

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

KARL'S FARM METROPOLITAN DISTRICT NOS. 1-3

Held: Tuesday, June 9, 2020 at 1:30 p.m. via teleconference.

Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threat posed by the COVID-19 coronavirus, this meeting was held via teleconference.

Attendance

The joint special meeting referenced above was called and held in accordance with the applicable statutes of the State of Colorado. The following directors, having confirmed their qualification to serve, were in attendance.

David Goldberg
Daniel Frank
Marc Cooper
Steven Shoflick
Richard Frank

Also present were George M. Rowley, Esq., White Bear Ankele Tanaka & Waldron, District General Counsel; and Cathleen Hamilton, Simmons & Wheeler, District Accountant.

Call to Order

Director Goldberg noted that a quorum of the Boards was present and called the meeting to order.

Declaration
Quorum/Director
Qualifications/Reaffirmatio
n of Disclosures

of Mr. Rowley advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Rowley reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. Rowley inquired into whether members of the Boards had any additional disclosures of potential or existing conflicts of interest with regard to 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 Boards to act.

Combined Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Approval of Agenda

Mr. Rowley reviewed the proposed agenda with the Boards. Following discussion, upon a motion duly made and seconded, the Boards approved the agenda as amended.

Election of Officers

The Board engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Board elected Director David Goldberg as President, Director Daniel Frank as Vice President, Director Marc Cooper as Treasurer, and Directors Richard Frank and Steven Shoflick as Assistant Secretary.

Consider Approval of Joint Resolution Declaring Emergency Procedures Authorizing Teleconferencing for Regular and Special Meetings

Mr. Rowley reviewed the Joint Resolution Declaring Emergency Procedures Authorizing Teleconferencing for Regular and Special Meetings with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the resolution.

Public Comment

None.

Consent Agenda

The Boards reviewed the items on the consent agenda. Mr. Rowley advised the Boards 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 motion duly made and seconded, the following items on the consent agenda were unanimously ratified, approved and adopted:

- January 8, 2020 Special Meeting Minutes
- Resolution Establishing an Electronic Signature Policy

Bond Matters

Discuss 2020 Bond Issuance None.

Other Bond Matters None.

Legal Matters

Consider Ratification of Changes to the IGA with City of Northglenn Mr. Rowley review the Changes to the IGA with City of Northglenn with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the changes to the IGA with the City of Northglenn.

Public Hearing on Exclusion of Property (District No. 2) Director Goldberg opened the public hearing on the Petition for Exclusion of Property (Richmond Parcel). Mr. Rowley noted that notice of the public hearing was published in accordance with Colorado law and no written objections or comments have been received. There being no public comment, the hearing was closed.

Consider Approval of Resolution and Order Excluding Property (District No. 2) Mr. Rowley reviewed the Petition and Resolution and Order for Exclusion of Property with the Board of District No. 2. The Board of District No. 2 considered the factors to determine whether to grant or deny the petition for exclusion pursuant to Colorado law. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 determined to grant the petition and adopt the resolution for exclusion, subject to final approval from Director Richard Frank.

Consider Binding Pollution Insurance General Discussion. No action taken.

Other Legal Matters None.

Financial Matters

Consider Approval of Unaudited Financial Statements/Payment of Claims None.

Consider Ratification of 2019 Audit Exemptions Ms. Hamilton reviewed the 2019 Audit Exemption Applications with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the 2019 Audit Exemptions.

Other Financial Matters None.

Other Business

Adjourn There being no further business to come before the Boards, and

following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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

Steven Shoflick

Secretary for the Meeting

The foregoing minutes were approved on the 7th day of July, 2020.

Signature: Steven Shoflick
Steven Shoflick (Jul 9, 2020 12:34 MDT)

Email: sshoflick@millerre.com