

RECORD OF PROCEEDINGS

MINUTES OF THE COORDINATED SPECIAL MEETING OF KINSTON METROPOLITAN DISTRICT NOS. 1-10

HELD
January 20, 2022

The Boards of Directors of Kinston Metropolitan District Nos. 1-10 held a coordinated special meeting, open to the public, via MS Teams, at 1:00 p.m., Thursday, January 20, 2022.

Due to the threat to health and safety posed by the COVID-19 pandemic, this meeting was held via MS Teams.

ATTENDANCE

Directors in Attendance: (via teleconference)

Abby Kirkbride, President
Tim DePeder, Vice President
Kim Perry, Secretary
Brad Lenz, Assistant Secretary & Assistant Treasurer

Directors Absent and Excused:

Josh Kane, Treasurer & Assistant Secretary

Also in Attendance: (via teleconference)

Alan Pogue; Icenogle Seaver Pogue, P.C.
Ryan Abbott, Andrew Kunkel, Kirsten Starman, Brendan Campbell,
Shannon Metcalf, Nic Ortiz, Stanley Holder, Joan Howell and Casey
Milligan, Pinnacle Consulting Group, Inc.
Jeff Breidenbach, Christina Rotella, and Jim Niemczyk, McWhinney

CALL MEETING TO ORDER

The meeting was called to order at 1:04 p.m. by Director Kirkbride, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

COMBINED MEETING

The Districts are meeting in a combined Board meeting. Unless otherwise noted, the matters set forth below shall be deemed to be the actions of the Kinston Metropolitan District No. 1, with concurrence by the Kinston Metropolitan Districts 2, 3, 4, 5, 6, 7, 8, 9, and 10.

CONFLICT OF INTEREST DISCLOSURE

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 all Board Members are

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employees of McWhinney Real Estate Services, Inc., which is 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 reviewed the agenda. Upon motion duly made by Director DePeder, seconded by Director Lenz and, upon vote, it was unanimously

RESOLVED to approve the agenda, as presented.

PUBLIC COMMENT

There were no members of the public present.

CONSENT AGENDA
ITEMS

The Boards considered the following consent agenda items:

- A. Approval of Minutes—December 9, 2021 Regular Meeting.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.

Upon motion duly made by Director DePeder, seconded by Director Lenz and, upon vote, it was unanimously

RESOLVED to ratify and approve the items above, as presented.

CAPITAL
INFRASTRUCTURE
ITEMS

District Capital Infrastructure Report: Mr. Milligan reviewed the District Capital Infrastructure Report with the Boards and answered questions.

District Project Manager Update: Mr. Milligan presented the District Project Manager update with the Boards and answered questions.

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

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Master Services Agreement and WO 2022-01 with Chalona Studios, LLC for Landscape Construction/Project Manager (\$69,350.00) for Kinston Residential Phase 1: Ms. Starman presented Master Services Agreement and WO 2022-01 with Chalona Studios, LLC for Landscape Construction/Project Manager (\$69,350.00) for Kinston Residential Phase 1. Upon motion duly made by Director Perry, seconded by Director Lenz and, upon vote, it was unanimously

RESOLVED to approve the Master Services Agreement and WO 2022-01 with Chalona Studios, LLC for Landscape Construction/Project Manager in the amount of \$69,350.00 for Kinston Residential Phase 1.

Millennium East 15th Public Infrastructure Improvements: Mr. Milligan reviewed the Bid Summary Memorandum with the Boards and answered questions.

Construction Contract with Coyote Ridge Construction for Millennium East 15th Public Infrastructure: Mr. Milligan presented a Construction Contract with Coyote Ridge Construction for Millennium East 15th Public Infrastructure. Upon motion duly made by Director DePeder, seconded by Director Lenz and, upon vote, it was unanimously

RESOLVED to approve a Construction Contract with Coyote Ridge Construction for Public Infrastructure Improvements in an amount of \$1,545,243.40 subject to verification of material price increases by staff.

Millennium East 16th Public Infrastructure Improvements (CFS #7): Mr. Milligan reviewed the Bid Summary Memorandum with the Boards and answered questions. Upon motion duly made by Director Kirkbride, seconded by Director DePeder and, upon vote, it was unanimously

RESOLVED to reject the bid for the Millennium East 16th Public Infrastructure Improvements.

FINANCIAL ITEMS

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

LEGAL ITEMS

There were no legal items presented for the Boards consideration.

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DISTRICT MANAGER
ITEMS

Manager's Report: Mr. Abbott presented the Manager's Report to the Boards and answered questions.

ITEMS FROM
DIRECTORS


There were no items from Directors presented for the Boards consideration.

ADJOURNMENT

There being no further business to come before the Boards and upon motion and second, the meeting was adjourned at 1:59 p.m.

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

Respectfully Submitted,



Andrew Kunkel, Secretary for the Meeting