

## RECORD OF PROCEEDINGS

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**MINUTES OF THE REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
NORTHERN DOUGLAS COUNTY WATER AND SANITATION DISTRICT  
HELD  
OCTOBER 25, 2022**

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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 25, 2022, 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 (in person)  
Kevin Collins, Treasurer (in person)  
Blair Zimmerman, Vice-President/Asst. Secretary (in person)  
Michael Perlman, Secretary (in person)

Also in Attendance:

Nic Carlson and Shauna D’Amato (in person); CliftonLarsonAllen LLP (“CLA”)  
Allison Slife and Jennifer VanValen (via videoconference);  
CliftonLarsonAllen LLP (“CLA”)  
Barbara T. Vander Wall, Esq. and Marissa Peck, Esq. (in person); Seter & Vander Wall, P.C.  
Greg Sekera (in person); Kennedy Jenks  
Thomas Cisek; Member of the Public (via videoconference)

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 Keesen, seconded by Director Collins 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 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 physical and web

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conference locations. Public participation is made available via physical and web conference locations. The Board further noted that notice of the meeting date, time, location and video link information was duly posted.

**Public Comment:** None.

**Minutes:** Following discussion, upon a motion duly made by Director Perlman, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved the minutes from the September 27, 2022 regular Board meeting, as amended to change reference of “Master Meter Replacement Project” to “Residential Meter Replacement Project”.

### 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 \$390,302.22.

**September 30, 2022 Unaudited Financial Statements:** Ms. Slife reviewed the September 30, 2022 unaudited financial statements with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Perlman and, upon vote, unanimously carried, the Board accepted the September 30, 2022 unaudited financial statements.

**Other:** Ms. Slife reviewed the 2023 draft budget with the Board. The Board discussed various items of the budget, and directed changes to be made to the draft 2023 budget, including adding “election” expenses; creation of a “legal/capital” expense category, the addition of “backflow devices” under O&M. Mr. Sekera noted that he would research information regarding water/sewer scheduled maintenance costs for the 2023 budget. The Board also discussed the projected contributed capital items anticipated for 2022 and 2023.

### MANAGER MATTERS

**Copeland Condo Billing:** Mr. Carlson reviewed the Copeland Condo (Shadow Canyon project) billing issues with the Board, involving back-bills owed for eight buildings. The Board discussed a proposed payment plan and rates based on estimated consumption. Following discussion, the Board directed management to propose payment of an amount owed to the District by the HOA which applies 2019 rates for payment due in 2022. Director Collins abstained from the decision.

**Other:** None.

### LEGAL MATTERS

**Colorado Family and Medial Leave Insurance (FAMLI) Program:** Ms. Vander Wall reviewed the memorandum that was included in the packet.

**Public Hearing regarding Participation in FAMLI Program:** At this time, Director Keesen opened the public hearing on the FAMLI

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participation; there being no comments offered, Director Keesen closed the hearing.

**Resolution Regarding FAMLI Program/Decline Participation:**

Ms. Vander Wall reviewed the Resolution with the Board. Following discussion, upon a motion duly made by Director Collins, seconded by Director Perlman and, upon vote, unanimously carried, the Board approved the Resolution regarding FAMLI Program/Decline Participation.

**Rock Canyon – Easement Deed for Water and Sewer Facilities:**

Ms. Vander Wall reviewed the proposed Easement Deed from Rock Canyon Community Association, Inc. to the District for water and sewer improvements required for the Rock Canyon project, with modifications proposed by the developer, Taylor Morrison. She noted that the acceptance of the water and sewer lines requires the conveyance of the easement for future operations and repairs by the District. The revised legal descriptions for the easement is in the process of being surveyed, which will be incorporated as the exhibit to the Easement Deed, and reviewed by the title company to confirm ownership. Following further discussion, upon a motion duly made by Director Collins, seconded by Director Perlman and, upon vote, unanimously carried, the Board approved the Easement Deed for Water and Sewer Facilities as discussed, subject to final legal review.

**Other:** None.

**ENGINEER  
MATTERS**

**Engineering Information Report:** Mr. Sekera reviewed the engineering report provided in the meeting packet.

**Residential Meter replacement project:** Mr. Sekera updated the Board on the status of the master meter replacements and reviewed the purchase order proposal from Badger Meter for the purchase of the recommended 6" and 8" replacement meters. He noted that the 10" meters are currently unavailable. Following discussion, upon a motion duly made by Director Collins, seconded by Director Keesen and, upon vote, unanimously carried, the Board approved the proposal from Badger Meter in the amount of \$57,452.00 for the 6" and 8" meters as discussed. Mr. Sekera reported on the plans for the backflow device installation, including the preliminary design for each site, permitting and approval requirements. He anticipates that bidding will begin in 2024 for subsequent installation.

**Other:** None.

**DIRECTOR  
MATTERS**

**Quorum for November 22, 2022 regular Board meeting:** A quorum was confirmed.

**OTHER BUSINESS**

**Other:** None.

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### ADJOURNMENT

Upon a motion duly made by Director Keesen and seconded, the Board adjourned the meeting at 10:33 a.m.

Respectfully submitted,

DocuSigned by:

*Michael Perlman*

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Secretary for the Meeting