

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 1

HELD
May 17, 2024

The Special Meeting of Lakes at Centerra Metropolitan District No. 1 was held via MS Teams and Teleconference on Friday, August 16, 2024, at 11:30 a.m.

ATTENDANCE

Directors in Attendance:

Kim Perry, President & Chairperson
Samantha Salazar, Assistant Secretary
Tim DePeder, Vice President/Asst. Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Bryan Newby, Kieyesia Conaway, Irene Buenavista, and Jennifer Ondracek; Pinnacle Consulting Group, Inc.
Jeff Breidenbach, Jim Niemczyk; McWhinney.
Abbey Irvine; Haynie & Company.
Jerilyn Wagner; Members of the Public

ADMINISTRATIVE ITEMS

Call to Order: The Special Meeting of the Board of Directors of the Lakes at Centerra Metropolitan District No. 1 was called to order by Director Perry at 11:35 a.m.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Mr. Newby noted that a quorum was present, with three out of three Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards. Mr. Pogue noted that notices of potential conflicts of interest for Board Members employed by McWhinney Real Estate Services, Inc., were filed with the Colorado Secretary of State's Office, disclosing that potential conflicts of interest may exist, as some Board Members are employees of McWhinney Real Estate Services, Inc. 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 taken at the meeting. Additionally, the Board determined that the participation of the

RECORD OF PROCEEDINGS

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 Salazar, seconded by Director Perry, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Appointment of Director and Election of Officers: Director Perry and Mr. Pogue presented the Appointment of Director and Election of Officers to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Perry, and upon vote, unanimously carried, it was

RESOLVED to appoint Wendy Messinger as Assistant Treasurer for The Lakes at Centerra Metropolitan District No. 1.

Public Comment: There were no Public Comments received.

CONSENT AGENDA

Director Perry reviewed the items on the consent agenda with the Board. Director Perry 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 Perry, the following items on the consent agenda were unanimously approved, ratified and adopted:

- A. Approval of Minutes – May 17, 2024, Special Meeting.
- B. Payment of Claims.
- C. Contract Modifications.
- D. Amendment to 2024 Administrative Matters Resolution.

FINANCIAL ITEMS

The Lakes at Centerra Metropolitan District No. 1 2023 Audited Financials: Ms. Irvine presented The Lakes at Centerra Metropolitan District No. 1 2023 Audited Financials to the Board and answered questions. Ms. Irvine reported that the audit received a clean unmodified opinion. Following review and discussion, upon a motion duly made by Director Salazar, seconded by Director Perry, and upon vote, unanimously carried, it was

RECORD OF PROCEEDINGS

RESOLVED to approve The Lakes at Centerra Metropolitan District No. 1 2023 Audited Financials, as presented.

Finance Manager's Report: Ms. Buenavista noted that there was nothing to present to the Board at this time.

DISTRICT MANAGER
ITEMS

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

CAPITAL
INFRASTRUCTURE
ITEMS

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

Capital Fund Summary: Mr. Newby reviewed the Capital Fund Summary with the Board and answered questions.

LEGAL ITEMS

Landscape Maintenance Agreement with High Plains Environmental Center: Mr. Pogue presented the Landscape Maintenance Agreement with High Palins Environmental Center to the Board and answered questions. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

RESOLVED to approve the Landscape Maintenance Agreement with High Plains Environmental Center, as presented.

Conveyance of Tract A, Millenium NW 17th Sub to Centerra Metropolitan District No. 1: Mr. Pogue presented the Conveyance of Tract A, Millenium NW 17th Sub to Centerra Metropolitan District No. 1 to the Board and answered questions. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

RESOLVED to approve the Conveyance of Tract A, Millenium NW 17th Sub to Centerra Metropolitan District No. 1, as presented.

Second Amendment to Meeting Resolution: Mr. Pogue presented the Second Amendment to Meeting Resolution to the Board and answered questions. Following review and discussion, upon a motion duly made by Director DePeder, seconded by Director Salazar, and upon vote, unanimously carried, it was

RECORD OF PROCEEDINGS

RESOLVED to approve the Second Amendment to Meeting Resolution, as presented.

Request to engage with Brownstein Law: Mr. Pogue discussed with the Board the need to engage with Brownstein Law regarding Contract Work in the Millennium NW 5th, 17th, and 19th Subdivisions. The Board approved Mr. Pogue moving forward with the engagement.

DIRECTOR
COMMENTS

There were no Director Comments to come before the Board.

ADJOURNMENT

There being no further business to come before the Board, the meeting was adjourned at 12:09 p.m.

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

Respectfully submitted,

Bryan Newby FOR

Kieyesia Conaway, Recording Secretary for the Meeting