

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF

THE LAKES AT CENTERRA METROPOLITAN DISTRICT NOS. 2 & 3

HELD

August 28, 2023

The Board of Directors of The Lakes at Centerra Metropolitan District Nos. 2 & 3 held a Special meeting, open to the public, via MS Teams on Monday, August 28, 2023, at 3:00 p.m.

ATTENDANCE

Directors in Attendance District No. 2:

James Laferriere, President & Chairperson
Todd Carnes, Vice President
Ralph Mathes, Secretary/Treasurer
Josh Kane, Assistant Secretary
Harold Lamport, Assistant Secretary

Directors in Attendance District No. 3:

Kim Perry, President and Chairperson
Tim DePeder, Vice President/Asst. Secretary
Josh Kane, Secretary/Treasurer
Susan Draut, Assistant Secretary
Karl Sutton, Assistant Secretary

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Jonathan Heroux and Akio Ohtake-Gordon; Piper Sandler
Thomas Wynne, Ryan Poulsen, and Trung Luc; Wells Fargo
Sarah Bromley, Kieyesia Conaway, Brendan Campbell, Irene Buenavista, and Jennifer Ondracek; Pinnacle Consulting Group, Inc.
Evan Watson, and Larry Luke; Members of the Public

ADMINISTRATIVE ITEMS

Call to Order: The Special Meeting of the Board of Directors of The Lakes at Centerra Metropolitan District Nos. 2 & 3 was called to order at 3:02 p.m. by Ms. Bromley, noting that a quorum was present for each Board. Each of the Directors confirmed their qualifications to serve on the Board. Ms. Bromley confirmed that prior to the meeting each of the Directors had been notified of the meeting.

Conflicts of Interest: Mr. Pogue noted that notices of potential conflicts of interest for Board Members employed by McWhinney Real Estate Services, Inc., were filed with the Colorado Secretary of State's Office,

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disclosing that potential conflicts of interest may exist, as some Board Members are employees of McWhinney Real Estate Services, Inc. which is associated with the primary landowner and developer of land within the District. Mr. Pogue advised the Board that pursuant to Colorado law, certain disclosures by the Board Members might be required prior to taking official action at a meeting. The Board 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 Board determined that the participation of the members present was necessary to obtain a quorum or otherwise enable the Board to act.

District No. 2 Agenda: The Board considered the agenda for District No. 2. Following review and discussion, upon a motion duly made by Director Laferriere, seconded by Director Kane, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

District No. 3 Agenda: The Board considered the agenda for District No. 3. Following review and discussion, upon a motion duly made by Director Perry, seconded by Director Kane, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Public Comment: There were no comments made by members of the public.

DISTRICT MANAGER
ITEMS

District Managers' Report: Ms. Bromley presented the District Managers Report to the Board and answered questions.

FINANCIAL ITEMS

Approval of directing Staff to move forward with the refunding effort: Mr. Campbell, Mr. Wynne, and Mr. Heroux presented the Boards with requested information regarding bond refinancing and answered questions.

Establishment of Financing Work Group for District No. 2: The District No. 2 Board discussed the Establishment of Financing Work Group. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director Mathes, and upon vote, unanimously carried, it was

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RESOLVED to approve the Establishment of Financing Work Group for District No. 2 to include Director Laferriere and Director Mathes.

Establishment of Financing Work Group for District No. 3: The District No. 3 Board discussed the Establishment of Financing Work. Following review and discussion, upon a motion duly made by Director Kane, seconded by Director Draut, and upon vote, unanimously carried, it was

RESOLVED to approve the Establishment of Financing Work Group for District No. 3 to include Director Kane and Director DePeder

LEGAL ITEMS

There were no Legal Items to be presented.

DIRECTORS ITEMS

There were no Director Items to be presented.

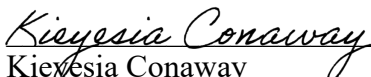
OTHER MATTERS

There were no Other Matters to be presented.

ADJOURNMENT

There being no further items to bring before the Board, the meeting was adjourned at 4:01 p.m.

Respectfully submitted,


Kieyesia Conaway
Recording Secretary for the Meeting