

RECORD OF PROCEEDINGS

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

HELD
March 11, 2024

The Special Meeting of Kinston Metropolitan District Nos. 1-10 was held via MS Teams and Teleconference on Monday, March 11, 2024, at 10:30 a.m.

ATTENDANCE

Directors in Attendance:

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

Directors Absent, but Excused:

Wendy Messinger, Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Bryan Newby, Sarah Bromley, Irene Buenavista, Nic Ortiz, and Casey Milligan; Pinnacle Consulting Group, Inc.
Jeff Breidenbach, Mike McBride, and Samantha Cran; McWhinney.

ADMINISTRATIVE ITEMS

Call to Order: The Special 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 10:32 a.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. Additionally, the Boards determined that the participation of the members

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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 with an amendment to remove item II C from the Agenda and to add item V A to the agenda, “Consideration and Approval of First Amendment to Sidewalk Snow Removal Policy.” Following review and discussion, upon a motion duly made by Director Lenz, seconded by Director DePeder, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as amended to remove item II C from the Agenda and to add item V A to the agenda, “Consideration and Approval of First Amendment to Sidewalk Snow Removal Policy.”

Public Comment: There were no Public Comments received.

Director Comment: There were no Director Comments received.

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

- A. Approval of Minutes – February 8, 2024, Regular Meeting.
 - B. Payment of Claims.
 - C. Contract Modifications.
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DISTRICT MANAGER ITEMS

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

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

Master Service Agreement and WO 2024-01 with Traceair Technologies Inc, for Drone Mapping Services in the amount of \$25,494.00: Mr. Ortiz and Mr. Breidenbach presented the Master Service Agreement and WO 2024-01 with Traceair Technologies Inc, for Drone Mapping Services in the amount of \$25,494.00 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 Master Service Agreement and WO 2024-01 with Traceair Technologies Inc, for Drone Mapping Services in the amount of \$25,494.00.

Amended Project Budget to the amount of \$135,460.00: Mr. Breidenbach presented the Amended Project Budget in the amount of \$135,460.00 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 Amended Project Budget in the amount of \$135,460.00.

LEGAL ITEMS

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

RESOLVED to approve the First Amendment to Sidewalk Snow Removal Policy.

FINANCIAL
ITEMS

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

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DIRECTOR
ITEMS

Director Kane requested that PCGI staff ensure that a Capital Needs Assessment is included in each Board Packet moving forward.

OTHER
MATTERS

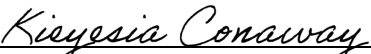
There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, upon motion duly made by Director Perry, the meeting was adjourned at 11:00 a.m.

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

Respectfully submitted,



For Jenna Pettit, Recording Secretary for the Meeting