

MINUTES OF THE REGULAR MEETING OF
THE BOARD OF DIRECTORS OF
GREEN MOUNTAIN WATER AND SANITATION DISTRICT

October 12, 2021

A Regular Meeting of the Board of Directors (the "Board") of the Green Mountain Water and Sanitation District, (the "District") was held at 6:00 p.m. on Tuesday, October 12, 2021.

The audio recording of this meeting is available on the District's website.

Attendance: A regular meeting of the District was scheduled in compliance with the laws of the State of Colorado, with the following directors in attendance:

Jeff A. Baker, Vice President – Virtual Attendance
Alex Plotkin, Secretary
Karen Morgan, Treasurer

Directors Absent
Adrienne L. Hanagan, President

Director Peters Resigned from the Board in advance of the Regular Meeting.

Also present were:

Greg Kropkowski, District Manager
Sam R. McKay, District Information Technology
Jesse Davenport, District Information Technology
Terry Kenyon, Merrick Engineering
Doug Pavlich, District Accounting
Dillon Woods, Coaty Marchant Woods P.C.
Alex Carlson, Centennial Consulting Group

Members of the Public in Attendance

Bill Rodgers
Christopher Arlen
Ftordonato's iphone
Gary
Heide and Bernie Barthel
Imara
John's Ipad
Kathleen
Ludmila
Lynn Judson

Michaelyost
Richard Bennett
RobiiPhone7
720-530-0293
Jjblk
Pete
Kerry Kiley

- Call to Order / Declaration of Quorum: Director Plotkin, noting the presence of a quorum of three Directors, called to order the Regular Meeting of the Board of the Green Mountain Water and Sanitation District at 6:03 p.m.
- Reading of the Agenda Director Plotkin read the agenda to the Board.
- Directors & Disclosure Matters: None.
- Approval of/Deletions from the Agenda: Director Morgan **MOVED** to have item 11.h moved to be the first item under Director's Matters. Director Plotkin seconded and upon vote the motion **PASSED** unanimously.
- Director Morgan **MOVED** to remove item 11.d from the agenda, Director Plotkin seconded the motion and upon vote the motion **PASSED** unanimously.
- Director Morgan **MOVED** to remove item 11.e-g from the agenda. Director Plotkin seconded and upon vote **PASSED** unanimously.
- Director Morgan **MOVED** to add an item under Director's Matters to discuss Director Peters' resignation and to read a statement she provided to the District Manager to read on her behalf. Director Plotkin seconded the motion and upon vote the motion **PASSED** unanimously.
- Update on Recall Election Ms. Blair provided an update on the Recall Election. She explained the remaining steps of finalizing the election results. She presented statistics regarding participation and number of ballots returned and counted. Director Plotkin asked for the final cost of the recall election. Ms. Blair stated that most of the cost had already been billed through election day and that there might be small misc. outstanding items. Director Plotkin read a statement to the Board and public in attendance describing his view of the results of the recall election which led to the retention of all Directors under recall.

Public Comment:

Lynn Judson expressed support for the directors and wished the Board would pursue the return of all legal and other expenses associated with the lawsuit that was recently dismissed by the court. Mr. Woods confirmed that this process is in progress.

Joan Poston expressed her support for Mr. Kropkowski as District Manager and his tenure at the Green Mountain Water and Sanitation District.

Approval of the Minutes

- a. Approval of September 14, 2021 Regular Meeting Minutes
- Director Morgan **MOVED** to approve the September 14, 2021, Regular meeting minutes subject to a correction presented by Director Plotkin on page 11. He requested the sentence more accurately reflect that Director Baker championed the financial graphs, but that Doug Pavlich formalized the documents. Director Plotkin seconded and upon vote the motion **PASSED** unanimously.

Approval of Past Meeting Minutes

- a. Approval of July 13, 2021 Regular Meeting Minutes
- Director Plotkin **MOVED** to approve the July 13, 2021, Regular Meeting minutes as presented in the packet containing corrections from former Director Peters. Director Baker seconded and upon vote the motion **PASSED** unanimously.
- b. Approval of July 27, 2021 Special Meeting Minutes
- Director Plotkin **MOVED** to approve the July 27, 2021, minutes as presented to the Board initially but requested that they not include corrections provided by former Director Peters. Director Baker seconded and upon vote the motion **PASSED** unanimously.

