

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARDS OF DIRECTORS OF THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 3

HELD
May 1, 2025

The Special Meeting of the Boards of Directors of The Lakes at Centerra Metropolitan District No. 3 was held via MS Teams and Teleconference on Thursday, May 1, 2025, at 3:00 p.m.

ATTENDANCE

Directors in Attendance:

Kim Perry, President & Chairperson
Susan Draut, Secretary/ Treasurer
Jerilyn Wagner, Asst. Secretary

Directors Absent, but Excused:

Karl Sutton, Asst. Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Bryan Newby, Brendan Campbell, Dillon Gamber, Jennifer Ondracek,
Stanley Holder, Travis Bailey, and Jake Downing; Pinnacle Consulting
Group, Inc.
Sam Volez; McWhinney.
Samantha Salazar, Wendy Messinger, James Laferriere, and Todd
Carnes; Members of the Public.

ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Director Perry noted that a quorum was present, with three out of four Directors in attendance. The Special Meeting of the Board of Directors of The Lakes at Centerra Metropolitan District No. 3 was called to order by Director Perry at 4:28 p.m.

Director Qualifications/Disclosure of Potential Conflicts of Interest: Mr. Pogue noted that notices of potential conflicts of interest for Board Members employed by McWhinney Real Estate Services, LLC, were filed with the Colorado Secretary of State's Office, disclosing that potential conflicts of interest may exist, as Director Perry is an employee of McWhinney Real Estate Services, LLC, which is associated with the primary landowner and developer of land within the District. Mr. Pogue advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board 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

RECORD OF PROCEEDINGS

taken at the meeting. Additionally, the Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

Approval of Agenda: The Board considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Perry, seconded by Director Draut, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Public Comment for Non-Agenda Items: There were no Public Comments received.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Director Perry reviewed the items on the consent agenda with the Boards. After discussion, the following items were tabled for review at the next regular meeting.

- A. Minutes – January 23, 2025, Regular Meeting.
- B. Payment of Claims.
- C. Contract Modifications.
- D. Unaudited Financial Statements for the period ending March 31, 2025.

LEGAL ITEMS

Resolutions Concurring with the Initiation of the Consolidation of The Lakes at Centerra Metropolitan District Nos. 1, 2, and 3, and in connection therewith, approval of a Consolidation Agreement: Mr Pogue presented the Resolutions Concurring with the Initiation of the Consolidation of The Lakes at Centerra Metropolitan District Nos. 1, 2, and 3, and in connection therewith, approval of a Consolidation Agreement, with the Board and answered questions. After review and discussion, upon a motion duly made by Director Draut, seconded by Director Wagner, and upon vote, unanimously carried, it was

RESOLVED to approve the the Resolutions Concurring with the Initiation of the Consolidation of The Lakes at Centerra Metropolitan District Nos. 1, 2, and 3, and in connection therewith, approval of a Consolidation Agreement, with changes to the ballot issues and questions

RECORD OF PROCEEDINGS

DIRECTOR
COMMENT

There were no Director Comments received.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 4:32 p.m.

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

Respectfully submitted,



Jake Downing, Recording Secretary for the Meeting