

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF JONES METROPOLITAN DISTRICT NO. 5

A regular meeting of the Board of Directors of the Jones Metropolitan District No. 5 (the "District") was held on May 26, 2022 at 11:00 a.m. This District Board meeting was held via Microsoft Teams videoconference and teleconference. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

Andrea Ferber
Jason Mitchell

Director Wicker was absent and excused.

Also in attendance were:

Suzanne Meintzer, Esq.; McGeady Becher P.C.
Denise Denslow, Zachary Leavitt and Cindy Jenkins; CliftonLarsonAllen LLP ("CLA")
Brandon Collins; Independent District Engineering Services, LLC ("IDES")

ADMINISTRATIVE MATTERS

Quorum and Potential Conflicts of Interest: Ms. Denslow confirmed quorum and called the meeting to order at 11:04 a.m. The Board noted that disclosures of potential conflict of interest statements for each of the Directors were filed with the Secretary of State seventy-two hours in advance of the meeting. Attorney Meintzer requested that the Directors consider whether they had any additional conflicts of interest to disclose. Attorney Meintzer noted for the record that there were no new disclosures made by the Directors present at the meeting and incorporated for the record those applicable disclosures made by the Board Members prior to this meeting and in accordance with statute.

Agenda, Meeting Location and Posting of Meeting Notice: The Board discussed the requirements of Section 32-1-903(1), C.R.S., concerning the location of the CAB's Board meetings. Following discussion, upon a motion duly made, seconded and, upon vote, unanimously carried, the Board determined to hold this CAB Board meeting via videoconference and teleconference. The Board noted that notice of this meeting and the videoconference and teleconference meeting information was duly posted, and the Board had not received any objections to the videoconference and teleconference meeting or any requests that the meeting be changed by taxpaying electors within the boundaries of the Jones Metropolitan District Nos. 1-5, nor by any taxpaying electors within the CAB's service area.

Following discussion, upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote, unanimously carried, the Board approved the Agenda and excused the absence of Director Wicker.

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Board Resignation: The Board acknowledged the resignation of Daniel Metzger, effective March 9, 2022, and the resignation of Garrett Honeyman, effective April 8, 2022.

May 3, 2022 Cancelled Regular Directors' Election: Attorney Meintzer noted that the May 3, 2022 Regular Directors' Election was cancelled as allowed by statute, as there were not more nominations received than seats available. Directors Ferber and Wicker were deemed elected to 3-year terms to May 6, 2025.

Board Appointment: The Board discussed the vacancies on the Board. It was noted that pursuant to Section 32-1-808(2)(a)(I), C.R.S., publication of a Notice of Vacancy on the Board was published in a newspaper having general circulation in the District and that no Letters of Interest from qualified eligible electors were received within ten (10) days of the date of such publication.

As such, eligible electors, James Priestley and Whitney Skylar, were nominated to serve on the Board. Following discussion, upon motion duly made by Director Ferber, seconded by Director Mitchell, and upon vote unanimously carried, the Board appointed James Priestley and Whitney Skylar to fill the vacancies on the Board. The Oaths of Office were administered.

Appointment of Officers: Following discussion, upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote, unanimously carried, the Board appointed the following officers:

Office:

| | |
|------------------------|-----------------|
| President | Cary Wicker |
| Treasurer | Jason Mitchell |
| Assistant Secretary | Andrew Ferber |
| Assistant Secretary | Whitney Skylar |
| Assistant Secretary | James Priestley |
| Secretary to the Board | Denise Denslow |

Resolution Appointing Members to the Jones District Community Authority Board of Directors: Following discussion, upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote, unanimously carried, the Board appointed Directors Cary Wicker, James Priestley, and Whitney Skylar to the Jones District Community Authority Board of Directors.

Minutes of the October 28, 2021 Special Meeting: Following review and discussion, upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote, unanimously carried, the Board approved the October 28, 2021 special meeting minutes.

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FINANCIAL
MATTERS

None.

CAPITAL PROJECTS
MATTERS

Cost Certification Report Nos. 16-19, Authored by Independent District Engineering Services, LLC (“IDES”): Upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote, unanimously carried, the Board acknowledged the Cost Certification Report Nos. 16-19, authored by IDES and as approved by the Jones District Community Authority Board (the “CAB”).

Requisition Nos. 17-20 for Payment of Certified Costs from the Project Fund of the CAB’s Special Revenue Convertible Capital Appreciation Bonds, Series 2020A: Upon a motion duly made by Director Ferber, seconded by Director Mitchell and, upon vote, unanimously carried, the Board acknowledged the Requisition Nos. 17-20 for payment of certified costs from the Project Fund of the CAB’s Special Revenue Convertible Capital Appreciation Bonds, Series 2020A, as approved by the CAB.

LEGAL MATTERS

None.

OTHER BUSINESS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, the meeting was adjourned.

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

Respectfully submitted,



Secretary for the Meeting