Maintenance Report

Mr. Kropkowski noted that there was a slight uptick in main line breaks but that the District was still below their projected number of main line breaks at this point in the calendar year.

Financial Matters

- a. September 2021/October 2021 Daily/Monthly Operation Expenses & Capital Expenditures
- There were no questions from the Board regarding the September 2021/October 2021 Daily/Monthly Operation Expenses & Capital Expenditures. Director Morgan **MOVED** to approve the reports as presented. Director Plotkin seconded and upon vote the motion **PASSED** unanimously.

b. September 2021 Unaudited Financial & Investment Reports

There were no questions from the Board regarding the September 2021 Unaudited Financial & Investment Reports. Director Morgan **MOVED** to approve the reports as presented. Director Plotkin seconded and upon vote the motion **PASSED** unanimously.

c. Presentation of Draft 2022 Budget

Mr. Kropkowski and Mr. Pavlich discussed highlights of the draft budget submitted to the Board. They noted that there could be an increase in rates due to increases in Denver Water costs. Director Plotkin described comments he had heard from constituents concerned that meters might malfunction. Mr. Pavlich confirmed that they only found 1 of 6,000 meters that had an issue with programming. Director Plotkin requested a special meeting to discuss the draft budget specifically. Mr. Kropkowski asked the Board to take a long-term view on capital expenditures and not a short-term view. The Board agreed to tentatively hold a special meeting in two weeks.

Engineering Matters

Mr. Kenyon presented:

a. 2021 Capital Improvement Project Updates

Mr. Kenyon stated that the District had scheduled a bid opening for November 4th.

b. Red Zone Tank Warranty – Matergenics Updates

Wednesday and Thursday the forensic analysis was completed with the contractor on site.

c. Construction Project Status Spreadsheet Updates

Mr. Kenyon explained the status of construction projects of note on the spreadsheet contained in the Board meeting packet.

d. Alameda Water and Sanitation District

Mr. Kenyon noted that the relationship between Green Mountain and Alameda Water is complex and that he has shared all information that he has collected to date with Mr. Woods. At this point no further development will be permitted until an updated agreement has been finalized and approved. Mr. Kenyon recommended that himself, staff and Mr. Woods meet to discuss next steps. Director Plotkin clarified that this is an IGA that has been in place for an extended period of time and that both parties are working to clean up and clarify the preexisting agreement. Mr. Kenyon confirmed the agreement had been in place since about 1960. Mr. Kenyon clarified his comments regarding possible

increases in water rates and fees to specify that they would likely only apply to Alameda Water and Sanitation District but that as a result of the partnership there could be some costs shared by Green Mountain.

Director Morgan expressed her concern with Green Mountain paying any pro-rata share of Alameda's cost since Green Mountain has capacity and does not need to increase capacity in advance of any future development. Director Plotkin agreed with Director Morgan's position. The Director's generally discussed the timing of the agreement as it related to hiring a new District Manager.

Mr. Kenyon also spoke as to how some customers just could not get gravity-driven service via Alameda. They could have been served via a lift station; however, that was the "last choice". Gravity is always the preferred/first choice.

District Manager Report

Mr. Kropkowski presented:

a. Employee Accomplishments and Compliments

Mr. Kropkowski noted employee accomplishments and read compliments received to the Board. He noted emails that had been received from customers grateful for the customer service provided by the staff of the District.

b. Emergency Response Plan

Mr. Kropkowski described the District's plan for submitting the plan per the statutory deadlines.

c. Raftelis – Proposal and Timeline

Mr. Kropkowski stated that Raftelis had chosen to wait to begin work until the recall election was complete. Following the results of the election he reached out to schedule a meeting with Raftelis and listed a few people that could be Raftelis point of contact if he is no longer District Manager.

Mr. Kropkowski discussed the COVID-19 protocols of the District and stated the offices will remain closed to the public.

