

# RECORD OF PROCEEDINGS

---

---

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

HELD  
January 21, 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, January 21, 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 (left at 12:54 pm)

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; City of Loveland

Kim Newcomer; Slate Communications

Jeff Breidenbach, Tim DePeder, Jim Niemczyk; Amanda Dwight, and

Voneen Macklin; McWhinney

Peggy Doswell, Ryan Abbott, Shannon McEvoy, Brendan Campbell, 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 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

# RECORD OF PROCEEDINGS

---

---

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 Parmelee and, upon vote, it was unanimously

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

PUBLIC COMMENT

There were no comments made by members of the public.

CONSENT AGENDA  
ITEMS

The Boards considered the following consent agenda items:

- A. Approval of Minutes – November 12, 2020 Special Meeting Minutes.
- B. Ratification of Payables.
- C. Capital Fund Summary.
- D. Ratification of Contract Modification Report.
- E. Financial Statements as of November 30, 2020.

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

**RESOLVED** to ratify and approve the items above, as amended to move item II. C. Capital Fund Summary to item III. A. under Capital Infrastructure Items.

CAPITAL  
INFRASTRUCTURE  
ITEMS

Capital Fund Summary: Mr. Milligan presented the Capital Fund Summary to the Boards and answered questions. Mr. Milligan noted moving forward the Capital Fund Summary would no longer be part of the Consent Agenda but will be presented and reviewed under Capital Infrastructure Items.

District Capital Infrastructure Report: Mr. Milligan presented the Capital Infrastructure Report and answered questions.

# RECORD OF PROCEEDINGS

---

---

District Project Manager Update: Mr. Breidenbach provided an overview of ongoing District projects and answered questions.

Myer's Group 5<sup>th</sup> Subdivision: Mr. Milligan reviewed the Bid Summary Memorandum and requested approval of a Construction Contract with Landtech Contractors, Inc. for Myer's Group 5<sup>th</sup> Subdivision Public Landscape Improvements. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve the Construction Contract with Landtech Contractors, Inc. for Myer's Group 5<sup>th</sup> Subdivision Public Landscape Improvements in an amount of \$146,401.01 subject to Landtech Contractors, Inc agreeing to hold unit pricing through June 30<sup>th</sup>, 2021.

Boyd Lake Avenue South: Mr. Milligan presented and requested approval of a Construction Contract with GE Construction, Inc for Irrigation and Utility Sleeving. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

**RESOLVED** to approve the Construction Contract with GE Construction, Inc. for Irrigation and Utility Sleeving in the amount of \$24,858,00.

Centerra Parcel 301: Mr. Milligan reviewed the Bid Summary Memorandum and requested approval of a Construction Contract with Roberts Excavation Corporation for Public Infrastructure Improvements. Upon motion duly made by Director Crowder, seconded by Director Kane and, upon vote, it was unanimously

**RESOLVED** to approve the Construction Contract with Roberts Excavation Corporation for Public Infrastructure Improvements in an amount of \$1,226,526.00 subject to Roberts Excavation Corporation agreeing to hold unit pricing through June 30<sup>th</sup>, 2021.

---

## FINANCIAL ITEMS

Finance Manager's Report: Mr. Campbell gave an update regarding the financial position of the Districts and answered questions.

---

## LEGAL ITEMS

Hydrozone Agreement with the City of Loveland for Board Lake Avenue and Kendall Parkway Phase 3 dated December 4, 2020: Mr. Pogue presented a Hydrozone Agreement with the City of Loveland for Board Lake Avenue and Kendall Parkway Phase 3 dated December 4, 2020. Upon motion duly made by Director Kane, seconded by Director Crowder and, upon vote, it was unanimously

# RECORD OF PROCEEDINGS

---

---

**RESOLVED** to ratify a Hydrozone Agreement with the City of Loveland for Board Lake Avenue and Kendall Parkway Phase 3 dated December 4, 2020.

Public Hearing to Consider Petition to Exclude Real Property from the Boundaries of Centerra Metropolitan District Nos. 2 and 4, Filed by Rocky Mountain Village II, LLLP, and Consider Resolution Approving Same: Directory Perry opened the Public Hearing to Consider the Petition to Exclude Real Property from the Boundaries of Centerra Metropolitan District Nos. 2 and 4, Filed by Rocky Mountain Village II, LLLP, and Consider Resolution Approving the Same. Mr. Krcmarik inquired if this was part of the Flex URA. Mr. Pogue advised it was not. There being no further public input, the public portion of the hearing closed. Upon motion duly made by Director Crowder, seconded by Director Kane and, upon vote, it was unanimously

**RESOLVED** to approve the Petition to Exclude Real Property from the Boundaries of Centerra Metropolitan District Nos. 2 and 4, filed by Rocky Mountain Village II, LLLP, and to hold the Board Resolution until closing and with conditions provided by Mr. Pogue.

---

DISTRICT MANAGER  
ITEMS

WaterWise Update: Mr. Abbott updated the Boards on the WaterWise program. Director Perry requested a check-in report as of the end of January on what we are seeing. Director Perry also requested the District Manager to communicate with Kim Newcomer on the Waterwise Program to increase public awareness of this project.

Public Relations Update: Ms. Newcomer updated the Boards and discussed the preparation of updated infographics with 2020 year-end data. Ms. Newcomer also noted she is continuing work on keeping the District Website updated.

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

---

ITEMS FROM  
DIRECTORS

Director Perry requested the Public Relations Update be moved to the beginning of the of the Agenda. Mr. Abbott noted he would communicate with Ms. Newcomer on options and what would work best for her.

---

OTHER MATTERS

Moving forward and until further notice Director Crowder requested to have Executive Sessions to discuss changes to the Master Financing Agreement.

---

ADJOURNMENT

There being no further business to come before the Boards and upon motion and second, the meeting was adjourned at 1:51 p.m.

# RECORD OF PROCEEDINGS

---

---

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

Respectfully Submitted,



Elaina Cobb, Secretary for the Meeting