

# RECORD OF PROCEEDINGS

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

HELD  
January 20, 2022

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 20, 2022.

Due to 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  
Josh Kane, Treasurer & Assistant Secretary  
Tim DePeder, Assistant Secretary & Assistant Treasurer

Directors Absent but Excused:  
Courtney Parmelee, Secretary

Also in Attendance:  
Alan Pogue; Icenogle Seaver Pogue, P.C. (Via Teleconference)  
Jeff Breidenbach, Jim Niemczyk, Carol Kauffman, Amanda Dwight,  
Christina Rotella, Mike McBride, and Abby Kirkbride; McWhinney (Via  
Teleconference)  
Ron Lay; City of Loveland (Via Teleconference)  
John McMahan; Associated Landscape Contractors of Colorado (Via  
Teleconference)  
Ryan Abbott, Peggy Dowswell, Andrew Kunkel, Kirsten Starman, Brendan  
Campbell, Irene McCaffrey, Casey Milligan, and Shannon Metcalf; Pinnacle  
Consulting Group, Inc. (Via Teleconference)

### CALL MEETING TO ORDER

The Coordinated Regular meeting was convened 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.

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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 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.

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APPROVAL OF  
AGENDA

The Boards considered the agenda. Upon motion duly made by Director DePeder, seconded by Director Spaeth and, upon vote, it was unanimously

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

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PUBLIC COMMENT

There were no comments made by members of the public.

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SUSTAINABLE  
LANDSCAPE  
COMMUNITY  
DESIGNATION

Mr. McMahon and Ms. Starman presented the Sustainable Landscape Community Designation certificate to the Boards.

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CONSENT AGENDA  
ITEMS

The Boards considered the following items on the consent agenda:

- A. Approval of Minutes – November 18, 2021 Regular Meeting.
- B. Ratification of Payables.
- C. Ratification of Contract Modifications.
- D. Financial Statements as of November 30, 2021.

Upon motion duly made by Director Kane, seconded by Director DePeder 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.

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District Project Manager Update: Mr. Niemczyk updated the Boards on current projects being constructed in the District and answered questions.

Capital Fund Summary and Capital Needs Assessment: Mr. Milligan and Mr. Niemczyk reviewed the Capital Fund Summary and Capital Needs Assessment and answered questions. There was clarification on the McDonough property and that Centerra funds cannot be used on this property.

FINANCIAL ITEMS

Financial Manager's Report: Ms. McCaffrey provided an update regarding the financial position of the District and answered questions.

LEGAL ITEMS

Hydrozone Agreement with the City of Loveland for Boyd Lake Avenue and Kendall Parkway Phase 3 Tap No. 4: Mr. Pogue presented the Hydrozone Agreement with the City of Loveland for Boyd Lake Avenue and Kendall Parkway Phase 3 Tap No. 4. Following review and discussion, and upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

**RESOLVED** to ratify the Hydrozone Agreement with the City of Loveland for Boyd Lake Avenue and Kendall Parkway Phase 3 Tap No. 4.

DISTRICT MANAGER ITEMS

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

EXECUTIVE SESSION

Executive session, pursuant to § 24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice from general counsel related to specific legal questions.

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 purpose of receiving legal advice from general counsel related to specific legal questions. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

**RESOLVED** to convene an Executive Session, pursuant to § 24-6-402(4)(b), C.R.S., to conference with an attorney for the purpose of receiving legal advice from general counsel related to specific legal questions.

It is the 20<sup>th</sup> day of January 2022 and the time is 12:33 p.m. For the record, I, Kim Perry, am the presiding officer. This session is subject to the attorney-client privilege and therefore, pursuant to the Open Meetings Law, is not being

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recorded. Also present at this Executive Session are: Directors Josh Kane, Tim DePeder, and David Spaeth; Legal Counsel, Alan Pogue; District Manager, Ryan Abbott; Kirsten Starman, Brendan Campbell, Peggy Dowswell; Pinnacle Consulting Group, Inc.

This is an Executive Session for the following purpose: receiving legal advice from general counsel related to specific legal questions.

The Executive Session was adjourned at 1:01 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.

### ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 1:01 p.m.

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

Respectfully Submitted,

 for

Andrew Kunkel, Secretary for the Meeting

Andrew Kunkel