

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE NORTHERN DOUGLAS COUNTY WATER AND SANITATION DISTRICT HELD OCTOBER 24, 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, October 24, 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
Blair Zimmerman, Vice-President/Asst. Secretary
Michael Perlman, Secretary
Thomas Cisek, Treasurer

Also in Attendance:

Nic Carlson, Shauna D’Amato, and Seef LeRoux*; CliftonLarsonAllen LLP (“CLA”)
Barbara T. Vander Wall, Esq. and Marissa Peck, Esq.; Seter & Vander Wall, P.C.
Greg Sekera; Kennedy Jenks Consultants
Tiffany Leherr; CliftonLarsonAllen Wealth Advisors (“CLAWA”)
Kevin Collins; Member of the Public

[*Participating remotely.]

ADMINISTRATIVE MATTERS

Call to Order and Approve Agenda: Director Keesen called the meeting to order at 8:32 a.m. Upon a motion duly made by Director Perlman, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved the agenda, with the agreement to move the CLAWA investment update to take place first under Financial Matters.

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 Perlman, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved the Directors’ fees as presented.

RECORD OF PROCEEDINGS

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

Public Comment: None.

Minutes of September 26, 2023 Regular Board Meeting: Following discussion, upon a motion duly made by Director Perlman, seconded by Director Cisek and, upon vote, unanimously carried, the Board approved the minutes of the September 26, 2023 regular Board meeting as presented.

FINANCIAL MATTERS

CLAWA Investment Update: Tiffany Leherr reviewed the upcoming maturities and strategy with the Board. In response, the Board directed CLAWA to reinvest the maturing funds consistent to the previously discussed 5-year ladder approach.

Claims: Mr. Le Roux reviewed the claims with the Board. Upon a motion duly made by Director Cisek, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved and/or ratified approval of the claims in the amount of \$411,511.64.

September 30, 2023 Unaudited Financial Statements: Mr. Le Roux reviewed the unaudited financial statements with the Board. The Board requested that the investment income be separated between cash value and bond value on future financial statements. Following discussion, upon a motion duly made by Director Cisek, seconded by Director Keesen and, upon vote, unanimously carried, the Board accepted the September 30, 2023 unaudited financial statements.

The Board discussed the draft 2024 budget, including the adjustments in the event of passage of Proposition HH.

MANAGER MATTERS

None.

LEGAL MATTERS

None.

ENGINEER MATTERS

Engineering Information Reports: Mr. Sekera reviewed the report included in the meeting packet. He noted that the water line maintenance project has been completed by C&L for 2023. DES is beginning the sewer line maintenance project.

The Board discussed the acquisition of C&L by another company, but without adjustment to company name, contact, staffing or operations at this time. The standard C&L services, including locates, customer service requests, meters and leaks, and emergency repairs, continue to be

RECORD OF PROCEEDINGS

performed on a regular basis. The scheduled and unscheduled maintenance and additional services have fallen behind schedule.

Mr. Sekera noted that Douglas County has advised that a water supply report from the District is not needed for the JPL Landscape site plan.

Status Master Meter Replacements and Backflow Devices: Mr. Sekera reviewed the master meter replacements and backflow devices with the Board. The Board discussed preparing a bid package for the performance of this work, noting that the master meter replacement project should be performed in the first quarter of 2024. The Board directed Kenndy Jenks and CLA to draft a bid package for master meter replacements.

DIRECTOR MATTERS

None.

OTHER BUSINESS

November 28, 2023 Regular Meeting/Budget Hearing and Possible Rescheduling: The Board confirmed that the meeting is to be held on the originally scheduled date and time of November 28, 2023 at 8:30 a.m.

The Board will hold the public hearing on its budget at this meeting. The Board also discussed the December Board meeting, and agreed to move the meeting from December 26 to December 19, 2023 at 8:30 a.m.

ADJOURNMENT

Upon a motion duly made by Director Keesen, the Board adjourned the meeting at 10:07 a.m.

Respectfully submitted,

DocuSigned by:

Michael Perlman

14A4082CEC464AF
Secretary for the Meeting

Certificate Of Completion

Envelope Id: ADA30B583C054CD7A8AAF95697919E5E	Status: Completed
Subject: Complete with DocuSign: Minutes 10-24-2023 NDCWSD.pdf	
Client Name: Northern Douglas County Water & Sanitation	
Client Number: A519561	
Source Envelope:	
Document Pages: 3	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Marlena Brzeska-Cloyd
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Marlena.Brzeska-Cloyd@claconnect.com
	IP Address: 207.200.223.146

Record Tracking

Status: Original	Holder: Marlena Brzeska-Cloyd	Location: DocuSign
11/29/2023 12:19:53 PM	Marlena.Brzeska-Cloyd@claconnect.com	

Signer Events

Michael Perlman
 Mike.perlman@yahoo.com
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 14A4082CEC464AF...

Signature Adoption: Pre-selected Style
 Using IP Address: 75.85.213.63

Timestamp

Sent: 11/29/2023 12:23:32 PM
 Viewed: 12/1/2023 10:16:39 AM
 Signed: 12/1/2023 10:17:48 AM

Electronic Record and Signature Disclosure:

Accepted: 12/1/2023 10:16:39 AM
 ID: a923be01-9ca4-4ca5-bb3d-981e90bc7287

In Person Signer Events**Signature****Timestamp****Editor Delivery Events****Status****Timestamp****Agent Delivery Events****Status****Timestamp****Intermediary Delivery Events****Status****Timestamp****Certified Delivery Events****Status****Timestamp****Carbon Copy Events****Status****Timestamp**

SD Records
 sdrecordsretention@claconnect.com
 Security Level: Email, Account Authentication (None)

COPIED

Sent: 11/29/2023 3:26:04 PM
 Viewed: 12/1/2023 2:05:46 PM

Electronic Record and Signature Disclosure:

Accepted: 10/5/2023 9:27:44 AM
 ID: 2eeab7cf-9041-488d-bed0-8baedf289723

Witness Events**Signature****Timestamp****Notary Events****Signature****Timestamp****Envelope Summary Events****Status****Timestamps**

Envelope Sent	Hashed/Encrypted	11/29/2023 12:23:32 PM
Envelope Updated	Security Checked	11/29/2023 3:26:03 PM
Certified Delivered	Security Checked	12/1/2023 10:16:39 AM

Envelope Summary Events	Status	Timestamps
--------------------------------	---------------	-------------------

Signing Complete	Security Checked	12/1/2023 10:17:48 AM
Completed	Security Checked	12/1/2023 10:17:48 AM

Payment Events	Status	Timestamps
-----------------------	---------------	-------------------

Electronic Record and Signature Disclosure

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact CliftonLarsonAllen LLP:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: BusinessTechnology@CLAconnect.com

To advise CliftonLarsonAllen LLP of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at BusinessTechnology@CLAconnect.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from CliftonLarsonAllen LLP

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with CliftonLarsonAllen LLP

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.