

# RECORD OF PROCEEDINGS

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

HELD  
March 9, 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, March 9, 2023, at 1:00 p.m.

### ATTENDANCE

#### Directors in Attendance:

Abby Kirkbride, President  
Josh Kane, Treasurer & Assistant Secretary  
Kim Perry, Secretary  
Brad Lenz, Assistant Secretary & Assistant Treasurer

#### Directors Absent but Excused:

Tim DePeder, Vice President

#### Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.  
Samantha Romero, Lindsey Mercier, and Jeff Breidenbach;  
McWhinney  
Sarah Bromley, Bryan Newby, Nicole Wing, Brendan Campbell, Irene Buenavista, Casey Milligan, Dillon Gamber, Wendy McFarland, Christy McCutchen, and Shadrack Too; Pinnacle Consulting Group, Inc.

### CALL MEETING TO ORDER

The meeting was called to order at 1:02 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.

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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 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.

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APPROVAL OF  
AGENDA

The Boards reviewed the agenda. Upon motion duly made by Director Kane, seconded by Director Perry and, upon vote, it was unanimously

**RESOLVED** to approve the agenda, as presented.

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PUBLIC COMMENT

There were no public present and no comments received.

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CONSENT AGENDA

The Boards considered the following consent agenda items:

- A. Approval of December 5, 2022, Special Board Meeting Minutes and December 8, 2022, Regular Meeting Minutes.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.
- D. Unaudited Financial Statements for the period ending December 31, 2022.

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

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

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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.

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

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## FINANCIAL ITEMS

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

2022 Audit Exemptions for District Nos. 2-4 and District Nos. 6-10: Ms. Buenavista presented the 2022 Audit Exemptions for District Nos. 2-4 and District Nos. 6-10 to the Boards and answered questions. Upon motion duly made by Director Kane, seconded by Director Kirkbride, and upon vote, it was unanimously

**RESOLVED** to approve the 2022 Audit Exemptions for District Nos. 2-4 and District Nos. 6-10, as presented.

O&M Fees Update: Mr. Campbell provided an update on District O&M Fees to the Boards and answered questions.

Bond Update: Mr. Campbell provided a Bond Update to the Boards and answered questions.

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## LEGAL ITEMS

There were no Legal Items brought before the Boards.

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## DISTRICT MANAGER ITEMS

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

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## ITEMS FROM DIRECTORS

There were no Items from Directors brought before the Boards.

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## OTHER MATTERS

There were no other matters brought before the Boards.

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## ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 1:56 p.m.

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

Respectfully Submitted,

  
For Nicole Wing, Secretary for the Meeting