

# RECORD OF PROCEEDINGS

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## MINUTES OF THE COORDINATED SPECIAL MEETING OF

CENTERRA METROPOLITAN DISTRICT NO. 1  
CENTERRA METROPOLITAN DISTRICT NO. 2  
CENTERRA METROPOLITAN DISTRICT NO. 3  
CENTERRA METROPOLITAN DISTRICT NO. 4  
CENTERRA METROPOLITAN DISTRICT NO. 5

HELD  
March 14, 2013

The Boards of Directors of the Centerra Metropolitan District No. 1, Centerra Metropolitan District No. 2, Centerra Metropolitan District No. 3, Centerra Metropolitan District No. 4, and Centerra Metropolitan District No. 5 held a coordinated special meeting, open to the public, at the office of McWhinney, 2725 Rocky Mountain Avenue, Loveland, Colorado 80538, at noon, Thursday, March 14, 2013. Notice of the meeting has been duly posted with the Larimer County Clerk and Recorder and posted in three public places within the boundaries of each District.

ATTENDANCE:

Directors in Attendance:

Kim Perry, President  
Jay Hardy, Vice President & Assistant Secretary  
Julie Den Herder, Assistant Secretary/Treasurer  
Josh Kane, Treasurer & Assistant Secretary  
Tom Hall, Secretary

Also in Attendance:

Alan Pogue, Icenogle, Seaver & Pogue  
Jim Niemczyk, McWhinney  
Brendan Campbell, Pinnacle Consulting Group, Inc.  
Carla Hawkins, Pinnacle Consulting Group, Inc.  
Jason Woolard, Pinnacle Consulting Group, Inc.  
Shana L. Allen, Pinnacle Consulting Group, Inc.  
Ralph Trenary, Loveland City Council Member

CALL TO  
ORDER

The meeting was called to order at 12:06 p.m. by Director Perry, President, 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 Centerra Metropolitan District No. 1, with concurrence by the Centerra Metropolitan Districts Nos. 2, 3, 4, and 5.

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## CONFLICT OF INTEREST DISCLOSURE

Mr. Pogue, legal counsel, noted 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 District. 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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## AGENDA

The Boards reviewed the agenda. Upon motion duly made by Director Den Herder and seconded by Director Hall it was unanimously

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

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## APPROVAL OF MINUTES

The minutes of the January 17, 2013 regular meeting were presented. Upon motion duly made by Director Den Herder and seconded by Director Hall it was unanimously

**RESOLVED** to approve the January 17, 2013 minutes as amended.

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## ITEMS FROM PROJECT MANAGER

I25 & 34 Median Irrigation & Concrete Repair: Mr. Niemczyk noted that the work has begun on I-25 Highway 34 median irrigation and warranty concrete repair work.

Traffic Analysis: Mr. Niemczyk requested the Boards consider approval of the Boyd Lake Avenue traffic study with Permontes Group. Upon motion duly made by Director Den Herder and seconded by Director Kane it was unanimously

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**RESOLVED** to approve the professional service agreement subject to Mr. Pogue's final review, in the amount not to exceed \$15,000.

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ITEMS FROM THE  
FINANCE DIRECTOR

Financial Report and Approval of Payables:

Mr. Campbell presented for ratification the February Schedule of Payables through February 28, 2013 in the amount of \$121,813.07; including checks 5077 through 5098.

Mr. Campbell presented for approval the March Schedule of Payables through March 31, 2013 in the amount of \$114,670.81 including checks 5099 through 5118. Upon motion duly made by Director Kane and seconded by Director Hardy it was unanimously

**RESOLVED** to ratify the February Schedule of Payables and approve the March Schedule of Payables, per the amounts and check numbers noted above.

Mr. Campbell presented the Cash Position Statement as of March 12, 2013, and the Financial Report as of December 31, 2012.

