

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 2

HELD
August 16, 2024

The Board of Directors of The Lakes at Centerra Metropolitan District No. 2 held a Special Meeting, open to the public, via MS Teams on Friday, August 16, 2024 at 11:30 a.m.

ATTENDANCE

Directors in Attendance:

James Laferriere, President & Chairperson
Ralph Mathes, Secretary/Treasurer

Directors Absent but Excused:

Todd Carnes, Vice President

Also in Attendance:

Alan Pogue; Icenogle Seaver Pogue, P.C.
Bryan Newby, Kieyesia Conaway, Irene Buenavista, and Jennifer Ondracek; Pinnacle Consulting Group, Inc.
Jeff Breidenbach, Jim Niemczyk; McWhinney.
Abbey Irvine; Haynie & Company.
Jerilyn Wagner; Members of the Public

ADMINISTRATIVE ITEMS

Declaration of Quorum/Call to Order: Mr. Newby noted that a quorum was present, with two out of three Directors in attendance. The Special Meeting of the Board of Directors of the Lakes at Centerra Metropolitan District No. 2 was called to order by Mr. Newby at 12:10 p.m.

Director Qualifications/Disclosure of Potential Conflicts of Interest: All Board Members confirmed their qualifications to serve on the Board. 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, 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

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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.

Approval of Agenda: The Board considered the approval of the agenda. Following review and discussion, upon a motion duly made by Director Laferriere, seconded by Director Mathes, and upon vote, unanimously carried, it was

RESOLVED to approve the agenda, as presented.

Approval of Minutes: The Board considered the approval of the May 17, 2024 Special Meeting Minutes. Following review and discussion, upon a motion duly made by Director Laferriere, seconded by Director Mathes, and upon vote, unanimously carried, it was

RESOLVED to approve the May 17, 2024 Special Meeting Minutes.

Amendment to 2024 Administrative Matters Resolution: Mr. Newby presented the Amendment to 2024 Administrative Matters Resolution to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Laferriere, seconded by Director Mathes, and upon vote, unanimously carried, it was

RESOLVED to approve the Amendment to 2024 Administrative Matters Resolution, as presented.

Public Comment: There were no Public Comments received.

FINANCIAL ITEMS

The Lakes at Centerra Metropolitan District No. 2 2023 Audited Financials: Ms. Irvine presented The Lakes at Centerra Metropolitan District No. 2 2023 Audited Financials to the Board and answered questions. Ms. Irvine reported that the audit received a clean unmodified opinion. Following review and discussion, upon a motion duly made by Director Laferriere, seconded by Director Mathes, and upon vote, unanimously carried, it was

RESOLVED to approve The Lakes at Centerra Metropolitan District No. 2 2023 Audited Financials, as presented.

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Finance Manager's Report: Ms. Buenavista noted that there was nothing to present to the Board at this time.

LEGAL ITEMS

Second Amendment to Meeting Resolution: Mr. Pogue Presented the Second Amendment to Meeting Resolution to the Board and answered questions. Following review and discussion, upon a motion duly made by Director Laferriere, seconded by Director Mathes, and upon vote, unanimously carried, it was

RESOLVED to approve the Second Amendment to Meeting Resolution, as presented.

DIRECTOR
COMMENTS

There were no Director Comments received.

ADJOURNMENT

There being no further items to bring before the Board, the meeting was adjourned at 12:14 p.m.

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

Respectfully submitted,

Bryan Newby FOR _____
Kieyesia Conaway, Recording Secretary for the Meeting