

# RECORD OF PROCEEDINGS

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

HELD  
November 10, 2022

The Boards of Directors of Kinston Metropolitan District Nos. 1-10 held a coordinated regular meeting, open to the public, via MS Teams, at 12:00 p.m., Thursday, November 10, 2022.

### ATTENDANCE

#### Directors in Attendance:

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

#### Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.  
Christina Rotella, Samantha Romero, Lindsey Mercier, and Jeff Breidenbach; McWhinney  
Brendan Campbell, Jason Woolard, Irene Buenavista, Casey Milligan, Dillon Gamber, Stanley Holder, Sarah Bromley, and Bryan Newby; Pinnacle Consulting Group, Inc.

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### CALL MEETING TO ORDER

The meeting was called to order at 12:04 p.m. by Ms. Bromley, noting that a quorum was present. The Directors in attendance confirmed their qualifications to serve.

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### 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 all Board Members are 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

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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. Ms. Bromley proposed amending the agenda to include Presentation of Bid Summary Memorandum for Traffic Signal Improvements and Approval of Construction with Sturgeon Electric in the amount of \$1,230,040 under agenda item III D. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

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

PUBLIC COMMENT

There were no members of the public present.

CONSENT AGENDA  
ITEMS

The Boards considered the following consent agenda items:

- A. Approval of October 13, 2022, Special Board Meeting Minutes.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.

Upon motion duly made by Director Lenz, seconded by Director Kane 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 and Mr. Breidenbach presented the District Project Manager update with the Boards and answered questions.

Capital Fund Summary: Mr. Milligan reviewed the Capital Fund Summary with the Boards and answered questions. Director DePeder requested a Capital Needs Assessment summary for future Board meetings.

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Traffic Signals Bid Summary: Mr. Milligan and Mr. Breidenbach presented the Kinston Traffic Signals bid summary memorandum and answered questions. Upon review the Boards moved to table the award of a contract until a future Meeting.

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## FINANCIAL ITEMS

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

2023 Budget Review: Ms. Buenavista reviewed the 2023 budget with the Boards and answered questions.

MRES for Financial Services related to Bond Issues: The Boards decided to table this subject until a future Meeting.

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## LEGAL ITEMS

There were no legal matters brought before the Boards.

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## DISTRICT MANAGER ITEMS

Manager's Report: Ms. Bromley presented the Manager's Report to the Boards and answered questions. Mr. Gamber reviewed Operations and Maintenance updates with the Boards and answered questions.

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## ITEMS FROM DIRECTORS

There were no items from Directors.

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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 and upon motion and second, the meeting was adjourned at 12:48 p.m.

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

Respectfully Submitted,

*Bryan Newby*

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Bryan Newby, Secretary for the Meeting