

## RECORD OF PROCEEDINGS

### MINUTES OF A JOINT SPECIAL MEETING OF THE BOARDS OF DIRECTORS

#### OF THE

### POUDRE TECH METROPOLITAN DISTRICT AND WATER VALLEY METROPOLITAN DISTRICT NOS. 1 AND 2 ("Districts")

Held: April, 25, 2019 at 9:00 a.m. at:

1625 Pelican Lakes Point, Suite 201  
Windsor, Colorado

#### ATTENDANCE

A Special Meeting of the Boards of Directors of the Poudre Tech Metropolitan District, and Water Valley Metropolitan District Nos. 1 & 2, Town of Windsor, County of Weld, Colorado ("**Boards**"), was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:

Martin Lind, President (PTMD/WVMD Nos. 1 & 2)  
Jerry Helgeson, Vice President (PTMD/WVMD Nos. 1 & 2)  
Duane Sullivan, Secretary/Treasurer (WVMD No. 1)  
Marissa Donahoo, Asst. Secretary (PTMD/WVMD Nos. 1 & 2)  
Justin Donahoo, Asst. Secretary (PTMD/WVMD No. 1)  
David Sislowski, Asst. Secretary (WVMD No. 2)

Absent and excused: John Jensen, Secretary/Treasurer (PTMD)

Also present were:

Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron; Gary Kerr, Jose Holguin, and Lara Wynn, Water Valley Land Company; Judy Smeltzer and Hannah Barker, Advance HOA; Ty Hilman, Haynie & Company.

#### ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Zachary P. White discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Boards of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Zachary

P. White that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Director Sislowksi disclosed a potential conflict of interest regarding the proposed Intergovernmental Agreement with the Town of Windsor for Reimbursement of Construction and Related Expenses for Roadway Improvements – New Liberty Road and 7<sup>th</sup> Street due to his concurrent service on the Town Board of the Town of Windsor. Director Sislowksi noted he would recuse himself from any discussion or voting related to the matter.

Agenda: The Agenda for the Districts' special meeting was distributed for the Boards' review. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as amended.

PUBLIC COMMENT

Craig Sweeney with Harbor Walk HOA commented on the use of Roundup Weed Killer near Habitat Lake. He proposed a Habitat Lake beach cleanup day. The property owners would clean up the beach and the District would provide trash removal.

MANAGERS/OPERATIONS ITEMS

Update Regarding Patrol Services RFP: The Boards engaged in a discussion regarding security patrol services. Following discussion, upon a motion duly made and seconded, the Boards unanimously agreed that the current patrol service contactor Union Colony would not be rehired. Ms. Barker then presented proposals and recommendations for patrol services. The Boards engaged in a discussion regarding patrol services and the bids received. Following discussion, upon a motion duly made and seconded, the Board of PTMD unanimously approved engagement of Securitas Security Services USA, INC.

Update Regarding Meter Replacements: Mr. Holguin discussed the status of water meter replacement project. Approximately 250 water meters are planned to be replaced.

Update Regarding Integrated Trail Signage: Ms. Baker is working with Norris Design Company to finalize the sign design.

Water Amenities Maintenance Agreement: Mr. Kerr discussed with the Boards the costs incurred by Pelican Lakes to set up and maintain the District's inflatable water amenities. Pelican Lakes has requested reimbursement from PTMD in the amount of \$50,000 for costs to maintain, store, repair, and operate PTMD's water amenities. Following discussion, upon a motion duly made and seconded, the Board of PTMD approved the reimbursement. Director Lind abstained from voting.

Erosion Problem on Sea Shell Court: Mr. Holguin The Boards engaged in a general discussion regarding the erosion problems on Sea Shell Court. Mr. Holguin discussed some potential solutions including installation of boulders or a boardwalk where erosion is present. The issue will be studied and updates will be presented to the Boards when available.

Fence Staining: Mr. Holguin advised the Boards during the fence staining project it was found that a property owner on Siesta Key Drive painted their own exterior fence and the paint does not allow stain to absorb into the fence. The Boards requested Mr. Holguin communicate to the property owner that they will need to remove the paint so the fence can be stained properly.

Grandpa's Pond: Mr. Holguin reported that the spillways need to be cleaned. The Board engaged in a general discussion regarding the spillways. Following discussion, upon a motion duly made and seconded, the Board directed Mr. Holguin to proceed with the cleaning of the spillways.

## LEGAL MATTERS

Approval of Transaction Based Informed Consent re Intergovernmental Agreement with RainDance Metropolitan District No. 1 for Water Recreation Amenities Sharing: The Boards engaged in a general discussion regarding the Transaction Based Informed Consent re Intergovernmental Agreement with RainDance Metropolitan District No. 1 for Water Recreation Amenities Sharing. Following discussion, upon a motion duly made and seconded, the Board of PTMD unanimously approved the Transaction Based Informed Consent.

Approval of Intergovernmental Agreement with RainDance Metropolitan District No. 1 for Water Recreation Amenities Sharing: The Boards engaged in a general discussion regarding the Intergovernmental Agreement with RainDance Metropolitan District No. 1 for Water Recreation Amenities Sharing. Following discussion, upon a motion duly made and seconded, the Board of PTMD unanimously approved the agreement.

Ratification of Intergovernmental Agreement with Town of Windsor for Reimbursement of Construction and Related Expenses for Roadway Improvements – New Liberty Road and 7th Street: The Boards engaged in a general discussion regarding the Intergovernmental Agreement with Town of Windsor for Reimbursement of Construction and Related Expenses for Roadway Improvements – New Liberty Road and 7th Street. Following discussion, upon a motion duly made and seconded, the Board of PTMD ratified of the agreement. As noted above, Director Sislowksi abstained from discussion and voting.

Approval of Independent Contractor Agreement with Zak George Landscaping for 2019 Landscape Services: The Boards engaged in a general discussion regarding the Independent Contractor Agreement with Zak George Landscaping for 2019 Landscape Services. Following discussion, upon a motion duly made and seconded, the Board of PTMD unanimously approved the agreement.

FINANCIAL  
MATTERS

Approval of Payment of Claims: Mr. Kerr presented the Boards with the claims for payment. The Boards engaged in a general discussion regarding the process for review payment of claims. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the payment of claims.

Review 2018 Audit Process and Findings: Mr. Hilman from Haynie & Company reviewed with the Boards the 2018 audit process and presented the 2018 Audits to the Boards for review. Mr. Hilman indicated that he was prepared to issue unqualified opinions for each of the Districts.

Acceptance of 2018 Audited Financial Statements: The Boards engaged in a general discussion regarding acceptance of the 2018 Audited Financial Statements. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the 2018 Audited Financial Statements subject to minor corrections and clarifications discussed with Mr. Hilman.

OTHER BUSINESS

Next Meeting: The next regular joint meeting is scheduled for July 18, 2019.

ADJOURNMENT

There being no further business to come before the Boards and following discussion and upon motion duly made, seconded and unanimously carried, the Boards determined to adjourn the meeting.

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

The foregoing minutes were approved on the 7th day of November, 2019.

  
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Secretary for the Meeting