

**Northlake Metropolitan District  
Nos. 1, 2, 3, 4, and 5  
RECORD OF PROCEEDINGS  
MINUTES OF THE JOINT SPECIAL MEETING  
OF THE BOARDS OF DIRECTORS OF  
NORTHLAKE METROPOLITAN DISTRICT NOS. 1 - 5**

**HELD:** Wednesday, April 19, 2023, at 1:00p.m. at 6355 Fairgrounds Avenue Suite 300 Windsor, Colorado 80550.

**ATTENDANCE:**

The joint special meeting of the Boards of Directors of the Northlake Metropolitan District Nos. 1 - 5 (collectively, the "Board") was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following directors present and acting:

**Directors in Attendance:**

Director Jon Turner  
Director Emily Kupec  
Director Jim Birdsall

**Directors in Attendance via Zoom:**

Christopher Frye

**Also in Attendance:**

Guy Johnson, Jackie Johnson, from District Management, and Warren Turner of Hillside Commercial Group were physically present,  
David O'Leary of Spencer Fane LLC, via teleconference

**CALL TO ORDER:**

Director Jon Turner called the meeting to order at 1:00p.m.

**QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE:**

Mr. Johnson reported that all the Board members are registered to vote in Colorado and are residents and/or owners of taxable real or personal property within the Districts. Mr. Johnson informed the Board that the official bonds for the board members had been obtained through a bonding company and/or through the special district insurance pool and that all the Board members had been administered the Oaths of Office. Thereupon, the directors assumed their duties as members of the Board of Directors.

**DISCLOSURE OF POTENTIAL CONFLICT OF INTEREST:**

Mr. Johnson discussed the state law requirements for disclosure of potential conflicts of interest with the directors, noting that completed disclosure statements must be filed for each of the Directors with the Secretary of State and with the District at least 72 hours prior to a meeting in which a potential conflict may arise. In addition, each director is to verbally reveal his potential conflicts of interest to the Board at the start of the meeting in which the conflict may arise.

**DISCUSSION OF OPEN MEETING REQUIREMENTS/POSTING REQUIREMENTS:**

Mr. Johnson discussed the open meeting requirements and the posting requirements for the Districts, noting that any non-social meeting of three or more of the directors constituted an official meeting, and that notice of a meeting for the Districts is to be (1) provided to each Board member, and (2) posted in at least one public place within the District boundaries or posted on the District website at least 24 hours in advance of the meeting. If possible, the posting should include specific agenda information. Mr. Johnson further noted that notice of this joint special meeting had been so posted. The notice requirement is to post 24 hours in advance

of the meeting either at one physical location in the District or online at the District website. (Conflicts are filed 72 hours in advance).

Mr. Johnson further noted that notice of this joint special meeting had been so posted.

**APPROVAL OF AGENDA:**

The Board reviewed the agenda for this meeting.

Upon motion duly made by Director Jon Turner seconded by Director Emily Kupec unanimously carried to approve the agenda.

**APPROVAL OF MINUTES:**

The meeting minutes of December 1, 2022, meeting was presented and discussed,

Upon motion duly made by Director Emily Kupec, seconded by Director Jon Turner, and unanimously carried to approve the meeting minutes of December 01, 2022.

**PUBLIC COMMENTS:**

No public comment

**CONSIDER APPROVAL & RATIFICATION OF RESOLUTION OF THE ON-LINE FILING OF EXEMPTIONS:**

Mr. Johnson presented the Resolution to file the Exemptions for NLMD 1-5 on-line,

Upon motion duly made by Director Jon Turner, seconded by Director Emily Kupec, and unanimously carried to approve the Resolution for On-line Filing of the NLMD 1-5 Audit Exemptions.

**DISTRICT LEGAL COUNSEL REPORT:**

Mr. O’Leary stated the board had been discussing and considering researching bonds for Northlake Metro District. With further interest and discussion between the board members the board would need to authorize the consideration of the engagement of Bond consultants and Financial Consultants. After further discussion

Upon motion duly made by Director Emily Kupec, seconded by Director Jon Turner, and unanimously carried to approve the engagement of Bond Consultants and Financial Consultants regarding the potential financing and issuance of District Bonds.

**FINANCIAL REPORT:**

Mr. Johnson presented the board with the payables for December through March 2023 in the amount of \$20,796.02 With no further discussion.

Upon motion duly made by Director Jon Turner seconded by Directors Emily Kupec and unanimously carried; the Board approved the payables for December 2022 – through March 2023 in the amount of \$20,796.02.

**DISTRICT MANAGERS REPORT:**

Mr. Johnson was asked to review a few points of the District Managers report.

1. **General District items:**
  - a. **Checking site**
  - b. **No construction going on.**
2. **Site Work:**
  - a. No constriction on site.
  - b. Posting for meetings.
3. **Web Site:**
  - a. Will set up web site in 2023.

**OTHER MATTERS BEFORE THE BOARD:**

Director Chris Frye stated he would like the board to authorize the royalties from Extraction be advanced/signed over to the Metro District for the purpose of purchasing water shares for the District.

Upon motion duly made by Director Jon Turner seconded by Directors Emily Kupec and unanimously carried; the Board approved the Advancement/Signing over the Royalties from Extraction to the Metro District

**ADJOURNMENT:**

Following no further discussion,

Upon motion duly made by Director Jon Turner, seconded Director Emily Kupec, and unanimously carried, the Board adjourned the joint organizational meeting of the Board of Directors of the Northlake Metropolitan District Nos. 1 - 5 at 2:14p.m.

The foregoing minutes constitute a true and correct copy of the minutes of the above-referenced meeting and were approved by the Board of Directors of Northlake Metropolitan District Nos. 1 - 5.



Guy D. Johnson, Secretary for the Meeting