

**MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS OF THE
NORTHRIDGE ESTATES METROPOLITAN DISTRICT NOS. 1-3
HELD January 31, 2024.**

A joint special meeting of the Boards of Directors (the “**Boards**”) of the Northridge Estates Metropolitan District Nos. 1-3 (the “**Districts**”) was held on Wednesday, January 31, 2024, at 5:00 p.m. held exclusively by means of Zoom webinar. The meeting was open to the public.

ATTENDANCE

District No. 1 - Directors in Attendance:

Joshua Montoya
Sara Freisl
Leslie Brown
Angela Garcia
Kelsey Phillips

District No. 2 – Directors in Attendance:

Donald Guerra
Robert Eck
Leslie Brown
Kyle Moore

District No. 3 – Directors in Attendance:

Donald Guerra
Robert Eck
Leslie Brown

Directors Absent:

Marvin Davis (District Nos. 2 and 3)

Also in Attendance:

Alex Carlson, Juli Christie & Dave Dressler; Centennial Consulting Group, LLC
David Greher, Cockrel Ela Glesne Greher & Ruhland, P.C.
7 - Members of the community

Call to Order: The meeting was called to order at 5:03 p.m.

Declaration of Quorum/Disclosures of Potential Conflicts of Interest: The Boards discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Boards of Directors and to the Secretary of State. Mr. Carlson noted that a quorum was present in District Nos. 1, 2, and 3 and requested members of the Boards to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this

meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. District Counsel noted that all Directors' Disclosure Statements had been filed by the statutory deadline.

Approval of Agenda: Following review, Director Guerra moved to approve the agenda as presented. Director Eck seconded, and the motion unanimously carried.

Public Comment: None.

ADMINISTRATIVE
MATTERS

Approval of Minutes from the August 2, 2023, and November 29, 2023, Special Meetings: The Boards considered approval of the minutes from the August 2, 2023, and November 29, 2023, Special Meetings. Upon motion and second, the minutes were unanimously approved.

Adopt Resolution of Each District to Designate Posting Locations: The Boards discussed adopting the Resolution of each District to Designate Posting Locations. Posting locations will be subject to clarifying the coordinates, Mailboxes in each District will be subject to specification. The Boards considered adoption of the Resolution of each District to designate posting locations. Following discussion, the motion was moved, seconded, and unanimously carried.

FINANCIAL
MATTERS

Presentation of Aged Payables Report: Mr. Carlson presented the Aged Payables Report. Upon motion and second, the motion unanimously carried.

Discuss District Nos. 1 and 3 Audits: Mr. Carlson presented the Audits for District Nos. 1 and 3. Upon motion and second, and the motion to accept the Audits was unanimously carried.

LEGAL MATTERS

Executive Session: Directors Friesl (District No. 1), Moore (District No. 2), and Eck (District No. 3) made a motion to enter into an Executive Session pursuant to §24-6-402(4)(b) and (e) C.R.S. for the purposes of conferring with District's Legal Counsel to discuss the matters below. Directors Montoya (District No. 1), Guerra (District No.2), and Brown (District No. 3) seconded, and the motion unanimously carried.

- i. Budget Issues:
- ii. Possible Service Plan Amendment to Raise Revenues for Services and Related matters:
- iii. Contractual Obligations between Northridge Estates Metropolitan District Nos. 1-3, Northridge Partners, LLC, and GLH Constriction, LLC, Including but not Limited to the following:

1. Construction Funding Advance and Reimbursement with Northridge Estates Partners, LLC, and
2. Construction Agreement with GLH Construction, LLC and Northridge Estates Metropolitan District No. 1, and
3. Operating Reimbursement Agreement with Northridge Estates Partners, LLC, and its Obligation to Pay District Operating Expenses.

The Board entered into Executive Session at 5:22 p.m.

The Executive session concluded at 6:39 p.m.

Action on Items Discussed in Executive Session - Joint Finance Committee: The Boards appointed Sara Freisl and Kesley Phillips for District No. 1, Kyle Moore and Don Guerra for District No. 2, and Don Guerra and Robert Eck for District No. 3. Following discussion, motion and second, the motion was unanimously carried.

OTHER BUSINESS

None.

ADJOURNMENT

Director Eck moved to adjourn the meeting. Director Freisl seconded, and the motion unanimously carried.

Respectfully submitted,

By


District Manager

Pursuant to Section 24-6-402(2)(d.5)(I)(B), C.R.S., I hereby attest that I am the attorney of the Districts, that I was in attendance during the Executive Session of the Boards of the Districts convened on January 31, 2024, and that the discussion during the Executive Session constituted a privileged attorney-client communication for which no record is required to be kept by law.

David A. Greher, General Counsel