

# RECORD OF PROCEEDINGS

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

HELD  
June 8, 2023

The Coordinated Regular Meeting of the Board of Directors (collectively, “Boards”) of The Kinston Metropolitan District Nos. 1-10 (collectively, “Districts”) was held via teleconference, on Thursday, June 8, 2023, at 1:00 p.m.

### ATTENDANCE

#### Directors in Attendance:

Tim DePeder, Vice President  
Josh Kane, Treasurer & Assistant Secretary  
Kim Perry, Secretary  
Brad Lenz, Assistant Secretary & Assistant Treasurer

#### Also in Attendance:

Alan Pogue and Deborah Early; Icenogle Seaver Pogue, P.C.  
Jeff Breidenbach; McWhinney  
Shannon McEvoy, Sarah Bromley, Bryan Newby, Kieyesia Conaway,  
Brendan Campbell, Irene Buenavista, Casey Milligan, Nic Ortiz,  
Dillon Gamber, Wendy McFarland, and Christy McCutchen; Pinnacle  
Consulting Group, Inc.

### CALL MEETING TO ORDER

The meeting was called to order at 1:03 p.m. by Ms. Bromley, 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 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

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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.

ELECTION OF OFFICERS

The Board Discussed officer positions. Following review and discussion, upon motion duly made by Director Lenz, seconded by Director DePeder and, upon vote, it was unanimously

**RESOLVED** to appoint each Director to the following position:

Kim Perry	President
Tim DePeder	Vice President
Josh Kane	Treasurer & Secretary
Brad Lenz	Assistant Secretary & Assistant Treasurer

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 public present and no comments received.

DIRECTOR COMMENT

There were no Director Comments to come before the Board.

CONSENT AGENDA

The Boards considered the following consent agenda items:

- A. Approval of March 9, 2023 Regular Meeting Minutes.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.
- D. Unaudited Financial Statements for the period ending March 31, 2023.

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

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

DISTRICT MANAGER  
ITEMS

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

ChargePoint Customer Charging Rates: Mr. Newby presented the ChargePoint Customer Charging Rates to the Boards and answered questions. Following review and discussion, upon motion duly made by Director DePeder, seconded by Director Lenz and, upon vote, it was unanimously

**RESOLVED** to approve the ChargePoint Customer Charging Rates at \$0.49/kWh.

CAPITAL  
INFRASTRUCTURE  
ITEMS

District Capital Infrastructure Report and District Project Manager Update: Mr. Milligan reviewed the District Capital Infrastructure Report and Mr. Breidenbach provided a District Project Manager update to the Boards and answered questions.

Capital Fund Summary and Capital Needs Assessment Review: Mr. Milligan and Mr. Breidenbach reviewed the Capital Fund Summary and the Capital Needs Assessment with the Boards and answered questions.

Bid Summary Memorandum for Millennium East 15<sup>th</sup> Subdivision Phase 2 Public Infrastructure Improvements: Mr. Ortiz presented the Bid Summary Memorandum for Public Infrastructure Improvements and answered questions.

Construction Contract with GLH for Millennium East 15<sup>th</sup> Subdivision Phase 2: Mr. Ortiz presented the Construction Contract with GLH for \$276,491.00 and answered questions. Following review and discussion, and upon motion duly made by Director Lenz, seconded by Director DePeder and, upon vote, it was unanimously

**RESOLVED** to approve the Construction Contract with GLH in an amount of \$276,491.00.

Work Order 2023-01 with MRES for Millennium East 15<sup>th</sup> Subdivision District Project Management Services: Mr. Breidenbach presented Work Order 2023-01 with MRES for District Project Management Services and answered questions. Following review and discussion, upon motion duly made by Director DePeder, seconded by Director Kane and, upon vote, it was unanimously

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**RESOLVED** to approve Work Order 2023-01 with MRES for District Project Management Services in an amount of \$26,918.00.

