

RECORD OF PROCEEDINGS

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

HELD
July 8, 2021

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, July 8, 2021.

Due to the State of Emergency declared by Governor Polis and 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)

David Crowder, President
Tim DePeder, Vice President
Josh Kane, Treasurer
Kim Perry, Secretary

Directors Absent but Excused:

Courtney Parmelee, Asst. Secretary/Asst. Treasurer

Also in Attendance: (via teleconference)

Alan Pogue; Icenogle Seaver Pogue, P.C.
Kim Newcomer; Slate Communications
Jeff Breidenbach and Voneen Macklin; McWhinney
Ryan Abbott, Andrew Kunkel, Irene McCaffrey, Casey Milligan, and
Elaina Cobb; Pinnacle Consulting Group, Inc.

CALL MEETING TO ORDER

The meeting was called to order at 12:01 p.m. by Director Crowder, President and Chairperson of the Boards, 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.

RECORD OF PROCEEDINGS

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 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 Kane and, upon vote, it was unanimously

RESOLVED to approve the agenda, as presented.

PUBLIC RELATIONS
UPDATE

Ms. Newcomer presented the Public Relations Update to the Boards and answered questions. Ms. Newcomer also shared that Slate Communications is still working on the newly created Kinston website and noted an anticipated launch date in late July.

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—June 10, 2021 Regular Meeting.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.

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

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

RECORD OF PROCEEDINGS

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. 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.

Amended Kinston General Capital Budget: Mr. Milligan reviewed and requested approval of amending the Kinston General Capital Budget. Upon motion duly made by Director Kane, seconded by Director Perry and, upon vote, it was unanimously

RESOLVED to approve an amended Kinston General Capital Budget of \$150,000.00.

Kinston Phase 1 Public Landscape Improvements: Mr. Milligan reviewed the Bid Summary Memorandum and requested approval of Construction Contracts with Bath, Inc., Waterwise Land and Waterscapes, Rock & Company, and DaVinci Signs for Kinston Phase 1 Public Landscape Improvements. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

RESOLVED to approve Construction Contracts with Bath, Inc in an amount of \$1,798,767.43, Waterwise Land and Waterscapes in an amount of \$228,359.79, Rock & Company in an amount of \$588,300.00, and DaVinci signs in an amount of \$493,218.62 for Kinston Phase 1 Public Landscape Improvements.

Change Order 1 to Work Order 2020-03 with McWhinney Real Estate Services for District Project Management Services.: Mr. Breidenbach presented and requested approval of Change Order 1 to Work Order 2020-03 with McWhinney Real Estate Services for District Project Management Services. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

RESOLVED to approve Change Order 1 to Work Order 2020-03 with McWhinney Real Estate Services for District Project Management Services in an amount of \$116,620.00 subject to a landscape project manager recommendation being presented at the next board meeting or an update on the status of the landscape project manager proposal requests.

RECORD OF PROCEEDINGS

FINANCIAL ITEMS Finance Manger's Report: Ms. McCaffrey presented the Finance Manger's Report and answered questions.

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

OTHER ITEMS Director Crowder requested the Capital Fund Summary reflect the cost sharing IGA with Centerra for infrastructure serving both districts.

ADJOURNMENT There being no further business to come before the Boards and upon motion and second, the meeting was adjourned at 12:39 p.m.

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

Respectfully Submitted,



Elaina Cobb, Secretary for the Meeting