

## RECORD OF PROCEEDINGS

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### MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH WATER AND SANITATION DISTRICT HELD APRIL 18, 2012

A regular meeting of the Board of Directors of the Roxborough Water and Sanitation District was held on Wednesday, April 18, 2012 at 8:00 a.m. at the Roxborough Water and Sanitation District's offices located at, 6222 N. Roxborough Park Road, Littleton, Colorado 80125. Notice of the meeting was duly posted in at least three locations within the boundaries of the District, as required by State law.

**Attendance:** Directors: Phil Scott  
John Dillon  
Tim Moore,  
Dave Thomas (by phone)  
Consultants: Ted Snailum, TWS Financial, Inc.  
Alan Pogue, Esq., Icenogle, Seaver, Pogue  
Bill Goetz, TST Infrastructure, LLC  
RWSD Employees: Larry Moore  
Vickie Nolen  
Cindy Taylor  
Mike Marcum  
Joanne Cleveland  
Guests: Herb Livingston, Resident  
Dave Heldt, Resident  
Absent: Dave Bane was absent and this was an excused absence.

**Call to Order:** The meeting was called to order by Phil Scott, President of the Board. It was also established that a quorum was in attendance and there are no conflicts of interest disclosed.

**PUBLIC COMMENT:**

There was no public comment.

**CONSENT AGENDA:** Upon a motion by Director Thomas and second by Director Dillon, the Board unanimously approved the Consent Agenda, which consisted of:

1. Approve Minutes of the March 21, 2012 Regular Meeting
2. Ratify Payroll for March 31, 2012 and April 15, 2012
3. Approve Payment of Claims- checks #53440-53469
4. Ratify Payments since March 21, 2012 – checks #53423-53439
5. Approve Pay App #2 for Hydraulic Surge Relief Project  
Approve Change Order #1 for Hydraulic Surge Relief Project  
Approve Pay App #9 for Pulte Project  
Approve Change Order #4 for Pulte Project

**REGULAR AGENDA:**

**GENERAL MANAGER'S REPORT:**

**Aurora:** Mr. Moore informed the Board that Dave Peak, Roxborough Village manager, has notified us that the Roxborough Village Metropolitan District (RVMD) has now decided to pay for their portion of the Aurora Water in full and will not need RWSD to carry any of the balance. Mr. Pogue will amend the existing agreement with RVMD to reflect this information.

**Meadow Ditch Water:** Mr. Moore informed the Board that he has been working with both the broker, George Pavlakis, and Greg Bushner with VIDLER, answering questions and providing information regarding the Meadow Ditch water rights and also the status of the Chatfield Reallocation and the possibility of them acquiring interest in Chatfield.

**Sterling Ranch/Dominion:** Mr. Moore and Mr. Goetz informed the Board that they are finalizing the update to the Master Plan which would determine what RWSD facilities would be available to Dominion. Once we have determined this we will schedule a meeting with Dominion.

**Fairbanks/Morse:** Mr. Marcum updated the Board with regard to the pump that was delivered to the Fairbanks factory in Kansas City. We have received the motor back from getting repaired and have installed the wastewater pump. Both Ambient H2O and a Fairbanks Morse representative came out to the plant to do the initial set-up. The pump still had a significant amount of cavitation so we will re-evaluate the noise once the concrete base is poured and the pump has a few more hours of operation.

**Wells Fargo:** Mr. Moore and Mr. Snailum advised the Board that Wells Fargo is finalizing the loan documents and authorizing resolution for a four million dollar line of credit. We will take action to approve the loan at the May board meeting.

**LEGAL ISSUES:** Mr. Pogue gave the status report to the Board

**OPERATIONS:** Mr. Marcum gave the Board an overview of work done in the District, at the Plants, and in the Field.

**ENGINEERING:** Mr. Goetz presented the engineering status report.

**FINANCIAL:** Mr. Snailum presented the March 2012 Financial Statement to the Board. Upon a motion by Director Moore, seconded by Director Thomas and vote, the Board unanimously accepted the March Financial Statement.

**ADMINISTRATIVE:**

**Monthly Customer Summary:** Mrs. Taylor reviewed the Monthly Customer Summary with the Board. Since the District started the rebate program, January 1, 2008, they have rebated to customers \$53,180.11.

**BOARD ACTION ITEMS/UPDATES:**

**Omar Salinero:** Mr. Salinero still has issues with his account and has requested the Board reconsider the Board's decision which was discussed at the March Board meeting. Staff reminded the Board the facts discussed at the March Board meeting and stated that no additional information has developed since the last meeting. Mr. Pogue was asked to write a letter to Mr. Salinero explaining the Board's action and the District's position which was formulated during the March Board meeting.

**EXECUTIVE SESSION:**

The board was advised that due to discuss personnel matters, it was appropriate, upon compliance with the requisite statutory procedures, to convene an Executive Session. The Directors, by motion duly made and seconded, and approved by greater than two-thirds of the Directors present:

**RESOLVED** by a unanimous vote to convene an Executive Session, pursuant to Section 24-6-402(4)(f) for the purpose of personnel matters and not involving: any specific employees who have requested discussion of the matter in open session; any member of this body or any elected official; the appointment of any person to fill an office of this body or of an elected official; or personnel policies that do not require the discussion of matters personal to particular employees.

Director Scott reported, "It is March 21, 2012 and the time is 9:15 a.m. For the record, I am the presiding officer, Phil Scott. As required by the Open Meetings Law, the Executive Session is being recorded.

Also present at this Executive Session are the following persons:

Phil Scott, President  
Dave Thomas, Secretary  
John Dillon, Assistant Secretary  
Tim Moore, Assistant Secretary  
Larry Moore, RWSD

This is an executive session for the following purposes:

For the purpose of discussion of personnel matters pursuant to 24-6-402(4)(f) C.R.S.

Director Scott cautioned each participant to confine all discussions to the stated purposes of the executive session.

If at any point in the executive session any participant believes that the discussion is going outside the proper scope of the executive session, please interrupt the session and make an objection. The purpose of the Executive Session was to discuss matters that may be subject to negotiations and also to discuss personnel issues. The time is now 10:05 a.m. and the executive session has been concluded. The participants in the executive session were the following:

Phil Scott, President  
Dave Thomas, Secretary  
John Dillon, Assistant Secretary  
Tim Moore, Assistant Secretary  
Larry Moore, RWSD

Director Scott stated "For the record, if any person who participated in the executive session believes that any substantial discussion of any matters not included in the motion to go into the Executive Session occurred during the Executive Session or that any improper action occurred during the Executive Session in Violation of the Open Meetings Law, I would ask that you state your concerns for the record."

None were stated.

**Personnel:** The Board discussed annual salary and benefit adjustments for office employees, field and plant personnel. A motion was made by Director Moore and seconded by Director Thomas and upon a unanimous vote agreed to approve adjustments to employees' salaries effective May 1, 2012.

**ADJOURN:** Being no further business, a motion by Director Dillon was made to adjourn the meeting at 10:15 a.m. Upon a second by Director Moore, the motion passed.

Respectfully Submitted,

  
Secretary for the Meeting