

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE NORTHERN DOUGLAS COUNTY WATER AND SANITATION DISTRICT HELD FEBRUARY 28, 2023

A Regular Meeting of the Board of Directors (the “Board”) of the Northern Douglas County Water and Sanitation District (the “District”) was held on Tuesday, February 28, 2023, at 8:30 a.m., at the offices of CliftonLarsonAllen LLP, 8390 E. Crescent Parkway, Suite 300, Greenwood Village, CO 80111, and by video-enabled web conference via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

In Attendance:

Eric Keesen, President
Kevin Collins, Treasurer
Blair Zimmerman, Vice-President/Asst. Secretary
Michael Perlman, Secretary (Virtual)
Thomas Cisek, Director (Virtual)

Also in Attendance:

Nic Carlson and Shauna D’Amato; CliftonLarsonAllen LLP (“CLA”)
Seef Le Roux and Allison Slife; CliftonLarsonAllen LLP (virtual)
Barbara T. Vander Wall, Esq. and Marissa Peck, Esq.; Seter & Vander Wall, P.C.
Greg Sekera; Kennedy Jenks

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda: Director Keesen called the meeting to order at 8:33 a.m. Upon a motion duly made by Director Collins, seconded by Director Kessen and, upon vote, unanimously carried, the Board approved the agenda as presented.

Conflicts of Interest and Directors’ Fees: Ms. Vander Wall noted that disclosures of potential conflict of interest statements had been filed with the Secretary of State at least seventy-two hours in advance of the meeting in accordance with statute. No additional conflicts were disclosed.

Upon a motion duly made by Director Keesen, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved the Directors’ fees.

Quorum, location of meeting and posting meeting notice: A quorum was confirmed based on attendance of Directors via web conference. Public participation is made available via web conference. The Board

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further noted that notice of the meeting date, time, location and video link information was duly posted.

Public Comment: None.

Minutes of January 24, 2023 regular Board meeting: Following discussion, upon a motion duly made by Director Keesen, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved the minutes of the January 24, 2023 regular Board meeting.

FINANCIAL MATTERS

Claims: Ms. Slife reviewed the claims with the Board. Upon a motion duly made by Director Collins, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved and/or ratified approval of the claims in the amount of \$416,797.46.

January 31, 2023 Unaudited Financial Statements: Ms. Slife reviewed the January 31, 2023 unaudited financial statements with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board accepted the January 31, 2023 unaudited financial statements.

Other: None.

MANAGER MATTERS

Changes to 2023 Property Schedule: Mr. Carlson reviewed the changes with the Board, noting that review and updates to the schedule were performed by CLA and Kennedy Jenks. Following review and discussion, upon a motion duly made by Director Zimmerman, seconded by Director Collins and, upon vote, unanimously carried, the Board approved the changes to the 2023 property schedule subject to updates needed to two categories, including 17 meters and the removal of coverage of manholes.

Copeland Condo Billing Discussion: Mr. Carlson reviewed the settlement letter included in the packet. Mr. Carlson noted that the HOA has accepted the settlement offer and assured the District that payment is imminent. Mr. Carlson noted that discussion with CWSD regarding the payment forward have taken place, but no affirmative direction has been provided by CWSD as of the date of the meeting.

Other: None.

LEGAL MATTERS

Rock Canyon Facilities:

Subordination Agreement with Metco Landscape LLC:

Subordination Agreement with J&R Construction LLC:

Easement Deed from Rock Canyon HOA and Taylor Morrison:

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Final Acceptance of Water and Sewer Facilities:

Ms. Vander Wall reviewed the Rock Canyon items with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board ratified approval of the Subordination Agreement with Metco Landscape LLC, the Subordination Agreement with J&R Construction LLC, the Easement Deed from Rock Canyons HOA and Taylor Morison the Bill of Sale and letter of final acceptance of the Rock Canyon water and sewer facilities.

2023 DES Pipeline Services Agreement: Ms. Vander Wall reviewed the Agreement with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved the 2023 DES Pipeline Services Agreement.

Legislative Update: Ms. Vander Wall provided an update.

Other: Ms. Vander Wall provided an update on the May 2023 director election.

ENGINEER MATTERS

Engineering Information Reports: Greg Sekera reviewed the report included in the meeting packet.

Status master meter replacements: Previously discussed in the Engineering Information Report.

Other: None.

DIRECTOR MATTERS

Quorum for March 28, 2023 regular Board meeting: A quorum was confirmed.

OTHER BUSINESS

Other: None.

ADJOURNMENT

Upon a motion duly made by Director Keesen and seconded, the Board adjourned the meeting at 9:31 a.m.

Respectfully submitted,

DocuSigned by:
Michael Perlman
A0E72A524B51445
Secretary for the Meeting


Certificate Of Completion

Envelope Id: A500838284C946A0B6E1F103ECB39F81	Status: Completed
Subject: NDCWSD : Minutes 02-28-2023 NDCWSD Final.pdf	
Client Name: NDCWSD	
Client Number: A519561-OS02-2023	
Source Envelope:	
Document Pages: 3	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Kathy Suazo
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Kathy.Suazo@claconnect.com
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Status: Original	Holder: Kathy Suazo	Location: DocuSign
3/29/2023 10:48:35 AM	Kathy.Suazo@claconnect.com	

Signer Events

Michael Perlman mperlman3@comcast.net Security Level: Email, Account Authentication (None)	Signature  Signature Adoption: Pre-selected Style Using IP Address: 71.237.21.158	Timestamp Sent: 3/29/2023 10:49:48 AM Viewed: 3/29/2023 2:08:40 PM Signed: 3/29/2023 2:09:08 PM
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Electronic Record and Signature Disclosure:
Accepted: 8/5/2020 2:32:13 PM
ID: 82249bb5-3fad-4f1b-94c7-da48147af540

In Person Signer Events

Editor Delivery Events

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Catherine Bright cbright@svwpc.com Security Level: Email, Account Authentication (None)	Signature 	Timestamp Sent: 3/29/2023 2:09:08 PM Viewed: 3/29/2023 2:18:26 PM
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Electronic Record and Signature Disclosure:
Accepted: 4/21/2021 12:10:14 PM
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Witness Events

Notary Events

Envelope Summary Events

Envelope Sent	Hashed/Encrypted	3/29/2023 10:49:48 AM
Certified Delivered	Security Checked	3/29/2023 2:08:40 PM
Signing Complete	Security Checked	3/29/2023 2:09:08 PM

Envelope Summary Events	Status	Timestamps
Completed	Security Checked	3/29/2023 2:09:08 PM
Payment Events	Status	Timestamps
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