

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF THE

LOST CREEK FARMS METROPOLITAN DISTRICT

Held: Tuesday, October 4, 2022, at 6:00 p.m. at the following video/telephone conference: <https://us02web.zoom.us/j/7636703470>, Meeting ID: 763 670 3470, Passcode: #; or via telephone Dial-In Number: 1-720-707-2699.

Attendance:

A Special Meeting of the Board of Directors (the “Board”) of Lost Creek Farms Metropolitan District was called and held as shown in accordance with the statutes of the State of Colorado.

The following Directors were present:

David B. Ware, President
Brian J. Greenman, Treasurer
Frederick Goldmeyer, Assistant Secretary
Hunter Dalton Grein, Director
Fernando Delgado, Director

Also present were:

Shannon Johnson, Esq., Icenogle Seaver Pogue, P.C.; AJ Beckman, Public Alliance, LLC; Diane Wheeler, Simmons & Wheeler P.C., and Ed Platt, member of the public.

Call to Order/ Declaration of Quorum

Mr. Beckman, noting the presence of a quorum, called to order the special meeting of the Board of Directors (the “Board”) of the Lost Creek Farms Metropolitan District (the “District”) at 6:00 p.m.

Directors Matters

None.

Conflicts of Interest

Ms. Johnson advised the Board that pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Board then reviewed the agenda for the meeting, following which each Board member confirmed the contents of any written disclosure previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting.

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Ms. Johnson advised that written disclosures of these interests were filed with the Secretary of State and the Board at least seventy-two hours prior to the meeting.

Additions to/Deletions from/Approval of Agenda

Following discussion, upon motion of Director Ware and second of Director Goldmeyer, the Board unanimously approved the agenda as presented.

Public Comment for Matters not on the Agenda

None.

December 3, 2021 Special Meeting Minutes

Following discussion, and upon motion of Director Ware, second of Director Delgado, and unanimous vote, the Board approved the minutes of the December 3, 2021 Special Meeting.

Financial Matters

Payment of Claims: Ms. Wheeler presented to and reviewed with the Board the payment of claims for the period ending September 30, 2022.

Following discussion, and upon motion of Director Goldmeyer, second of Director Ware, and unanimous vote, the Board approved the payment of claims.

Unaudited Financial Statements: Ms. Wheeler presented to and reviewed with the Board the unaudited financial statements for the period ending June 30, 2022.

Following discussion, and upon motion of Director Ware, second of Director Delgado, and unanimous vote, the Board accepted the unaudited financial statements.

2022 Budget Amendment Public Hearing: Mr. Beckman noted that a notice of the budget hearing was published in a newspaper with general circulation in the District, and there were no inquiries from the public. Director Ware opened the public hearing. Mr. Beckman called for public comments. When there were none, Director Ware closed the public hearing.

Following discussion, and upon motion of Director Goldmeyer, second of Director Grein, and unanimous vote, the Board approved the Resolution Approving Proposed 2022 Budget Amendment and Appropriating Sums of Money.

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2023 Budget Public Hearing: Mr. Beckman noted that a notice of the budget hearing was published in a newspaper with general circulation in the District, and there were no inquiries from the public. Director Ware opened the public hearing. Mr. Beckman called for public comments. When there were none, Director Ware closed the public hearing.

Following discussion, and upon motion of Director Goldmeyer, second of Director Delgado, and unanimous vote, the Board approved the Resolution Approving Proposed 2023 Budget, Certification of Mill Levy, and Appropriate Sums of Money.

2021 Audit: Ms. Wheeler presented to and reviewed with the Board the 2021 Audited Financial Statements. She noted that the Series 2021 Loan does not require an audit moving forward.

Following discussion, and upon motion of Director Delgado, second of Director Goldmeyer, and unanimous vote, the Board ratified approval of the 2021 Audit.

Legal Matters

Election of Officers: Mr. Beckman called for the election of officers.

Following discussion, upon motion of Director Goldmeyer, second of Director Delgado, and unanimous vote, the Board elected the following slate of officers:

David Ware- President
Brian Greenman- Treasurer
Hunter Grein- Secretary
Frederic Goldmeyer- Assistant Secretary
Fernando Delgado- Assistant Secretary

Annual Resolution: Ms. Johnson presented to and reviewed with the Board the Annual Resolution.

Following discussion, and upon motion of Director Ware, second of Director Delgado, and unanimous vote, the Board approved the Annual Resolution and set the regular meeting date and location as reflected therein.

Election Resolution: Ms. Johnson presented to and reviewed with the Board an Election Resolution.

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Following discussion, upon motion of Director Delgado, second of Director Grein, and unanimous vote, the Board approved the Election Resolution.

Discuss 2023 Election Services: The Board discussed 2023 election services to be performed by the District's Manager. No action was taken.

Workers Compensation: Ms. Johnson presented to and reviewed with the Board a Resolution Determining Not to Provide Workers Compensation Insurance Coverage for Uncompensated Members of the Board of Directors.

Following discussion, upon motion of Director Grein, second of Director Delgado, and unanimous vote, the Board approved the Resolution Determining Not to Provide Workers Compensation Insurance Coverage for Uncompensated Members of the Board of Directors.

Engagement of 2023 Legal Services: Ms. Johnson presented to and reviewed with the Board an engagement letter for Icenogle Seaver Pogue, P.C. for 2023 Legal Services.


Following discussion, upon motion of Director Ware, second of Director Goldmeyer, and unanimous vote, the Board engaged Icenogle Seaver Pogue, P.C.

Other Business:

.Series 2021 Loan **Tax-Exempt Notes Reissuance:** Ms. Johnson reported that the District is waiting on cancellation of the taxable note for the Series 2021 Loan from Great Western.

Adjournment:

There being no further business to come before the Board, upon motion of Director Delgado, second of Director Ware, and unanimous vote, the meeting was adjourned at 7:05 p.m.

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Secretary of the Meeting