Project Budget: Mr. Milligan presented the Project Budget to the Board and answered questions. Following review and discussion, upon motion duly made by Director DePeder, seconded by Director Kane and, upon vote, it was unanimously

**RESOLVED** to approve the Project Budget in the amount of \$626,797.00.

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## FINANCIAL ITEMS

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

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## 2023 AMENDED BUDGET HEARING

Director Perry opened the 2023 Amended Budget Hearing for Kinston Metropolitan District Nos. 1 -10. Ms. Bromley reported that notice of the budget hearing was published on June 7, 2023 in the Loveland Reporter-Harold, in accordance with state budget law. There being no public input, the public portion of the budget hearing was closed. Ms. Buenavista reviewed the amended budgets in detail and responded to questions. The budgets for the District by fund are as follows:

District No. 1  
Capital Fund Expenditures: \$9,739,292

Following review and discussion among Board members, upon motion duly made by Director DePeder, seconded by Director Lenz and, upon vote, it was unanimously

**RESOLVED** to approve the Resolutions to Adopt the 2023 amended budgets and appropriate funds for Kinston Metropolitan District Nos. 1 -10 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.

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## FINANCIAL ITEMS CONTINUED

O&M Fees Update and Presentation: Mr. Campbell presented the O&M Fees Update and Presentation to the Boards and answered questions.

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## LEGAL ITEMS

Access and Maintenance Easement Agreement: Mr. Pogue presented the Access and Maintenance Easement Agreement to the Boards and

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answered questions. Following review and discussion, upon motion duly made by Director Kane, seconded by Director Lenz and, upon vote, it was unanimously

**RESOLVED** to approve the Access and Maintenance Easement Agreement.

Richmond Alley Phase 2 Lot Development Agreement: Mr. Pogue presented the Richmond Alley Phase 2 Lot Development to the Boards and answered questions. Following review and discussion, upon motion duly made by Director DePeder, seconded by Director Kane and, upon vote, it was unanimously

**RESOLVED** to ratify the Richmond Alley Phase 2 Lot Development Agreement.

Consent to Supplement to Dispute Resolution Covenant with Centerra East Development, Inc. and Acceptance of Quitclaim Deed Conveyance of Certain Outlots in Millennium East 14<sup>th</sup>, 15<sup>th</sup>, and 16<sup>th</sup> Subdivisions: Mr. Pogue presented the Consent to Supplement to Dispute Resolution Covenant with Centerra East Development, Inc. and Acceptance of Quitclaim Deed Conveyance of Certain Outlots in Millennium East 14<sup>th</sup>, 15<sup>th</sup>, and 16<sup>th</sup>, Subdivisions to the Boards and answered questions. Following review and discussion, upon motion duly made by Director Kane, seconded by Director Lenz and, upon vote, it was unanimously

**RESOLVED** to approve the Consent to Supplement to Dispute Resolution Covenant with Centerra East Development, Inc. and Acceptance of Quitclaim Deed Conveyance of Certain Outlots in Millennium East 14<sup>th</sup>, 15<sup>th</sup>, and 16<sup>th</sup>, Subdivisions.

Resolution approving Parking Rules: Mr. Pogue presented the Resolution approving Parking Rules to the Boards and answered questions. Following review and discussion, and upon motion duly made by Director Lenz, seconded by Director Kane and, upon vote, it was unanimously

**RESOLVED** to approve the Resolution approving Parking Rules.

Resolution Regarding District Facilities, and in connection therewith, Rules for Use of Park Facilities, Application for First Amendment Demonstration Permit, and Event License Agreement: Mr. Pogue presented the resolution regarding District Facilities, and in connection therewith, Rules for Use of Park Facilities, Application for First

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Amendment Demonstration Permit, and Event License Agreement to the Boards and answered questions. Following review and discussion, upon motion duly made by Director DePeder, seconded by Director Kane and, upon vote, it was unanimously

**RESOLVED** to approve the resolution regarding District Facilities, and in connection therewith, Rules for Use of Park Facilities, Application for First Amendment Demonstration Permit, and Event License Agreement.

ITEMS FROM  
DIRECTORS

Mr. Lenz provided the Boards with a Developer Update.

OTHER  
MATTERS

There were no other matters brought before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 2:28 p.m.

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

Respectfully Submitted,

Kieyesia Conaway  
Kieyesia Conaway, Secretary for the Meeting