

RECORD OF PROCEEDINGS

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

HELD
February 8, 2024

The Regular Meeting of Kinston Metropolitan District Nos. 1-10 was held via MS Teams and Teleconference on Thursday, February 8, 2024, at 1:00 p.m.

ATTENDANCE

Directors in Attendance:

Kim Perry, President
Josh Kane, Treasurer & Secretary
Brad Lenz, Asst. Secretary & Asst. Treasurer

Directors Absent, but Excused:

Tim DePeder, Vice President

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Bryan Newby, Sarah Bromley, Jenna Pettit, Irene Buenavista, Dillon Gamber, Christy McCutchen, Nic Ortiz, Casey Milligan, and Brendan Campbell; Pinnacle Consulting Group, Inc.
Jim Niemczyk, Jeff Breidenbach, and Samantha Cran; 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 1:02 p.m.

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. 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.

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

Coordinated Meetings: The Boards determined to hold joint meetings and to prepare joint minutes of actions taken by the Boards 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.

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 Kane, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as amended to add Consideration and Approval of Second Amendment to Resolution Approving the Imposition of an Operations and Maintenance Fee on Lots within the Boundaries of Kinston Metropolitan District Nos. 2, 3, 4, 5, and 10 following item V. B.

Appointment to Fill Board Vacancy: Mr. Pogue addressed the Boards and provided an overview of the process for appointing interested candidates to the Board, noting there is one interested candidate to fill the vacancy on the Boards of District No. 1-10. Following review and discussion, upon motion duly made by Director Kane, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to appoint Wendy Messinger to the Board of Directors for District No. 1-10 to fill the terms expiring in 2027.

Election of Officers: Mr. Pogue discussed the Election of Officers with the Boards. Following review and discussion, upon a motion duly made by Director Kane seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to elect Wendy Messinger to the office of Secretary.

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 Kane, Seconded by Director Lenz, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- A. Approval of Minutes – December 14, 2023, Regular Meeting.
- B. Payment of Claims.
- C. Unaudited Financial Statements for the period ending December 31, 2023.
- D. Contract Modifications.

DISTRICT MANAGER ITEMS

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

Operations and Maintenance Report: Mr. Gamber presented the Operations and Maintenance Report to the Boards and answered questions.

Community Updates & Activities Management Updates: Ms. McCutchen presented the Community Updates & Activities Management Updates to the Boards and answered questions. Mr. Lenz requested to be included in all district emails from community management that are sent to residents.

CAPITAL INFRASTRUCTURE ITEMS

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

Capital Fund Summary & Capital Needs Assessment: Mr. Ortiz reviewed the Capital Fund Summary with the Boards and answered questions.

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LEGAL ITEMS

AHV Communities Estoppel Certificate: Mr. Pogue presented the AHV Communities Estoppel Certificate to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to approve the AHV Communities Estoppel Certificate.

Snow Removal Maintenance Policy: Mr. Pogue presented the Snow Removal Maintenance Policy to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to approve the Snow Removal Maintenance Policy.

Second Amendment to Resolution Approving the Imposition of an Operations and Maintenance Fee on Lots within the Boundaries of Kinston Metropolitan District Nos. 2, 3 ,4, 5, and 10: Mr. Pogue presented the Second Amendment to Resolution Approving the Imposition of an Operations and Maintenance Fee on Lots within the Boundaries of Kinston Metropolitan District Nos. 2, 3 ,4, 5, and 10 to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director Kane, and upon vote, unanimously carried, it was

RESOLVED to approve the Second Amendment to Resolution Approving the Imposition of an Operations and Maintenance Fee on Lots within the Boundaries of Kinston Metropolitan District Nos. 2,3,4,5, and 10.

FINANCIAL ITEMS

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

2023 AMENDED BUDGET HEARING

Director Perry opened the 2023 Amended Budget Hearing for Kinston Metropolitan District No. 2. Mr. Newby reported that notice of the budget hearing was published on February 3, 2024, in the Loveland Reporter-Herald in accordance with state budget law. Ms. Buenavista reviewed the amended budgets in detail and answered questions. The budgets for the District are as follows:

District No. 2
General Fund: \$16,365

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There being no public input, the public portion of the budget hearing was closed. After further review and discussion, upon a motion duly made by Director Kane, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to approve the Resolution to Adopt the 2023 Amended Budget and appropriate funds for Kinston Metropolitan District No. 2 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 budgets.

DIRECTOR
MATTERS

Director Lenz informed the Boards that Lennar has committed to development on lots in ME13th.

OTHER
MATTERS


There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Perry, the meeting was adjourned at 1:53 p.m.

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

Respectfully submitted,



Jenna Pettit, Recording Secretary for the Meeting