

MINUTES OF A JOINT SPECIAL MEETING OF THE  
BOARDS OF DIRECTORS

OF

POUDRE TECH METROPOLITAN DISTRICT, AND WATER  
VALLEY METROPOLITAN DISTRICT NOS. 1 & 2,  
RAINDANCE METROPOLITAN DISTRICT NOS. 1-4,

Held: Wednesday, December 21, 2022, at 10:00 a.m.

*This meeting was held via teleconference.*

Attendance

The joint special meeting of the Boards of Directors of the Poudre Tech Metropolitan District, Water Valley Metropolitan District Nos. 1 & 2. And Raindance Metropolitan District Nos. 1-4, , 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:

**Poudre Tech Metropolitan District and Water Valley  
Metropolitan District Nos. 1 & 2**

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, Secretary/Treasurer (PTMD/WVMD Nos. 1 & 2)  
James Porth, Jr., Asst. Secretary (WVMD No. 1)  
Marissa Donahoo, Asst. Secretary, (PTMD/WVMD No. 2)

**Raindance Metropolitan District Nos. 1-4**

Martin Lind, President (District Nos. 1-4)  
Justin Donahoo, Secretary/Treasurer (District Nos. 1-4)  
Austin Lind, Assistant Secretary (District Nos. 1, 2 & 4))  
Ryan Scallon, Assistant Secretary (District No. 1 & 3)  
Kris Kazian, Assistant Secretary (District No. 3)  
Nate Kvamme, Assistant Secretary (District No. 2)  
Garrett Scallon, Assistant Secretary (District No. 2)  
Alan MacGregor, Assistant Secretary (District No. 3)

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; Jason Kusel, Pelican Lakes Resort & Gold; Hannah Barker, Steve

Southard, Baylie Weiss, Advance HOA Management; and Carole Gaynor, Alex Fink, CliftonLarsonAllen, District Accountants.

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.

Recreation Amenities  
Sharing

Discussion re Recreation Amenities Sharing

The Boards engaged in a discussion regarding Recreation Amenities Sharing.

Review Responses to Public Survey re Recreation Amenities Sharing and Consider Recommendations from District Management

Mr. Southard presented Responses to the Public Survey regarding Recreation Amenities Sharing and presented recommendations to the Boards.

Consider Approval of Transaction Based Informed Consent Letter re Recreation Amenities Sharing Agreement from White Bear Ankele Tanaka & Waldron

Mr. White presented a Transaction Based Informed Consent Letter regarding Recreation Amenities Sharing Agreement from White Bear Ankele Tanaka & Waldron to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the letter.

Legal Matters – PTMD  
Matters

Consider Approval of Lease Agreement with Marina One, LLC for W-Club

Mr. White presented a Lease Agreement with Marina One, LLC, for W-Club to the Board of Poudre Tech Metropolitan District. Following discussion, upon a motion duly made and seconded, the Board of Poudre Tech Metropolitan District approved the agreement.

Consider Approval of Independent Contractor Agreement with Pelican Lakes, LLC for W-Club Managements Services

Mr. White presented an Independent Contractor Agreement with Pelican Lakes, LLC for W-Club Management Services to the Board of Poudre Tech Metropolitan District. Following discussion, upon a motion duly made and seconded, the Board of Poudre Tech Metropolitan District approved the agreement.

Other Business

Next Regular Meeting – January 9, 2023

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.