

# RECORD OF PROCEEDINGS

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## MINUTES OF THE REGULAR MEETING OF KINSTON METROPOLITAN DISTRICT NOS. 1-10

HELD  
October 12, 2023

The Regular Meeting of Kinston Metropolitan District Nos. 1-10 was held via MS Teams and Teleconference on Thursday, October 12, 2023, at 1:00 p.m.

### ATTENDANCE

#### Directors in Attendance:

Kim Perry, President  
Tim DePeder, Vice President  
Brad Lenz, Asst. secretary & Asst. Treasurer

#### Directors Absent, but Excused:

Josh Kane, Treasurer & Secretary

#### Also in Attendance:

Deborah Early; Icenogle Seaver Pogue, P.C.  
Bryan Newby, Kieyesia Conaway, Brendan Campbell, Irene Buenavista,  
Wendy McFarland, Casey Milligan, and Dillon Gamber; Pinnacle  
Consulting Group, Inc.  
Jeff Breidenbach, Laura Wright, Samantha Romero, and Megan Ott;  
McWhinney.

### ADMINISTRATIVE ITEMS

Call to Order: The Regular Meeting of the Boards of Directors (collectively, the “Boards”) of the Kinston Metropolitan District Nos. 1-10 (collectively, the “District”) was called to order by Director Perry at 1:03 p.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts at such meetings. Unless otherwise noted below, the matters set forth below shall be deemed to be the actions of the Board of Directors of Kinston Metropolitan District No. 1, with concurrence by the Boards of Directors of Kinston Metropolitan District Nos. 2, 3, 4, 5, 6, 7, 8, 9 and 10.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director Perry noted that a quorum was present, with three out of four Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards.

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Alan Pogue, legal counsel, stated that notices of potential conflicts of interest for all Board Members were filed with the Colorado Secretary of State's Office, disclosing potential conflicts as Board Members are employees of McWhinney Real Estate Services, Inc. and Land Asset Strategies, which are associated with the primary landowners and developer within the Districts. Mr. Pogue advised the Boards that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Boards reviewed the agenda for the meeting, following which each Board Member present confirmed the contents of the written disclosures previously made stating the fact and summary nature of any matters as required under Colorado law to permit official action to be taken at the meeting. Additionally, the Boards determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Boards to act.

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

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### CONSENT AGENDA

Director Perry reviewed the items on the consent agenda with the Boards. Director Perry 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 a motion duly made by Director DePeder, Seconded by Director Lenz, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Approval of Minutes – September 14, 2023, Regular Meeting.
  - B. Payment of Claims.
  - C. Contract Modifications.
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### DISTRICT MANAGER ITEMS

District Manager's Report: Mr. Newby and Mr. Gamber presented the District Manager's Report to the Boards and answered questions.

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Pinnacle Consulting Group, Inc. Addendum: Mr. Newby presented the Pinnacle Consulting Group, Inc. Addendum to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director DePeder, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Pinnacle Consulting Group, Inc. Addendum, as presented, not to exceed \$4,620.00.

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CAPITAL  
INFRASTRUCTURE  
ITEMS

Capital Infrastructure Report & District Project Manager Update: Mr. Milligan presented the Capital Infrastructure Report and Mr. Breidenbach provided the District Project Manager Update to the Boards and answered questions.

Capital Fund Summary: Mr. Milligan reviewed the Capital Fund Summary with the Boards and answered questions.

Construction Contract with Bath for Millenium East 16<sup>th</sup> for Landscaping Services: Mr. Milligan presented a Construction Contract with Bath for Millenium East 16<sup>th</sup> for Landscaping Services to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director DePeder, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Construction Contract with Bath for Millenium East 16<sup>th</sup> for Landscape Services in the amount of \$380,688.49, as presented.

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FINANCIAL  
ITEMS

Finance Manager's Report: Ms. Buenavista presented the Finance Manager's Report to the Boards and answered questions.

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## LEGAL ITEMS

Acceptance of Parcels via Quit Claim Deed from Centerra East Development, Inc.: Mr. Pogue presented the Acceptance of Parcels via Quit claim Deed from Centerra East Development, Inc. to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director DePeder, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Acceptance of Parcels via Quit Claim Deed from Centerra East Development, Inc.

Approval of Addendum No. 5 to Intergovernmental Agreement Regarding Allocation of costs of Public Improvements between District No. 1 and Centerra Metropolitan District No. 1 for Regional Pond: Mr. Pogue presented the Addendum No. 5 to Intergovernmental Agreement Regarding Allocation of costs of Public Improvements between District No. 1 and Centerra Metropolitan district No. 1 for Regional Pond to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director DePeder, and upon vote, unanimously carried, it was

**RESOLVED** to approve the Addendum No. 5 to Intergovernmental Agreement Regarding Allocation of costs of Public Improvements between District No. 1 and Centerra Metropolitan district No. 1 for Regional Pond.

Approval of Addendum No. 6 to Intergovernmental Agreement Regarding Allocation of Costs of Public Improvements between District No. 1 and Centerra Metropolitan District No. 1 for Public Improvements: Mr. Pogue presented the Addendum No. 6 to Intergovernmental Agreement Regarding Allocation of Costs of Public Improvements between District No. 1 and Centerra Metropolitan District No. 1 for Public Improvements to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director DePeder, and upon vote, unanimously carried, it was

**RESOLVED** to approve Addendum No. 6 to Intergovernmental Agreement Regarding Allocation of Costs of Public Improvements between District No. 1 and Centerra Metropolitan District No. 1 for Public Improvements.

## DIRECTOR MATTERS

There were no Director Matters to come before the Boards.

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OTHER  
MATTERS

There were no Other Matters to come before the Boards.  
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ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 2:31 p.m.  
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The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Respectfully submitted,

*Kieyesia Conaway*  
Kieyesia Conaway, Recording Secretary for the Meeting