

# RECORD OF PROCEEDINGS

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

HELD  
January 18, 2024

The Regular Meeting of Centerra Metropolitan District Nos. 1-5 was held via MS Teams on Thursday, January 18, 2024, at 1:00 p.m.

### ATTENDANCE

#### Directors in Attendance:

Kim Perry, President & Chairperson  
David Spaeth, Vice President  
Josh Kane, Treasurer & Secretary  
Wendy Messinger, Asst. Secretary  
Tim DePeder, Asst. Secretary

#### Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.  
Sarah Bromley, Bryan Newby, Jenna Pettit, Irene Buenavista, Dillon Gamber, and Casey Milligan; Pinnacle Consulting Group, Inc.  
Jim Niemczyk, Jeff Breidenbach, Mike McBride, Amanda Dwight, and Christina Rotella; McWhinney.

### ADMINISTRATIVE ITEMS

Call to Order: The Regular Meeting of the Boards of Directors (collectively, the “Boards”) of the Centerra Metropolitan District Nos. 1-5 (collectively, the “District”) was called to order by Director Perry at 1:02 p.m.

Coordinated Meetings: The Boards determined to hold joint meetings of the Districts and to prepare joint minutes of actions taken by the Districts 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 Centerra Metropolitan District No. 1, with concurrence by the Boards of Directors of Centerra Metropolitan District Nos. 2, 3, 4, and 5.

Declaration of Quorum/Director Qualifications/Disclosure of Potential Conflicts of Interest: Director Perry noted that a quorum was present, with five out of five Directors in attendance. All Board Members confirmed their qualifications to serve on the Boards. Mr. 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 McWhinney Real Estate Services, Inc., which is associated with the primary

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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 with 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 Messinger, seconded by Director DePeder, 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.

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## CONSENT AGENDA

Ms. Perry reviewed the items on the consent agenda with the Boards. Ms. Perry advised the Board 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 Kane, Seconded by Director Messinger, the following items on the consent agenda were unanimously approved, ratified, and adopted:

- A. Approval of Minutes – December 5, 2023, Special Meeting.
- B. Payment of Claims.
- C. Unaudited Financial Statements for the period ending November 30, 2023.
- D. Contract Modifications.

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## DISTRICT MANAGER ITEMS

District Manager's Report: Mr. Newby and Mr. Gamber 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. Milligan, Mr. Breidenbach, and Ms. Dwight presented the Capital Infrastructure Report and Mr. Breidenbach and Ms. Dwight 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 and Mr. Niemczyk presented the Capital Needs Assessment to the Boards and answered questions.

Millennium East 13<sup>th</sup> (CFS #20) Mr. Breidenbach presented the WO 2024-01 with McWhinney Real Estate Services for District Project Management Services in the amount of \$322,403.40 to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director DePeder, and upon vote, unanimously carried, it was

**RESOLVED** to approve the WO 2024-01 with McWhinney Real Estate Services for District Project Management Services in the amount of \$322,403.40

Centerra Regional Pond 1 (CFS #21): Mr. Breidenbach presented the WO 2024-02 with McWhinney Real Estate Services for District Project Management Services in the amount of \$47,492.40 to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Messinger, seconded by Director DePeder, and upon vote, unanimously carried, it was

**RESOLVED** to approve the WO 2024-02 with McWhinney Real Estate Services for District Project Management Services in the amount of \$47,492.40, as presented.

Centerra Parkway Traffic Signals (CFS #22): Mr. Breidenbach presented the WO 2024-03 with McWhinney Real Estate Services for District Project Management Services in the amount of \$33,298.35 to the Boards and answered questions. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director Messinger, and upon vote, unanimously carried, it was

**RESOLVED** to approve the WO 2024-03 with McWhinney Real Estate Services for District Project Management Services in the amount of \$33,298.35, as presented.

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## FINANCIAL ITEMS

Finance Manager's Report: Ms. Buenavista reviewed the Finance Manager's Report with the Boards and answered questions.

2022 PIF Financials: Ms. Buenavista reviewed the 2022 PIF Financials with the Boards and answered questions.

2022 PIC Financials: Ms. Buenavista reviewed the 2022 PIC Financials with the Boards and answered questions.

2022 LURA Audit: Ms. Buenavista reviewed the 2022 LURA Audit with the Boards and answered questions.

## DIRECTOR MATTERS

There were no Director Matters to come before the Boards.

## OTHER MATTERS

Director Kane requested a list of all the District Boards on which he serves and date his term on those boards expires.

## ADJOURNMENT

There being no further business to come before the Boards the meeting was adjourned at 1:34 p.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