

**RESOLUTION OF
THE BOARDS OF DIRECTORS OF
JOHNSTOWN NORTH METROPOLITAN DISTRICT NOS. 1 - 3**

2023 MEETING RESOLUTION

WHEREAS, Johnstown North Metropolitan District Nos. 1 – 3 (individually the “District” and collectively, the “Districts”) were organized pursuant to Section 32-1-101 *et seq.*, C.R.S. of the Special District Act (“Act”); and

WHEREAS, on November 8, 2021, the Boards of Directors (the “Boards”) of the Districts adopted a Second Amended and Restated Meeting Resolution, as amended by that certain First Amendment to Second Amended and Restated Meeting Resolution, dated October 10, 2022, to designate the time and place of all regular meetings, and to set forth specific requirements for the Boards to call emergency meetings when such meetings are deemed necessary for the immediate protection of the public health, safety, and welfare of the property owners and residents of the Districts (“Prior Meeting Resolution”); and

WHEREAS, pursuant to Section 32-1-903(1), C.R.S., the Board shall meet regularly at a time and in a “Location” to be designated by the Boards; and

WHEREAS, pursuant to Section 32-1-903(5)(a), C.R.S., the term “Location” means the physical, telephonic, electronic, other virtual place, or combination of such means where a meeting can be attended; and

WHEREAS, Section 32-1-903(1.5), C.R.S., requires that all meetings of the Boards that are held solely at physical locations must be held at physical locations that are within the boundaries of the Districts or that are within the boundaries of the county in which the Districts are located, in whole or in part, or in any county so long as the physical location does not exceed twenty miles from the district boundaries; and

WHEREAS, the provisions of Section 32-1-903(1.5), C.R.S. may be waived only if the following criteria are met: (a) The proposed change of the physical location of a meeting of the Boards appear on the agenda of a meeting of the Boards, and (b) A resolution is adopted by the Boards stating the reason for which meetings of the Boards are to be held in a physical location other than under the provisions of Section 32-1-903(1.5), C.R.S. and further stating the date, time, and physical location of such meeting; and

WHEREAS, pursuant to Section 32-1-903(2)(a), special meetings may be held as often as the needs of the Districts require, upon notice to each director, and may include study sessions at which a quorum of each of the Boards is in attendance, and at which information is presented but no official action can be taken by the Boards; and

WHEREAS, pursuant to Section 32-1-903(2)(a), C.R.S., notice of the time and location designated for all regular and special meetings of the Boards shall be provided in accordance with Section 24-6-402, C.R.S.; and

WHEREAS, Section 24-6-402(2)(c)(I), C.R.S. requires the Districts to annually designate one public place within the boundaries of the Districts where notice of the Boards' meetings shall be posted no less than twenty-four (24) hours prior to the Boards' meetings; and

WHEREAS, pursuant to Section 24-6-402(2)(c)(III), C.R.S., the Districts shall be deemed to have given full and timely notice of a public meeting if the Districts posts the notice, with specific agenda information if available, no less than twenty-four (24) hours prior to the holding of the meeting on a public website of the Districts; and

WHEREAS, the meeting notice of all meetings of the Boards that are held telephonically, electronically, or by other means not including physical presence must include the method or procedure, including the conference number or link, by which members of the public can attend the meeting in accordance with Section 32-1-903(2)(a), C.R.S.; and

WHEREAS, the Boards desire to designate the time and place of all regular meetings, and to set forth specific requirements for the Boards to call emergency meetings when such meetings are deemed necessary for the immediate protection of the public health, safety, and welfare of the property owners and residents of the Districts pursuant to this 2023 Meeting Resolution.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF JOHNSTOWN NORTH METROPOLITAN DISTRICT NOS. 1 – 3 THAT:

1. The Boards hereby determine to hold regular meetings on the fourth Thursday of the first month of each quarter at 11:30 A.M. The location of all regular and special meetings will be held virtually by MS Teams or other virtual platform. The meeting notice of all meetings of the Boards will include the method or procedure, including the conference number or link, by which members of the public can attend the meeting.

2. The Boards hereby designate the Districts' public website, <https://www.johnstownnorthmd.live/>, as the twenty-four (24) hour posting locations for all meeting notices. In the event the Districts are unable to post meeting notices on its public website due to exigent or emergency circumstances, the Districts shall post meeting notices at the following physical locations:

District 1 – East boundary, just north of Union Pacific Railroad

District 2 – Southeast corner of Larimer County Road 3 and Union Pacific Railroad intersection

District 3 – Southeast corner of Larimer County Road 3 and US Highway 34

3. The designation set forth in Paragraph 2 is hereby deemed to be the Boards' annual designation of the location where notices of meetings shall be posted twenty-four hours in advance of said meetings and shall be effective until such time as the Boards determine to designate a new posting location.

4. Emergency meetings may be called by the Districts without notice, if notice is not practicable, by the President or any two (2) Board members in the event of an emergency that requires the immediate action of the Boards in order to protect the public health, safety, and welfare of the property owners and residents of the Districts. If possible, notice of such emergency meeting

may be given to the members of the Boards by telephone or whatever other means are reasonable to meet the circumstances of the emergency, and shall be provided to the public via any practicable means available, *if any*, including, but not limited to, posting notice of such emergency meeting on the Districts' website, if any. At such emergency meeting, any action within the power of the Board that is necessary for the immediate protection of the public health, safety and welfare may be taken; provided however, that any action taken at an emergency meeting shall be ratified at the first to occur: (a) the next regular meeting of the Districts' Boards, or (b) the next special meeting of the Districts' Boards.

5. This Resolution shall repeal, supersede, and replace the Prior Meeting Resolution and any and all previous resolutions or provisions of previous resolutions adopted by the Board concerning meeting location, time, and posting of notices.

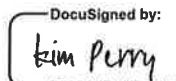
6. This Resolution shall take effect on the date and time of adoption and shall remain effective until otherwise supplemented or amended by the Boards.

(Signatures Appear on Following Page.)

Whereupon, a motion was made and seconded, and upon a majority vote, this Resolution was approved by the Board.

ADOPTED AND APPROVED THIS 11TH DAY OF NOVEMBER, 2022.

JOHNSTOWN NORTH METROPOLITAN
DISTRICTS NOS. 1 – 3

By:  _____
Kim L. Perry, President