

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
SECOND CREEK FARM METROPOLITAN DISTRICT NO. 1
HELD
JULY 28, 2022

A special meeting of the Board of Directors (“Board”) of the Second Creek Farm Metropolitan District No. 1 (“District”) was convened on Thursday, July 28, 2022 at 4:00 p.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, Treasurer

Also in Attendance Were:

Paula Williams and Jay Morse, McGeady Becher P.C.
Margaret Henderson, CliftonLarsonAllen LLP
Kristine Lay, Kutak Rock LLP
Akio Ohtake-Gordon, Piper Sandler & Co.
Chase Hanusa, 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, 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 be changed by taxpaying electors within the District's boundaries.

Public Comment: There were no public comments.

Meeting Minutes: The Board reviewed the minutes from the June 21, 2022 and June 29, 2022 Special Meetings. Following discussion, upon motion duly made by Director Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board approved the minutes from the June 21, 2022 and June 29, 2022 Special Meetings.

FINANCIAL MATTERS

Cost Share Report-Revision #1: The Board reviewed Cost Share Report-Revision #1 dated July 14, 2022 prepared by IDES recognizing shared costs between Second Creek Farm Metropolitan District Nos. 1, 2, 3 and 4. Following discussion, upon motion duly made by Director Farkas, seconded by Director Sullivan, and upon vote unanimously carried, the Board acknowledged and recognized Cost Share Report-Revision #1, in amounts as certified in Cost Certification Reports #6-Revision #2, #14-Revision #2, #15-Revision #1, #16-Revision #1, #17-Revision #1, and #18.

Cost Verification Report #6-Revision #2: The Board reviewed Cost Certification Report #6-Revision #2 dated July 14, 2022 prepared by IDES certifying eligible costs. Following discussion, upon motion duly made by Director Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board accepted Cost Verification Report #6-Revision #2 and the certified eligible costs for reimbursement attributable to the District and authorized necessary actions in connection therewith.

Cost Verification Report #14-Revision #2: The Board reviewed Cost Certification Report #14-Revision #2 dated July 14, 2022 prepared by IDES certifying eligible costs. Following discussion, upon motion duly made by Director Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board accepted Cost Verification Report #14-Revision #2 and the certified eligible costs for reimbursement attributable to the District and authorized necessary actions in connection therewith.

Cost Verification Report #15-Revision #1: The Board reviewed Cost Certification Report #15, Revision #1 dated July 14, 2022 prepared by IDES certifying eligible costs. Following discussion, upon motion duly made by Director Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board accepted Cost Verification Report #15-Revision #1 and the certified eligible costs for reimbursement attributable to the District and authorized necessary actions in connection therewith.

Cost Verification Report #16-Revision #1: The Board reviewed Cost Certification Report #16-Revision #1 dated July 14, 2022 prepared by IDES certifying eligible costs. Following discussion, upon motion duly made by Director Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board accepted Cost Verification Report #16-Revision #1 and the certified eligible costs for reimbursement attributable to the District and authorized necessary actions in connection therewith.

Cost Certification Report #19: The Board reviewed Cost Certification Report #19 dated July 28, 2022 prepared by IDES certifying eligible costs. Following discussion, upon motion duly made by Director Serra, seconded by Director Sullivan, and upon vote unanimously carried, the Board accepted Cost Verification Report #19 and the certified eligible costs for reimbursement attributable to the District and authorized necessary actions in connection therewith.

LEGAL MATTERS

45.51 (PV) South Adams County Water and Sanitation District ERU Water Connections: Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board ratified the Assignment of 45.51 (PV) South Adams County Water and Sanitation District ERU Water Connections to Richmond American Homes of Colorado, Inc.

12.43 (Phase 4) South Adams County Water and Sanitation District ERU Water Connections: Following discussion, upon motion duly made by Director Farkas, seconded by Director Serra, and upon vote unanimously carried, the Board acknowledged the Assignment of 12.43 (Phase 4) South Adams County Water and Sanitation District ERU Water Connections to LGI Homes – Colorado, LLC.

CAPITAL
IMPROVEMENT
MATTERS

Transfer of Tracts: The Board deferred discussion.

OTHER BUSINESS

The Board determined to schedule a special meeting for Monday, August 8, 2022 at 11:30 a.m. via conference call.

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 Lou Deane

Secretary for the Meeting