

# RECORD OF PROCEEDINGS

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## MINUTES OF THE COORDINATED REGULAR MEETING OF CENTERRA METROPOLITAN DISTRICT NOS. 1-5

HELD  
May 20, 2021

The Boards of Directors of Centerra Metropolitan District Nos. 1-5 held a coordinated regular meeting, open to the public, via MS Teams at 12:00 p.m., Thursday, May 20, 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)

Kim Perry, President  
David Spaeth, Vice President  
Courtney Parmelee, Secretary  
Josh Kane, Treasurer & Assistant Secretary  
David Crowder, Assistant Secretary & Assistant Treasurer

#### Also in Attendance: (Via Teleconference)

Alan Pogue; Icenogle Seaver Pogue, P.C.  
Alan Krcmarik and Beverly Walker; City of Loveland  
Cindy Mackin; Visit Loveland  
Kim Newcomer; Slate Communications  
Jeff Breidenbach, Bruce Gouker, Jim Niemczyk, Tim DePeder, Carol Kauffman, and Celeste Smith; McWhinney  
Ryan Abbott, Elaina Cobb, Brendan Campbell, Irene McCaffrey, Casey Milligan, and Andrew Kunkel; Pinnacle Consulting Group, Inc.

### CALL MEETING TO ORDER

The meeting was called to order at 12:02 p.m. by Director Perry, 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 Centerra Metropolitan District No. 1, with concurrence by the Centerra Metropolitan Districts Nos. 2, 3, 4, and 5.

### 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

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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 considered the agenda. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

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

WINTER  
WONDERLIGHTS  
UPDATE

Ms. Mackin presented the Winter Wonderlights Update to the Boards, providing review of various events that have taken place within the District.

DISCUSSION OF  
CAMPING ON  
METRO DISTRICT  
PROPERTY

Mr. Gouker brought to the attention of the Boards an ongoing issue of camping and panhandling on Metro District Property and answered questions about what is being done to remedy the issues.

PUBLIC RELATIONS  
UPDATE

Ms. Newcomer presented the Public Relations Update to the Boards, providing updates concerning the District Fact Sheets and website.

PUBLIC COMMENT

There were no comments made by members of the public.

CONSENT AGENDA  
ITEMS

The Boards considered the following items on the consent agenda:

- A. Approval of Minutes – March 18, 2021 Regular Meeting Minutes.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.
- D. Financial Statements as of March 31, 2021.

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

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

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### 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 updated the Boards on current projects being constructed in the District and answered questions.

Capital Fund Summary and Capital Needs Assessment: Mr. Milligan reviewed the Capital Fund Summary and Capital Needs Assessment with the Boards and answered questions.

Savanna 5<sup>th</sup> Subdivision (CFS #10): Mr. Breidenbach requested approval of Change Order 1 to Work Order 2019-14 with McWhinney Real Estate Services for District Project Management Services. Upon motion duly made by Director Parmelee, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve Change Order 1 to Work Order 2019-14 with McWhinney Real Estate Services for District Project Management Services in an amount of \$82,124.00.

Boyd Lake Avenue and Kendall Parkway Landscaping: Mr. Milligan reviewed the Bid Analysis Memorandum for Boyd Lake Avenue and Kendall Parkway Landscaping and answered questions.

Construction Contract with Waterwise Land & Waterscapes for Public Landscape Improvements: Mr. Milligan presented a Construction Contract with Waterwise Land & Waterscapes for public landscape improvements. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve a Construction Contract with Waterwise Land & Waterscapes for public landscape improvements in an amount of \$859,540.53.

Work Order 2021-03 with McWhinney Real Estate Services for District Project Management Services: Mr. Breidenbach presented Work Order 2021-03 with McWhinney Real Estate Services for District Project Management Services. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve Work Order 2021-03 with McWhinney Real Estate Services for District Project Management Services in an amount of \$35,923.00.

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Project Budget for Boyd Lake Avenue and Kendall Parkway Landscaping: Mr. Milligan presented the project budget for Boyd Lake Avenue and Kendall Parkway Landscaping. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve the project budget for Boyd Lake Avenue and Kendall Parkway Landscaping in an amount of \$1,338,137.00.

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### FINANCIAL ITEMS

Finance Manager's Report: Mr. Campbell provided the Finance Manager's Update to the Boards and answered questions.

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### LEGAL ITEMS

Access Easement Agreement with DOCAR, LLC.: Mr. Pogue presented and requested ratification of the Access Easement Agreement with DOCAR, LLC. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to ratify the Access Easement Agreement with DOCAR, LLC.

License Agreement with Nutrien for Air Show Parking: Mr. Pogue discussed with the Boards a license agreement with Nutrien for Air Show Parking and answered questions.

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### DISTRICT MANAGER ITEMS

WaterWise Update: Mr. Abbott updated the Boards on the WaterWise program.

Manager's Report: Mr. Abbott presented the Manager's Report to the Boards and answered questions. Mr. Abbott noted the districts budget for snow removal has been exceeded but will be offset by funds obtained through safety grants received from the Colorado Special Districts Property and Liability Pool.

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EXECUTIVE SESSION Executive session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purposes of receiving legal advice related to pending legislation and pending litigation.

Mr. Pogue advised the Boards that it was permitted, upon compliance with requisite statutory procedures under the Colorado Open Meetings Law, for the Boards to convene an executive session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purposes of receiving legal advice related to pending legislation and pending litigation. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, unanimously

**RESOLVED** to convene an Executive Session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purposes of receiving legal advice related to pending legislation and pending litigation.

It is the 20<sup>th</sup> day of May 2021 and the time is 1:23 p.m. For the record, I, Kim Perry, am the presiding officer. The session is subject to the attorney-client privilege and therefore, pursuant to the Open Meetings Law, is not being recorded. Also present at this Executive Session are: Directors Josh Kane, Courtney Parmelee, David Crowder and David Spaeth; Legal Counsel, Alan Pogue; District Manager, Ryan Abbott; and Accountant, Brendan Campbell; Pinnacle Consulting Group.

This is an Executive Session for the following purpose: receiving legal advice on pending legislation, pending litigation and a proposed amendment to the Public Improvement Covenant Fee.

The Executive Session was adjourned at 1:57 p.m. All participants were in the Executive Session at adjournment.

No decisions or actions were taken in the Executive Session.

For the record, if any person participating in the Executive Session believes any substantial discussion of any matters not included in the motion to go into Executive Session occurred during the Executive Session, or any improper action occurred during the Executive Session in violation of the Colorado Open Meetings Law, I ask you state your concerns for the record.

No objections were stated.

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LEGAL ITEMS  
CONTINUED

Second Amendment to Centerra Public Improvement Fee Covenant: Mr. Pogue presented the Second Amendment to Centerra Public Improvement Fee Covenant. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve a Second Amendment to Centerra Public Improvement Fee Covenant.

Second Amendment to Centerra Public Improvement Fee Covenant as a Landowner of Encumbered Property: Mr. Pogue presented the Second Amendment to Centerra Public Improvement Fee Covenant as a Landowner of Encumbered Property. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve a Second Amendment to Centerra Public Improvement Fee Covenant as a Landowner of Encumbered Property.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 1:58 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