

RECORD OF PROCEEDINGS

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

HELD
June 13, 2024

The Regular Meeting of Kinston Metropolitan District Nos. 1-10 was held via MS Teams and Teleconference on Thursday, June 13, 2024, at 1:00 p.m.

ATTENDANCE

Directors in Attendance:

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

Directors Absent, but Excused:

Josh Kane, Treasurer & Secretary
Wendy Messinger, Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Sarah Bromley, Bryan Newby, Kieyesia Conaway, Christy McCutchen,
Irene Buenavista, Wendy McFarland, Nic Ortiz, and Casey Milligan;
Pinnacle Consulting Group, Inc.
Jeff Breidenbach and Kristy Kissinger; McWhinney.

ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Director Perry noted that a quorum was present, with three out of five Directors in attendance. The Regular 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 1:02 p.m.

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.

Director Qualifications/Disclosure of Potential Conflicts of Interest: 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

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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 considered the approval of the agenda. 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 agenda, as presented.

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 – March 11, 2024, Special Meeting.
- B. Payment of Claims.
- C. Contract Modifications.
- D. Financial Statements for the Period Ending March 31, 2024.
- E. Website Accessibility Resolution.

DISTRICT MANAGER ITEMS

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

Streamline Platform – Subscription Agreement: Mr. Newby presented the Streamline Platform – Subscription Agreement to the Board and answered questions. Following review and discussion, upon a motion duly made by

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Director DePeder, seconded by Director Lenz, and upon vote, unanimously carried, it was

RESOLVED to ratify the Streamline Platform – Subscription Agreement, as presented.

Engage with Altitude Law for District Collections: Mr. Pogue and Mr. Newby discussed engagement with Altitude Law for District Collections with 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 engagement with Altitude Law for District Collections, subject to finalizing the fee structure with Mr. Newby, Mr. Pogue, and Director Perry.

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

Kinston Residential Phase 1 (CFS #2) Amended Project Budget: Mr. Ortiz and Mr. Breidenbach presented the Kinston Residential Phase 1 (CFS#2) Amended Project Budget 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 amend the Kinston Residential Phase 1 (CFS #2) Project Budget to \$20,235,358.00.

Kinston Millennium East 15th Subdivision (CFS #3) Master Service Agreement and WO 2024-01 with Northstar Concrete Inc., For Concrete Flatwork Services: Mr. Ortiz and Mr. Breidenbach presented the Kinston Millennium East 15th Subdivision (CFS #3) Master Service Agreement and WO 2024-01 with Northstar Concrete Inc., For Concrete Flatwork Services to the Boards and answered questions. 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 Kinston Millennium East 15th Subdivision (CFS #3) Master Service Agreement and WO 2024-01 with

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Northstar Concrete Inc., For Concrete Flatwork Services, in the amount of \$107,863.50.

Landscape Consulting Services: Mr. Milligan discussed with the Boards the Landscape Consulting Services with High Plains Environmental Center and answered questions.

LEGAL ITEMS

Second Amendment to Maintenance Cost Sharing Agreement: Mr. Pogue presented the Second Amendment to Maintenance Cost Sharing Agreement 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 Second Amendment to Maintenance Cost Sharing Agreement, as presented.

Amended and Restated Sidewalk Snow Removal and Maintenance Policy: Mr. Pogue presented the Amended and Restated Sidewalk Snow Removal and Maintenance 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 Amended and Restated Sidewalk Snow Removal and Maintenance Policy, as presented.

Administrative Fees: Mr. Pogue discussed the Administrative Fees with the Board and answered questions.

FINANCIAL ITEMS

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

2023 Audit Exemptions for District Nos. 2-4 and District Nos. 6-10: Ms. McFarland presented the 2023 Audit Exemptions for District Nos. 2-4 and District Nos. 6-10 to the Boards and answered questions. 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 ratify the 2023 Audit Exemptions for District Nos. 2-4 and District Nos. 6-10, as presented.

DIRECTOR ITEMS

There were no Director Items to come before the Boards.

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OTHER
MATTERS

There were no Other Matters to come before the Boards.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 1:57 p.m.

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

Respectfully submitted,

Kieyesia Conaway
Kieyesia Conaway, Recording Secretary for the Meeting