

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH WATER AND SANITATION DISTRICT AND THE BOARD OF DIRECTORS OF THE PLUM VALLEY HEIGHTS SUB-DISTRICT OF ROXBOROUGH WATER AND SANITATION DISTRICT HELD January 18, 2017

A regular meeting of the Board of Directors of the Roxborough Water and Sanitation District and the Board of Directors of the Plum Valley Heights Sub-district of Roxborough Water and Sanitation District was held on Wednesday, January 18, 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 and three locations within the boundaries of the sub-district, as required by State law.

Attendance: Directors: Dave Thomas President
Tim Moore Vice-President
Dave Heldt Assistant Secretary
Ken Maas Assistant Secretary
John Dillon Secretary/Treasurer

Consultants: Bill Goetz, TST Infrastructure, LLC
Alan Pogue, Esq. Icenogle Seaver Pogue
Ted Snailum, TWS Financial, Inc.

RWSD Employees: Larry Moore
Cindy Taylor
Joanne Cleveland
Mike Marcum
Lucie Taylor

Call to Order: The meeting was called to order at 8:01 a.m. by Dave Thomas, President of the Board. It was also established that a quorum was in attendance and there were no conflicts of interest to disclose.

Public Comment: None

PLUM VALLEY HEIGHTS SUBDISTRICT:

Upon a motion by Director Moore, second by Director Dillon and unanimous vote, the Board Convened as the Board of the Plum Valley Heights Subdistrict of Roxborough Water and Sanitation District.

CONSENT AGENDA: Upon a motion by Director Moore, second by Director Dillon the Board approved the Consent Agenda which consisted of:

- A. Approve Minutes of the Plum Valley Heights Subdivision of Roxborough Water and Sanitation District which is contained in and part of the Roxborough Water and Sanitation District Minutes for the November 16, 2016 regular meeting.
- B. Approve Pay App #5 for the NWDC Project to KR Swerdfeger in the amount of \$627,472.57.

General Manager Report: NWDC Water Project: Mr. Moore reported the NWDC project is progressing well and Mike Marcum gave the Board an update on construction status. Mr. Moore told the Board that the District is working with Martin Marietta Concrete Company on the tap size and negotiations on including an additional 30 acres adjacent to Titan Road Industrial Park, where they are planning to expand their concrete plant. We are completing the design of the replacement pipeline in Titan Road Industrial Park and will add at least 2 months to the completion of the project. Mr. Moore reported that the District is preparing for another draw request to the Colorado Water Resource & Power Development Authority and the CWCB for funds we have spent on the project.

Financial Statements- PVH: Mr. Snailum presented the October 31, 2016 and November 30, 2016 Financial Statements. Upon a motion by Director Moore, a second by Director Dillon and a unanimous vote, the Board accepted the October, 2016 and November, 2016 Financial Statements for Plum Valley Heights Subdivision.

Board Action Items: None

ROXBOROUGH WATER AND SANITATION DISTRICT: Upon a motion by Director Moore, second by Director Dillon and unanimous vote, the Board Convened as the Board of the Roxborough Water and Sanitation District.

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

- A. Approve Minutes of the November 16, 2016 Regular Meeting, the November 30, 2016 Continued Meeting and the December 28, 2016 Special Meeting
- B. Ratify Payrolls for November 30, 2016, December 15, 2016, December 31, 2016 and January 15, 2017
- C. Ratify Payment of Claims since November 16, 2016: checks #57036, 57037, 57039-57052, 57055-57075, 57077, 57079, 57081-57107, 57116, 57119, 57121
- D. Approved Payment of Claims- checks #57038, 57053-57054, 57076, 57078, 57080, 57108-57115, 57117-57118, 57120, 57122-57166
- E. Approved Pay App #18 RWSD 8.0 MGD WTP- Garney Construction for \$1,165,676.82
- F. Approved Change Order #7 RWSD 8.0 MGD WTP- Garney Construction for an additional \$46,828.90
- G. Approved Change Order #A.2 for Garney Construction Transmission Line for an additional \$28,406.25
- H. Approved Change Order #C.1 RWSD 8.0 MGD WTP Garney Construction for an additional \$2,461,058.19 plus 185 days for Substantial and 155 days for Final Completion
- I. Approved Change Order # D.1 RWSD 8.0 MGD WTP Garney Construction for an additional \$16,357.50

