

RECORD OF PROCEEDINGS

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

HELD
May 19, 2022

The Boards of Directors of Centerra Metropolitan District Nos. 1-5 held a coordinated regular meeting, open to the public, via MS Teams and at Hahn Conference Room at McWhinney Headquarters at 12:00 p.m., Thursday, May 19, 2022.

ATTENDANCE

Directors in Attendance: (Via Teleconference)

David Spaeth, Vice President

Josh Kane, Assistant Secretary & Assistant Treasurer

Tim DePeder, Assistant Secretary & Assistant Treasurer

Directors Absent but Excused:

Kim Perry, President

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C. (Via Teleconference)

Jeff Breidenbach, Mike McBride, Jim Niemczyk, Abby Kirkbride,

Christina Rotella, Lindsay Mercier, Kyle Harris, and Samantha Romero;

McWhinney

Peggy Dowswell, Doug Campbell, Stanley Holder, and Dillon Gamber;

Pinnacle Consulting Group, Inc. (Via Teleconference)

Brendan Campbell, Casey Milligan, and Shannon Metcalf; Pinnacle Consulting Group, Inc.

CALL MEETING TO ORDER

The Coordinated Regular meeting was convened at 12:06 p.m. by Mr. Campbell, 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 DePeder, seconded by Director Kane and, upon vote, it was unanimously

RESOLVED to approve the agenda, as amended to include items

VI. B. Discussion on HDR Contract.

VI. C. Review and Consider Sema Electric Car Station Upgrade.

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 – April 21, 2022 Regular Meeting.

B. Ratification of Payables.

C. Ratification of Contract Modifications.

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.

CAPITAL
INFRASTRUCTURE
ITEMS

District Capital Infrastructure Report: Mr. Milligan, Mr. McBride, and Mr. Breidenbach reviewed the District Capital Infrastructure Report with the Boards and answered questions.

District Project Manager Update: Mr. Breidenbach and Mr. McBride 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.

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Budget Approval and Contracting: Mr. Niemczyk and Mr. Milligan reviewed the revised budget for Parcel 504, Phase III and answered questions.

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

RESOLVED to approve the Amended Project Budget for Parcel 504 Phase III in the amount of \$458,528.00.

Change Order 1 to Work Order 2022-02 with Harris Kocher Engineering Group, Inc. for Civil Engineering Design Services: Mr. Milligan reviewed and requested approval of Change Order 1 to Work Order 2022-02. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

RESOLVED to approve Change Order 1 to Work Order 2022-02 with Harris Kocher Engineering Group, Inc. for Civil Engineering Design Services in the amount of \$215,010.00.

Work Order 2022-01 with MRES for District Project Management Services: Mr. Niemczyk and Mr. McBride reviewed and requested approval of Work Order 2022-01 with MRES. Upon motion duly made by Director Kane, seconded by Director DePeder and, upon vote, it was unanimously

RESOLVED to approve Work Order 2022-01 with MRES for District Project Management Services in the amount of \$65,333.00.

FINANCIAL ITEMS

Bond Update: Mr. Campbell provided an update on the Bond Committee's meetings.

LEGAL ITEMS

There were no legal items.

DISTRICT MANAGER
ITEMS

Manager's Report: Mr. Campbell presented the Manager's Report to the Boards and answered questions. Mr. Gamber provided an update on maintenance projects, including sidewalk replacements and the status of the sculptures at Chapungu Park.

HDR Contract Discussion: Mr. Campbell and Mr. Pogue updated the Board on the status of the contract with HDR. Mr. Pogue is currently working through the indemnification provisions in the contract.

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Sema Connect Upgrades: Mr. Campbell explained that the District charging station at the Nutrien parking lot needs to be upgraded to 4G technology. After review and discussion and upon motion duly made by Director Spaeth, seconded by Director Kane and, upon vote, it was unanimously

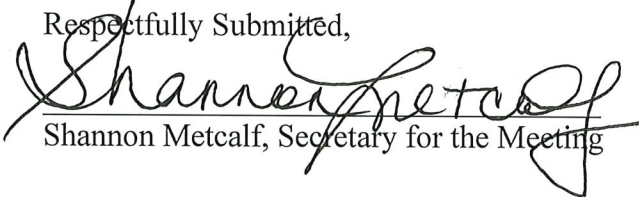
RESOLVED to approve the Electric Car Upgrades to Parcel 206.

ADJOURNMENT

There being no further business to come before the Boards, the meeting was adjourned at 12:57 p.m.

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

Respectfully Submitted,


Shannon Metcalf, Secretary for the Meeting