morse and Jennifer Henry, McGeady Becher P.C.
Margaret Henderson, CliftonLarsonAllen LLP
Kristine Lay, Kutak Rock LLP
Jonathan Heroux and Akio Ohtake-Gordon, Piper Sandler & Co.

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 Farkas, and upon vote unanimously carried, the Board approved the Agenda, 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 Farkas, and upon vote unanimously carried, the Board determined to hold this meeting via

conference call and encouraged public participation via telephone. There was at least one person present at the physical location as posted. 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 be changed by taxpaying electors within the District's boundaries.

Public Comment: There were no public comments.

May 3, 2022 Regular Election: It was noted that the May 3, 2022 Regular Director Election was cancelled as allowed by statute, as there were not more nominations received than seats available. Director Gold was deemed elected to a 1-year term to May 2, 2023 and Directors Serra and Sullivan were deemed elected to 3-year terms to May 6, 2025.

Appointment of Officers: Following discussion, upon motion duly made by Director Serra, seconded by Director Farkas, and upon vote unanimously carried, the following slate of officers were appointed for the District:

President:	Joel Farkas
Secretary:	Toni Serra
Treasurer:	Kristin Sullivan
Assistant Secretary:	Jean Gold

Meeting Minutes: The Board reviewed the minutes from the December 17, 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 December 17, 2021 Special Meeting.

FINANCIAL MATTERS

Payment of Claims: Ms. Henderson reviewed the claims with the Board. Following discussion, upon motion duly made by Director Farkas, seconded by Director Sullivan, and upon vote unanimously carried, the Board ratified approval of the payment for the period of October 5, 2021 through May 13, 2022 in the amount of \$100,780.93.

Cost Certification Report: The Board reviewed Cost Certification Report #18 dated April 18, 2022 prepared by Independent District Engineering Services, LLC certifying eligible costs in the amount of \$971,272.02. Following lengthy discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board accepted Cost Certification Report #18 and eligible costs in the amount of \$971,272.02, and recommended approval to Second Creek Farm Metropolitan District No. 3 of the necessary Requisition(s) for disbursement of Bond proceeds, to the extent available, for reimbursement and/or payment in accordance therewith, including interest thereon.

2022 Budget Amendment Hearing: The President opened the public hearing to consider amending the 2022 Budget.

It was noted that a Notice stating that the Board would consider amending the 2022 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, the Board determined to defer action at this time.

LEGAL MATTERS

Task Order No. 3 to Service Agreement for Engineering Services with IDES: Discussion deferred.

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


The Board determined to schedule a special meeting for Tuesday, June 21, 2022 at 12:00 p.m.

ADJOURNMENT

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

Secretary for the Meeting