

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

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

Held: Tuesday, November 15, 2022 at 1:30 p.m.

*This meeting was held via teleconference.*

Attendance

The joint regular meeting of the Boards of Directors of the Districts was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Martin Lind, President (PTMD/WVMD No. 2)  
Jerry Helgeson, Vice President (PTMD/WVMD Nos. 1 & 2)  
Duane Sullivan, Secretary/Treasurer (WVMD No. 1)  
Justin Donahoo, Asst. Secretary (PTMD/WVMD No. 1 & 2)  
John Jensen, President (WVMD No. 1), Secretary/Treasurer  
(WVMD No. 2)  
James Porth, Jr., Asst. Secretary (WVMD No. 1)  
Marissa Donahoo, Asst. Secretary, (PTMD/WVMD No. 2)

Also present were William P. Ankele, Jr., Esq., and Zachary P. White, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Lara Wynn, Gary Kerr, Water Valley Land Company; and Hannah Barker, Steve Southard, Baylie Weiss, Advance HOA Management

Call to Order/Declaration  
of Quorum

It was noted that a quorum of the Boards was present, and the meeting was called to order.

Conflict of Interest  
Disclosures

Mr. White advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. White reported that disclosures for those directors that provided White Bear White Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State's Office and the Boards at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Boards. Mr. White inquired into whether members of the Boards had any additional disclosures of potential or

existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Boards to act.

Combined Meetings

The Boards of Directors of the Districts have determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes is the action of each of the Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Approval of Agenda

Mr. White presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda as presented.

Public Comment

None.

Consent Agenda

Mr. White reviewed the items on the consent agenda with the Boards. Mr. White advised the Boards that any item may be removed from the consent agenda to the regular agenda upon the request of any director. No items were requested to be removed from the consent agenda. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, adopted, and ratified:

- Approval of October 20, 2022 Joint Special Meeting Minutes **(enclosure)**
- Approval of 2023 Joint Annual Administrative Resolution **(enclosure)**
- Renewal of General Liability Schedule and Limits Consider Approval and Authorization to Bind Coverage, Renewal of Special District Association of Colorado Membership, Payment of Agency Fee, and Inclusion of Workers' Compensation Coverage
- Approval of Reimbursement to Raindance Metropolitan District No. 1 for 7<sup>th</sup> Street Bridge Construction Costs
- Ratification of Independent Contractor Agreement with Zak George Landscaping for 2022-2023 Snow Removal Services
- Ratification of Independent Contractor Agreement with Aquatics Associates, Inc for Water Quality Testing Services )
- Approval of Independent Contractor Agreement with Prairie Dog Pros, LLC for On Call Prairie Dog Mitigation Services

- Approval of Consent to Landscape Easement Agreement between Trollco, Inc. and Pelican Shores at Water Valley Owners Association (**enclosure**)
- Approval of Easement Agreement with Pelican Shores at Water Valley Owners Association (**enclosure**)

Manager/Operation Items

Manager’s Report                      Mr. Southard provided the Boards with a Manager’s Report.

Capital Improvements  
Update

Legal Matters

Consider Approval of Joint Resolution Calling May 2, 2023 Election                      Mr. White presented the Joint Resolution Calling the May 2, 2023 Election to the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Designation of Method for Providing Notice of Call for Nominations                      Mr. White discussed the Designation of Method for Providing Notice of Call for Nominations with the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously designated posting on the Districts website as the method for providing the notice of call for nominations.

Discussion re Website Director Contact Information                      Mr. White discussed the requirement for Director Contact Information to be provided on the Districts website. Following discussion, upon a motion duly made and seconded, the Board unanimously approved contact information to be provided on the Districts website.

Consider Approval of Revised Property Donation Agreement with Frye Farms Investment, LLC                      Mr. White presented a revised Property Donation Agreement with Frye Farms Investment, LLC to allow the District to enter into license agreements to manage private property owner encroachments in the donation land. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the revised Property Donation Agreement. Mr. Martin Lind abstained.

Consider Adoption of Resolution Certifying Delinquent Water Fees to the County for Collection                      Mr. White presented the Resolution Certifying Delinquent Water Fees to the County for Collection to the Boards. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution.

Financial Matters

Consider Approval of                      Mr. Kerr reviewed the claims listing with the Boards. Following

Payables/Financials

discussion, upon a motion duly made and seconded, the Board unanimously ratified the claims.

Conduct Public Hearing on 2022 Budget Amendments and Consider Adoption of Resolutions Amending 2022 Budget

Director Martin Lind opened the public hearings on the 2022 Budget Amendments. Mr. White noted that the notice of public hearing was provided in accordance with Colorado Law. No written objections have been received prior to the meeting. There being no public comment, the hearings were closed.

Mr. White presented the Resolution Amending the 2022 Budget with the Board of PTMD and Mr. Kerr discussed the purpose for the amendment. Following discussion, upon a motion duly made and seconded, the Board of PTMD unanimously adopted the resolution amending the General Fund to \$3,422,500.

Mr. White reviewed the Resolution Amending the 2022 Budget with the Board of District No. 1 and Mr. Kerr discussed the purpose for the amendment. Following discussion, upon a motion duly made and seconded, the Board of District No. 1 unanimously adopted the resolution amending the General Fund to \$802,000.

Mr. White reviewed the Resolution Amending the 2022 Budget with the Board of District No. 2 and Mr. Kerr discussed the purpose for the amendment. Following discussion, upon a motion duly made and seconded, the Board of District No. 2 unanimously adopted the resolution amending the General Fund to \$1,798,500 and amending the Debt Service Fund to \$1,561,500.

Conduct Public Hearing on 2023 Budgets and Consider Adoption of Resolution Adopting 2023 Budgets, Imposing Mill Levy and Appropriating Funds

Director Martin Lind opened the public hearings on the proposed 2023 Budgets. Mr. White noted that the notice of public hearing was provided in accordance with Colorado law. No written objections have been received prior to the meeting. There being no public comment, the hearings were closed.

Mr. Kerr reviewed the 2023 Budget with the Board of PTMD. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 0.000 mills for the General fund, 0.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Mr. Kerr reviewed the 2023 Budget with the Board of District No. 1. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 21.926 mills for the

General fund, 20.860 for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Mr. Kerr reviewed the 2023 Budget with the Board of District No. 2. Following discussion, upon a motion duly made and seconded, the Board unanimously adopted the resolution adopting the 2023 Budget, appropriating funds therefor and certifying 23.186 mills for the General fund, 19.000 mills for the Debt Service fund, 0.000 mills for the Capital Projects Fund, and 0.000 mills for the Contractual Obligation fund.

Consider Authorization to Approve Auditor Engagement Letter for 2022 Audit

Mr. White discussed the Auditor Engagement Letter for the 2022 Audit with the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously authorized Director Martin Lind to approve an engagement letter.

Consider Approval of CLA Master Services Agreement and Statement of Work

Mr. White discussed the CliftonLarsonAllen Master Services Agreements and Statements of Work to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreements, subject to Mr. Kerr's discussions with the CLA re fees and scope of service.


Other Business

None.

Adjourn

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

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

  
Justin Donahoo (Apr 21, 2023 16:53 MDT)

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Secretary for the Meeting Districts

The foregoing minutes were approved on the 11<sup>th</sup> day of April, 2023.