GENERAL MANAGER'S REPORT:

- **Sterling Ranch/DWSD (D/SR):** Mr. Moore reported that Mortenson has completed the wastewater interconnect project and it is now in the punch list stage. We are processing the first pay for RWSD share of the project which will be the majority of the cost. We are waiting for adequate back up prior to making payment. Mr. Moore informed the Board that our Operating Contracts are expiring and D/SR wants to extend until February, 2017 to give us time to negotiate new Operations Contract for the next 5 years. D/SR issued bonds just after Christmas so on December 29th, Mr. Moore met with Jim Yates of D/SR and received 5 checks in addition to the 2 we received just before Christmas for a grand total of \$6,665,315.00. D/SR has brought all invoices for all projects current, paid the amount due with interest for the Water Treatment Plant (WTP) Project plus the remaining 2 years totaling \$2M plus interest and paid off the Wastewater Treatment Plant (WWTP) note in the amount of \$2,950,000.00. Sometime this month we will agree to what the amount of the remaining Letter of Credit needs to be to cover the remaining construction costs for D/SR's portion of the WTP and the amount D/SR needs to deposit with RWSD to cover 100% of the 2 MGD Expansion of the WTP (estimated to be \$1.2M).
- **Conveyance of Gravity Interceptor to Littleton:** Mr. Moore reported that he and Deborah Early attended the Littleton City Council Meeting on January 17, 2017 and gave the Board a summary of the meeting.
- **Ravenna:** Mr. Moore reported that TST is in process of designing the Emergency Interconnect which Kevin Collins, with River Canyon has agreed to build and pay for in order to expedite the construction project and will deed the infrastructure to RWSD at the appropriate time. Mr. Moore said he is working on setting up a meeting with Aurora Water to discuss an amendment to the two existing IGA's the District has with Aurora Water. Mr. Moore and the Board discussed strategy in paying Aurora Water the remaining taps that would totally purchase the remaining water to the full 1800 acre feet, which would cost just over \$2.9M. With a revised IGA with Aurora Water the District will have adequate water to serve Ravenna permanently.

LEGAL ISSUES: Alan Pogue gave the Board an update on legal issues.

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

ENGINEERING: Bill Goetz gave the status report to the Board and discussed the rainfall/water treatment report.

FINANCIAL: Mr. Snailum presented the October 31, 2016 and November 30, 2016 RWSD Financial Statements to the Board. Upon a motion by Director Maas, second by Director Moore and unanimous vote the October, 2016 and November, 2016 RWSD Financial Statements were accepted.

ADMINISTRATIVE:

Monthly Customer Summary: Ms. Taylor reviewed the Monthly Customer Summary with the Board. Since we started the rebate program January 1, 2008 we have rebated \$71,930.11.

ACTION ITEMS:

- A. Upon a motion by Director Heldt, second by Director Dillon and unanimous vote, the Board set a Rate Hearing for the March 15, 2017 Regular Meeting
- B. Upon a motion by Director Heldt, second by Director Dillon and unanimous vote, the Board approved the District Amending the WWTP and the O-Line Agreement with Dominion/Sterling Ranch which will allow annual payments of the \$300 new connection by D/SR to the District.
- C. Upon a motion by Director Maas, second by Director Dillon and unanimous vote, the Board approved an amendment that the Wastewater Collection System Operating Agreement and the Water Distribution Operating Agreement with Dominion/Sterling Ranch to be extended to June 30, 2017.

- D. Upon a motion by Director Maas, second by Director Moore and unanimous vote, the Board approved payment to Aurora Water for the balance of 1800 acre fee which would be 390 Equivalent Residential Units, if Aurora Water approves the request to amend and restate the 2010 and the 2015 IGA's.
- E. Upon a motion by Director Maas, second by Director Moore and unanimous vote, the Board approved to amend the Water Treatment Plant Agreement with Dominion/Sterling Ranch regarding the waiver of making any payments for use of water treatment capacity in the District's Water Treatment Plant or future Water Treatment Plant.

ADJOURN: Upon a motion by Director Heldt, second by Director Dillon and unanimous vote, the meeting was adjourned at 10:28 am.

Respectfully Submitted,


Secretary for the Meeting