Director Plotkin asked about the HVAC repairs needed to the District's headquarters. Mr. Kropkowski stated that he is reaching out to a few other contractors in an attempt to receive a more competitive bid.

The Board discussed the CDM Smith engagement agreement and wished to add it to a future agenda.

Director's Matters

a. District Manager Replacement – Interim

Director Plotkin and Morgan expressed their sincere gratitude for all Mr. Kropkowski has done for the Green Mountain Board. Mr. Kropkowski stated that he is making a move that is in the best interest of his family. He clarified that his departure has absolutely nothing to do with the results of the recall election. Mr. Kropkowski noted that he has been researching possible candidates for interim manager. Director Morgan asked if there was a way to hire from within the District or if it made more sense to move ahead with hiring a full time Manager from outside the District staff.

The Board generally discussed possible options to act as an interim or full time District Manager. Director Plotkin asked Mr. Woods to put together a legal memorandum for the Board to consider their options and constraints to hiring an interim manager vs. full time manager.

b. Consideration of/Approval of/Disapproval of Proposed Bylaws

Mr. Kropkowski read a statement from former Director Peters as requested. In the statement she noted concerns about the inclusion consolidation process and requested that a robust public notice process be in place. She further reiterated her support for public participation in meetings and that the Directors vote in favor of the existing bylaws that included an addition by Mr. Woods requiring mailed out notice to the public when considering extraterritorial service.

Director Morgan further described that she felt the Board should only have one public comment period throughout a meeting. She cited some examples and research she had obtained from other special districts.

Mr. Woods noted he did not have any legal concerns about the redlined bylaws that were contained in the meeting packet. He explained his phrasing regarding abstentions and gave an example of a District he represents that has a standing policy.

Mr. Woods described to the Board a few of the notable changes to the redlined bylaws.

The Board discussed the history of publishing the Board Meeting Packet and recording the meeting.

Director Morgan **MOVED** to approve the Bylaws as presented in the meeting packet. Director Baker seconded the motion and upon vote the motion **PASSED** unanimously.

- c. Attorney Coverage for Legal Cases Not Covered by Current Attorneys

Mr. Woods advised the Board to retain counsel to cover any case outside the Big Sky Litigation. The Board requested that Mr. Woods and Mr. Gessler give an opinion regarding how the Board should proceed with the malpractice Icenogle case.

Director Baker **MOVED** to have Mr. Woods and Mr. Gessler to collaborate and provide guidance how best to proceed with the Icenogle case, Director Baker seconded and upon vote the motion **PASSED** unanimously.

- d. Director Peters Resignation

Director Morgan asked how the Board could move forward filling the current Board vacancy. Mr. Woods stated that the Board has 60 days to appoint a new eligible elector and that if appointed they would act until the next regular election. Mr. Woods advised the Board to informally call for nominations to fill the vacancy.

Legal Matters

Mr. Woods presented:

- a. Appellate Timeline Memorandum

Mr. Woods discussed the timeline associated with the appellate court and other legal items of note to the District.

- b. Pending and upcoming legal matters effecting the affairs of the District

He stated that he would follow-up regarding upcoming deadlines to ensure special counsel is aware and filing accordingly. He described the process by which the District can recoup costs associated with the litigation should they be the prevailing party.

Mr. Woods mentioned that he is still awaiting information from Ms. Timmins to finalize the costs to be submitted to the court.

Executive Session (if required)

None.

New Business – Notifications for Next Board Meeting

The Board reiterated a special meeting to be held on the 26th of October. Mr. Kropkowski noted his willingness to assist as schedules allowed after his departure on October 22nd.

The Board will consider at a future meeting possible nominations to fill the vacancy.

Director Plotkin and Morgan again thanked the constituents for voting to retain them on the Board of Directors of the Green Mountain Water and Sanitation District.

Adjourn:

Director Plotkin **MOVED** to adjourn the meeting. Director Morgan seconded the motion. The motion **PASSED** by unanimous consent, and the meeting was adjourned at 8:41 p.m.



Alex Plotkin, Secretary