

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 1

HELD

October 23, 2025

The Regular Meeting of the Board of Directors of The Lakes at Centerra Metropolitan District No. 1 was held via MS Teams and Teleconference on Thursday, October 23, 2025, at 1:00 p.m.

ATTENDANCE

Directors in Attendance:

Samantha Salazar, Vice President/ Asst. Secretary

Wendy Messinger, Treasurer

Also in Attendance:

Alan Pogue and Deborah Early; Icenogle Seaver Pogue, P.C.

Bryan Newby, Nic Ortiz, Sarah Brown, Jennifer Ondracek, Kent Krause,

Tom Jenkins, and Jake Downing; Pinnacle Consulting Group, Inc.

Jeff Breidenbach, Sam Voelz, Jim Niemczyk; McWhinney.

James Laferriere, Larry Luke, Lance Noble, Jerilyn Wagner, Susan Draut; Members of the Public.

ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Mr. Newby noted that a quorum was present, with two out of two Directors in attendance. The Regular Meeting of the Board of Directors of The Lakes at Centerra Metropolitan District No. 1 was called to order by Mr. Newby at 1:02 p.m.

Director Qualifications/Disclosure of Potential Conflicts of Interest: All Board Members confirmed their qualifications to serve on the Board. Deborah Early, 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 all Board Members are employees of McWhinney Real Estate Services, LLC, which is associated with the primary landowners and developer within the District. Ms. Early 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 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.

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Election of Officers: Ms. Early discussed the Election of Officers with the Board. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to elect the slate of officers as noted below:

Samantha Salazar – President
Wendy Messinger – Treasurer & Secretary

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

RESOLVED to approve the agenda, as amended to include items V. B: Consideration and Approval of Authorization and Reimbursement Agreement between The Lakes at Centerra Master Homeowners Association, Inc., and The Lakes at Centerra Metropolitan District No. 1., and V. C: Discussion Concerning Irrigation Winterization on HPEC Owned Land.

Public Comment for Non-Agenda Items: There was no public comment to come before the Board.

Director Comment: There were no Director Comments received.

CONSENT AGENDA

Mr. Newby reviewed the items on the consent agenda with the Board. Mr. Newby advised the Board 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 Salazar, Seconded by Director Messinger, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Minutes – July 24, 2025, Regular Meeting.
- B. Payment of Claims.
- C. Contract Modifications.
 - i. Change Order #15 of Contract 01266 with Waterwise Land and Waterscape, Inc.
 - ii. Change Order #16 of contract 01266 with Waterwise Land and Waterscape, Inc.
 - iii. Work Order 2025-01 with Waterwise Land and Waterscape, Inc.

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- D. Administrative Matters Resolution.
- E. 2026 Meeting Resolution.

DISTRICT MANAGER
ITEMS

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

2026 Master Service Agreements with Operations and Maintenance Contractors: Mr. Gamber discussed the 2026 Master Service Agreements with Operations and Maintenance Contractors with the Board and answered questions. Ms. Early noted potential conflicts of interest as both Board members are employees of McWhinney Real Estate Services, a vendor in which the Board is considering for approval. The Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to approve the 2026 Master Service Agreements with the following operations and maintenance contractors:

- i. McWhinney Real Estate Services, LLC.
- ii. All Sweep, Inc.
- iii. E3 Signs.
- iv. Playco, Inc.
- v. Precision Concrete Cutting.
- vi. Ramey Environmental Compliance.
- vii. SWPPP Colorado.
- viii. Waterwise Land and Waterscapes, Inc.

Authorization of District Manager to Execute 2026 Work Orders with Approved Operations and Maintenance Contractors within the Approved 2026 Budget: Mr. Newby discussed the Authorization of the District Manager to Execute 2026 Work Orders with Approved Operations and Maintenance Contractors within the Approved 2026 Budget with the Board and answered questions. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to approve the Authorization of the District Manager to Execute 2026 Work Orders with Approved Operations and Maintenance Contractors within the Approved 2026 Budget, as presented.

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2025
AMENDED
BUDGET HEARING

Mr. Newby reported that notice of the budget hearing was published on October 8, 2025, in the Loveland Reporter Herald, in accordance with state budget law. Upon a motion duly made by Director Salazar, the 2025 Amended Budget Hearing was opened. Ms. Ondracek reviewed the amended budgets and answered questions. Upon a motion duly made by Director Salazar, the 2025 Amended Budget Hearing was closed. The amended budgets for the District are as follows:

General Fund: \$1,070,190.00
Capital Projects Fund: \$682,460.00

Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution to Adopt the 2025 Amended Budget(s) and appropriate funds for The Lakes at Centerra Metropolitan District No. 1 and authorize such further actions of the officers and consultants necessary to sign related documents and submit and file such documents required to finalize the amended budget(s).

2026
BUDGET HEARING

Mr. Newby reported that notice of the budget hearing was published on October 8, 2025, in the Loveland Reporter Herald, in accordance with state budget law. Upon a motion duly made by Director Salazar, the 2026 Budget Hearing was opened. Ms. Ondracek reviewed the proposed budgets and answered questions. Upon a motion duly made by Director Salazar, the 2026 Budget Hearing was closed. The 2026 budgets for the District are as follows:

Mill Levy: 0.00 mills
General Fund: \$739,787.00
Capital Projects Fund: \$15,000.00

Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution to Adopt the 2026 Budgets for The Lakes at Centerra Metropolitan District No. 1, set the mill levy, and appropriate budgeted funds upon final certification of

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values being received by the County of Larimer on or before December 15, 2025, and approve all other documents related to the 2025 Budget. The District Manager is authorized to make minor modifications that may be necessary following receipt of final assessed values.

FINANCIAL ITEMS

Haynie & Company for 2025 Audit: Ms. Ondracek discussed engaging Haynie & Company for the 2025 audit with the Board and answered questions. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to approve engaging Haynie & Company as the auditor for the 2025 Audit, as presented.

LEGAL ITEMS

Irrigation Water Lease for Parcel 205: Ms. Early presented the Irrigation Water Lease for Parcel 205 to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to approve the Irrigation Water Lease Parcel 205, subject to final legal review by legal counsel.

Authorization and Reimbursement Agreement between The Lakes at Centerra Master Homeowners Association, Inc. and The Lakes at Centerra Metropolitan District No. 1: Mr. Pogue presented the Authorization and Reimbursement Agreement between The Lakes at Centerra Master Homeowners Association, Inc. and The Lakes at Centerra Metropolitan District No. 1 to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Messinger, and upon vote, unanimously carried, it was

RESOLVED to approve the Authorization and Reimbursement Agreement between The Lakes at Centerra Master Homeowners Association, Inc. and The Lakes at Centerra Metropolitan District No. 1, as presented.

Irrigation Winterization on HPEC Owned Land: Mr. Pogue discussed Irrigation Winterization on HPEC Owned Land with the Board and answered questions.

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DIRECTOR
COMMENT

There were no Director Comments received.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 2:32 p.m.

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

Respectfully submitted,

Jake Downing

Jake Downing, Recording Secretary for the Meeting