

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THOMPSON CROSSING METROPOLITAN DISTRICT NO. 2

HELD
April 5, 2024

The Special Meeting of Thompson Crossing Metropolitan District No. 2 was held via Microsoft Teams and Teleconference on Friday, April 5, 2024, at 9:00 a.m.

ATTENDANCE

Directors in Attendance:

Gary Gerrard, President & Chairperson
Dale Boehner, Vice President
Todd Williams, Secretary
Nathan Gerrard, Treasurer

Also in Attendance:

Audrey Johnson; White Bear Ankele Tanaka & Waldron, P.C.
Kevin Mitts; Pinnacle Consulting Group, Inc.
Steven Bushong; Bushong & Holleman P.C.

ADMINISTRATIVE ITEMS

Call to Order: The Special Meeting of the Board of Directors of the Thompson Crossing Metropolitan District No. 2 was called to order by Mr. Mitts at 9:05 a.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Ms. Johnson noted that a quorum was present, with four out of four Directors in attendance. All Board Members confirmed their qualifications to serve on the Board. Ms. Johnson advised the Board that pursuant to Colorado law, certain disclosures by Board Members might be required prior to taking official action at a meeting. Ms. Johnson reported that disclosures for those Board Members who provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest, if any, were filed with the Colorado Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Ms. Johnson inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest regarding any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda: The Board considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director

RECORD OF PROCEEDINGS

Boehner, seconded by Director N. Gerrard, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Mr. Mitts reviewed the items on the consent agenda with the Board. Mr. Mitts advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any Director. No items were requested to be removed from the consent agenda. Upon a motion duly made by Director Boehner, Seconded by Director N. Gerrard, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Approval of Minutes – November 13, 2023, Regular and Annual Community Meeting, December 14, 2023, Special Meeting.
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LEGAL ITEMS

Public Improvements Development Agreement for Town of Johnstown (2534 West, Filing No. 1) and Related Reimbursements: Mr. N. Gerrard discussed the Public Improvements Development Agreement for Town of Johnstown (2534 West, Filing No. 1) and Related Reimbursements with the Board and answered questions. No Board action was taken.

EXECUTIVE SESSION

Executive session, pursuant to § 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel related to specific legal questions.

Ms. Johnson advised the Board that it was permitted, upon compliance with requisite statutory procedures under the Colorado Open Meetings Law, for the Board to convene an executive session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions. Upon a motion duly made by Director Boehner, seconded by Director N. Gerrard, and upon vote, unanimously carried, it was

RESOLVED to convene an Executive Session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of

RECORD OF PROCEEDINGS

receiving legal advice from general counsel related to specific legal questions.

It is the 5th day of April 2024, and the time is 9:12 a.m. For the record, I, Gary Gerrard, am the presiding officer. This session is subject to the attorney-client privilege and therefore, pursuant to the Open Meetings Law, is not being recorded. Also present at this Executive Session are: Directors Dale Boehner, Todd Williams, and Nathan Gerrard. District Legal Counsel, Audrey Johnson. District Manager; Kevin Mitts; Pinnacle Consulting Group, Inc. Steven Bushong; Bushong & Holleman P.C.

This is an Executive Session for the following purpose: Receiving legal advice from general counsel related to specific legal questions.

The Executive Session was adjourned at 9:47 a.m. All participants were in the Executive Session at adjournment.

No decisions or actions were taken in the Executive Session.

For the record, if any person participating in the Executive Session believes any substantial discussion of any matters not included in the motion to go into Executive Session occurred during the Executive Session, or any improper action occurred during the Executive Session in violation of the Colorado Open Meetings Law, I ask you state your concerns for the record.

No objections were stated.

OTHER MATTERS

Engagement with Steven Bushong of Bushong & Holleman P.C.: The Board discussed engagement of legal services with Bushong & Holleman P.C. Following review and discussion, upon a motion duly made by Director Boehner, seconded by Director N. Gerrard, and upon vote, unanimously carried, it was

RESOLVED to engage with Steven Bushong of Bushong & Holleman P.C. for Legal Services.

Letter to Loveland Hospitality and Premier Flex Johnstown: The Board Discussed having Mr. Bushong draft and submit a letter to Loveland Hospitality and Premier Flex Johnstown to pay their portion of the District's public improvement fees per their signed agreement, noting if they choose not to pay, the District will move forward with filing a complaint. Following review and discussion, upon a motion duly made

RECORD OF PROCEEDINGS

by Director Boehner, seconded by Director G. Gerrard, and upon vote, unanimously carried, it was

RESOLVED to approve having Mr. Bushong submit a letter to Loveland Hospitality and Premier Flex Johnstown regarding paying their portion of the District's public improvement fees.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 9:50 a.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

Kevin Mitts

Kevin Mitts, Recording Secretary for the Meeting