Mr. Campbell presented for the Board's approval the 2012 Audit Exemption's for District Nos. 2-5. Upon motion duly made by Director Den Herder and seconded by Director Kane it was unanimously

**RESOLVED** to approve the 2012 Audit Exemptions for District Nos. 2-5.

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ITEMS FROM  
DISTRICT MANAGER

Consider Approval of Chapungu Park Sculpture Plaque Replacements and Sculpture Appraisal: Ms. Hawkins presented for the Board's approval the appraisal and plaque replacement on the Chapungu Park sculptures. The last appraisal was performed in 2009 with a valuation of \$3.27 million. Upon motion duly made by Director Kane and seconded by Director Den Herder it was

**RESOLVED** to approve the appraisal of the Chapungu Park Sculptures in the amount of \$2,500, by a three to two vote, with Directors Hardy and Hall opposed.

Upon motion duly made by Director Hall and seconded by Director Hardy it was

**RESOLVED** to approve the plaque replacement in the amount of \$2,500 with DaVinci Signs.

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2013 Maintenance Team: Ms. Hawkins presented the 2013 maintenance organizational chart.

2013 MAINTENANCE  
SERVICE  
AGREEMENTS FOR  
DISTRICT NO. 1:

HPEC Landscaping Maintenance Addendum

Mr. Woolard presented for approval the 2013 HPEC Landscaping Maintenance Addendum. He noted that the costs have decreased for 2013. Upon motion duly made by Director Kane and seconded by Director Den Herder, it was unanimously

**RESOLVED** to approve the 2013 HPEC Landscape Maintenance Addendum.

ValleyCrest Landscaping Maintenance Contract

Mr. Woolard presented for approval the 2013 Valley Crest Landscaping Maintenance Contract. Upon motion duly made by Director Kane and seconded by Director Den Herder, it was unanimously

**RESOLVED** to approve the 2013 ValleyCrest Maintenance Contract.

Chapungu Park Maintenance Addendum

Mr. Woolard presented the 2013 MRES Chapungu Park Maintenance Addendum for approval. Upon motion duly made by Director Kane and seconded by Director Den Herder, it was unanimously

**RESOLVED** to approve the 2013 Chapungu Park Maintenance Addendum with MRES.

DaVinci Sign Agreement

Mr. Woolard presented for approval the DaVinci Sign Agreement for ratification. Upon motion duly made by Director Kane and seconded by Director Den Herder, it was unanimously

**RESOLVED** to ratify the DaVinci Sign Agreement.

OLM, Inc. Service Addendum

Mr. Woolard presented for approval the OLM, Inc. Service Addendum, noting that the 2013 costs have decreased. Upon motion duly made by Director Kane and seconded by Director Den Herder, it was unanimously

**RESOLVED** to approve the OLM, Inc. Service Addendum.

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### Ambient H2O Service Agreement

Mr. Woolard presented for approval the Ambient H2O Service Agreement for approval. This is a new service agreement for preventative maintenance for the ejector pump that services the Kennedy & Coe building. Upon motion duly made by Director Kane and seconded by Director Den Herder, it was unanimously

**RESOLVED** to approve the Ambient H2O Service Agreement.

### Front Range Reflective Service Addendum

Mr. Woolard presented for approval the Front Range Reflective Service Addendum for approval. Upon motion duly made by Director Kane and seconded by Director Den Herder, it was unanimously

**RESOLVED** to approve the Front Range Reflective Service Addendum.

Mr. Woolard noted that the hardscape and stormwater maintenance contracts are under review.

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### ITEMS FROM LEGAL COUNSEL

Legislative Update: Mr. Pogue updated the Boards on the status of the so called “quick-pay” legislation for capital projects contractor payments, noting that it has been postponed indefinitely.

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### BOARD MEMBER COMMENTS

Director Perry updated the Boards on the Visual Arts Committee I25/Hwy 34 Art installation. The committee is overseeing the art selection which will take place in May courtesy of a \$200,000 grant. The piece will be owned by the City of Loveland.

Director Perry also updated the Boards on the Thompson School District’s request for proposal for the school design RFP. The School Board approved the architectural firm of RB + B Architects.

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### PUBLIC COMMENTS

Mr. Trenary addressed the Boards and expressed his appreciation for their service and professionalism. He stated Centerra is a well-run organization. He is continually impressed with the variety and diversity of economic activity within Centerra. Mr. Trenary noted that the City of Fort Collins has already enacted water restrictions and Loveland is scheduled to look at their water situation in 5 weeks.

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## ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 12:52 p.m.

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

Respectfully Submitted,



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Shana L. Allen, Secretary for the Meeting