

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE NORTHERN DOUGLAS COUNTY WATER AND SANITATION DISTRICT HELD JANUARY 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, January 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
Kevin Collins, Treasurer
Blair Zimmerman, Vice-President/Asst. Secretary
Michael Perlman, Secretary
Thomas Cisek, Director

Also in Attendance:

Nic Carlson, Matt Urkoski and Allison Slife; CliftonLarsonAllen LLP (“CLA”)
Barbara T. Vander Wall, Esq. and Marissa Peck, Esq.; Seter & Vander Wall, P.C.
Greg Sekera and Aimee Chalus; Kennedy Jenks
Brittany Horstman; Copeland Canyon HOA

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 Keesen and, upon unanimous vote, 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 Perlman, 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

RECORD OF PROCEEDINGS

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

Public Comment: Brittney Horstman addressed the Board on behalf of the Copeland Canyon HOA. Lengthy discussion ensued.

Minutes of November 22, 2022 regular Board meeting and December 20, 2022 special Board meeting: Following discussion, upon a motion duly made by Director Keesen, seconded by Director Cisek and, upon vote, unanimously carried, the Board approved the minutes of the November 22, 2022 regular Board meeting and December 20, 2022 special 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 \$199,328.74.

December 31, 2022 Unaudited Financial Statements: Ms. Slife reviewed the December 31, 2022 unaudited financial statements with the Board. Following discussion, upon a motion duly made by Director Keesen, seconded by Director Cisek and, upon vote, unanimously carried, the Board accepted the December 31, 2022 unaudited financial statements.

Other: None.

MANAGER MATTERS

Copeland Condo Billing Discussion: The Board discussed the issue at length. Following discussion, the upon a motion duly made by Director Collins, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved a counter proposal of \$49,000.00 to be paid within 30 days, with the condition that the Copeland Condo HOA management company adopts and implements “Eye on Water” technology to better monitor water consumption and maintenance needs.

Other: None.

LEGAL MATTERS

Agreement with TruTest LLC for 2023 Backflow Preventer Testing Services: Ms. Vander Wall reviewed the Agreement with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved the Agreement with TruTest LLC for 2023 Backflow Preventer Testing Services.

Agreement with C&L Water Solutions, Inc. for 2023 Operations, Maintenance and Repair Services and Locates: Ms. Vander Wall reviewed the Agreement with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved the Agreement with

RECORD OF PROCEEDINGS

C&L Water Solutions, Inc. for 2023 Operations, Maintenance and Repair Services and Locates.

Rock Canyon – Update on Easement Deed for Water and Sewer Facilities: Ms. Vander Wall updated the Board, noting that negotiations on liens placed on easements are ongoing. The outstanding liens are subordinate mechanic liens. Taylor Morrison continues to work with contractors on releasing the liens. Ms. Vander Wall recommended that the Board continue to wait to accept easements until they are lien free. The Board directed Ms. Vander Wall to begin drafting a notice to the HOA and Taylor Morrison regarding maintenance responsibilities.

Other: None.

ENGINEER MATTERS

Engineering Information Reports: Greg Sekera and Aimee Chalus reviewed the report included in the meeting packet. Mr. Sekera reviewed the Development Review Request from Parc Santa Fe. After their initial assessment, Kennedy Jenks believes the project for Building A, Suite 200 was too small for the standard \$10,000.00 development review fee and recommended a reduced fee of \$5,000.00. Following discussion, upon a motion duly made by Director Collins, seconded by Director Zimmerman and, upon vote, unanimously carried, the Board approved a reduced development review fee of \$5,000.00.

Status master meter replacements: Previously discussed.

Agreement with Kennedy/Jenks Consultants, Inc. with 2023 rates: Mr. Sekera and Ms. Vander Wall reviewed the 2023 rates with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved the renewal of the Agreement with Kennedy/Jenks Consultants, Inc. with 2023 rates.

Other: None.

DIRECTOR MATTERS

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

OTHER BUSINESS

Other: Director Collins asked CLA to look into the total contributions/bill-out to Lokal and any payments made to CWSD for back-billed Copeland Condo issue.

RECORD OF PROCEEDINGS

ADJOURNMENT

Upon a motion duly made by Director Keesen and seconded, the Board adjourned the meeting at 10:22 a.m.

Respectfully submitted,

DocuSigned by:
Michael Perlman
A0E72A524B51445
Secretary for the Meeting

Certificate Of Completion

Envelope Id: B6F03BAC486943DA839C65BC4C30AB86	Status: Completed
Subject: NDCWSD - Minutes	
Client Name: NDCWSD	
Client Number: A519561-OS02-2023	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld 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
	IP Address: 24.9.186.151

Record Tracking

Status: Original	Holder: Kathy Suazo	Location: DocuSign
3/1/2023 9:57:54 AM	Kathy.Suazo@claconnect.com	

Signer Events

Michael Perlman
 mperlman3@comcast.net
 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 A0E72A524B51445...

Timestamp

Sent: 3/1/2023 10:03:30 AM
 Viewed: 3/4/2023 4:24:48 PM
 Signed: 3/4/2023 4:25:27 PM

Signature Adoption: Pre-selected Style
 Using IP Address: 71.237.21.158

Electronic Record and Signature Disclosure:

Accepted: 8/5/2020 2:32:13 PM
 ID: 82249bb5-3fad-4f1b-94c7-da48147af540

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

Catherine Bright
 cbright@svwpc.com
 Security Level: Email, Account Authentication (None)

COPIED

Sent: 3/4/2023 4:25:28 PM

Electronic Record and Signature Disclosure:

Accepted: 4/21/2021 12:10:14 PM
 ID: c1095bfb-74a7-4c7f-b6fe-dc8c602acc2e

Witness Events

Signature

Timestamp

Notary Events

Signature

Timestamp

Envelope Summary Events

Status

Timestamps

Envelope Sent	Hashed/Encrypted	3/1/2023 10:03:30 AM
Certified Delivered	Security Checked	3/4/2023 4:24:48 PM
Signing Complete	Security Checked	3/4/2023 4:25:27 PM

Envelope Summary Events	Status	Timestamps
Completed	Security Checked	3/4/2023 4:25:29 PM
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.