

**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 6, 2022, at 10:30 a.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

Directors in Attendance via Conference Call:

Director Chris Frye

Absent & Excused:

Director Martha Turner and Director Jim Birdsall

Also in Attendance:

David O'Leary of Spencer Fane LLC, Guy Johnson, Jackie Johnson, from District Management were physically present, and Shasta Johnson via teleconference.

Craig Harrison, development team's partner with oil and mineral rights

CALL TO ORDER:

Director Jon Turner called the meeting to order at 10:35 a.m.

QUALIFICATION OF BOARD MEMBERS/OATHS OF OFFICE:

Mr. Johnson reported that all of 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 of 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 meetings 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 with the abovementioned change.

APPROVAL OF MINUTES:

The meeting minutes of November 15, 2021, meeting was presented and discussed,

Upon motion duly made by Director Jon Turner, seconded by Director Chris Frye and unanimously carried to approve the meeting minutes of November 15, 2021.

PUBLIC COMMENTS:

No public comment at this time.

DISTRICT LEGAL COUNSEL REPORT:

Mr. O'Leary stated legal council is monitoring the mineral and oil production of the area.

Chris Frye and Craig Harrison added information about "choking" where the oil production is being held back to control the flow and create more of consistent flow of oil production.

Chris Harrison elaborated that "choking" is like shaking a soda can and then opening it slowly and letting the pressure out slowly.

FINANCIAL REPORT:

- a. Consider approval and ratification of payables for the year of 2021 in the amount of \$49,084.42

Upon motion duly made by Director Jon Turner, seconded by Directors Chris Frye and unanimously carried; the Board approved the payables for the year of 2021 in the amount of \$49,084.42

- b. Consider approval and ratification of payables for January 2022- March 2022

Upon motion duly made by Director Jon Turner seconded by Directors Emily Kupec and unanimously carried; the Board approved the payables for January 2022 – March 2022.

DISTRICT MANAGERS REPORT:

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

1. General District items:

- a. Need copy of any IGA's.
- b. Need copy of any Lease's.
- c. Have change address if minerals.
- d. 2020 & 2021 Audits exemptions have been filed with State Auditors Department, just waiting on acceptance and release of tax revenue.
- e. Need operation funds \$20,000.00, to start.

2. Site Work:

- a. Any type of non-Potable system now or in the future?
- b. Any type of non-Potable system lease of water/shares.

3. Web Site:

- a. Working on web site.

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 11:07 a.m.

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



Guy D. Johnson, Secretary for the Meeting