

MINUTES OF A JOINT SPECIAL MEETING OF THE
BOARDS OF DIRECTORS

OF

RAINDANCE METROPOLITAN DISTRICT NOS. 1-4

Held: Thursday, July 22, 2021 at 1:00 p.m.

The meeting was held via teleconference.

Attendance

The joint special meeting of the Boards of Directors of 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:

Martin Lind, President (District Nos. 1-4)
Justin Donahoo, Secretary/Treasurer (District Nos. 1-4)
Austin Lind, Assistant Secretary (District Nos. 1-4)
Kris Kazian, Assistant Secretary (District No. 3)
Ryan Bach, Assistant Secretary (District No. 1)

Director Ryan Scallon (District No. 1 & 3) was absent and excused.

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, Steve Southard, Water Valley Land Company; Hannah Barker, HOA Management; Garrett Scallon, Water Valley Land Company; and Ty Holman, Haynie & Company.

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. Ankele advised the Boards that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Ankele 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. Ankele 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.

Approval of Agenda

Mr. Ankele 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 amended, to correct item 7.c to state Poudre Tech Metropolitan District, and not Raindance Metropolitan District No. 1.

Joint 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.

Public Comment

Members of the public addressed the Boards, stating that meeting times during the day are hard to attend, and requesting more input on District projects.

Consent Agenda

Mr. Ankele reviewed the items on the consent agenda with the Boards. Mr. Ankele 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, and ratified.

- Minutes from April 15, 2021 Joint Special Meeting
- Intergovernmental Agreement Regarding 7th Street Pedestrian Bridge Construction, Maintenance, and Right of Way Encroachment
- Intergovernmental Agreement Regarding New Liberty Road Modifications
- Independent Contractor Agreement with Southern Exposure for Landscape Maintenance Services

Manager/Operation Items

Manager's Report

There was no report to give.

Raindance River Resort Report

There were no matters to discuss.

Legal Matters

Consider Adoption of Joint Resolution Designating the Location of Meetings of the Boards of Directors

Mr. White presented the Joint Resolution Designating the Location of Meetings of the Boards of Directors to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously adopted the resolution.

Consider Approval of Transaction-Based Informed Consent Letter re IGA with Poudre Tech Metropolitan District re Water Resources

Mr. White presented the Transaction-Based Informed Consent Letter regarding Intergovernmental Agreement with Poudre Tech Metropolitan District regarding Water Resources to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the letter.

Consider Approval of IGA with Poudre Tech Metropolitan District re Water Resources

Mr. White and Mr. Kerr presented the Intergovernmental Agreement with Poudre Tech Metropolitan District regarding Water Resources to the Boards. Mr. Kerr described that the purpose of the agreement is to formalize the practices between the two Districts. Mr. Kerr presented the principal purposes for the agreement made recommendations. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agreement, amended to include the primary purpose for the agreement to operate the non-potable system in a cost efficient manner. Mr. White will revise the agreement.

Discussion and consider Engagement of Consultant to Advise re Water Enterprise and Establishment of Water Authority

The Boards engaged in a Discussion and considered and Engagement of a Consultant to Advise regarding Water Enterprise and Establishment of Water Authority. Mr. Kerr discussed his desire to explore the establishment of an authority to jointly operate the non-potable water systems of Poudre Tech Metropolitan District and Raindance Metropolitan Districts. Mr. Kerr informed the Boards that review, he did not believe engagement of a new consultant was necessary, but that the District's current consultants could accomplish the review and requested approval to use District consultants and advisors to conduct an analysis of whether to pursue the establishment of an authority, and to make a recommendation at a subsequent meeting. Following discussion, upon a motion duly made and seconded, the Boards unanimously authorized Mr. Kerr to proceed with analysis.

Financial Matters

Consider Approval of Payables/Financials

Mr. Kerr presented a list of Payables to the Boards. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the payables.

Presentation and Consider Acceptance of 2020 Audits (District Nos. 1-3)

Mr. Holman Presented the 2020 Audits to the Boards of District Nos. 1-3. There were no significant changes, no adjustments, and no disagreements with management. Mr. Holman advised the Boards that clean opinions will be issued. Following discussion, upon a motion duly made and seconded, the Boards of District Nos. 1-3 unanimously approved the audits.

Consider Ratification of 2020 Audit Exemption (District No. 4)

Mr. White presented the 2020 Audit Exemption to the Board of District No. 4. Following discussion, upon a motion duly made and seconded, the Boards unanimously ratified the exemption.

Construction Matters

Review Bids for 7th Street Bridge Construction Project

Mr. White presented the Bids for the 7th Street Bridge Construction Project to the Boards, and discussed the bidding process. Mr. Garrett Scallon discussed the review of the bids and budget, and recommended the award to White Construction Co., as the low bidder.

Consider Award of 7th Street Bridge Construction Project, Approve Construction Agreement, Notice of Award, and Notice to Proceed

Following discussion, upon a motion duly made and seconded, the Boards unanimously approved awarding the Street Bridge Construction Project contract to White Construction Co., and approved the construction agreement, notice of award, and notice to proceed.

Other Business

A member of the public address the Boards regarding an incident in which her husband’s car was towed by a company that used Director Lind’s name and said he requested the car be towed. Director Lind indicated that he did not request the car to be towed and promised to follow up if details about the tow company could be provided.

Adjourn

Next Meeting – October 21 , 2021

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.

DocuSigned by:
Justin Donahoo

Secretary for the Meeting Districts

The foregoing minutes were approved on the 28th day of October, 2021.