

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

August 10, 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, August 10, 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:

Adrienne L. Hanagan, President
Jeff A. Baker, Vice President
Alex Plotkin, Secretary
Karen Morgan, Treasurer
Rhonda Peters, Director

Also present were:

Greg Kropkowski, District Manager
Sam R. McKay and Jesse Davenport, District IT
Scott and Kristi Gessler,
Terry Kenyon, Merrick Engineering
Dillon Woods, Coaty Marchant Woods P.C.
Alex Carlson, Centennial Consulting Group

Michael Yost
JD Lobue
Kathe Odenweller
Imara
Lynn Judson
Rita
Kathleen
Joshua Comden
My Ipad
Steve Senigla
Pete
Lynn Judson
Linnea Hauser
Kerry's Iphone
Kerry Kiley

David Wiechman
Phone Number Ending 9302

- Call to Order / Declaration of Quorum: Director Hanagan, noting the presence of a quorum called to order the Regular Meeting of the Board of the Green Mountain Water and Sanitation District at 6:00 p.m.
- a. Approval/Disapproval of Roberts Rules of Order Director Hanagan struck item 1.a from the agenda and the Board agreed to do so noting it was in an inappropriate location on the agenda.
- Reading of the Agenda Director Hanagan read the agenda.
- Directors & Disclosure Matters: None.
- Approval of/Deletions from the Agenda: Director Hanagan noted the removal of Item 1.a from the Agenda.
- a. Proposal to add public comment period after item 11. Director Hanagan requested that items 11.a-f be removed and that item 11.g be moved to item 12.c per direction from Mr. Woods.
- Director Hanagan **MOVED** to strike Item 1.a. Director Plotkin seconded. Upon vote the motion **PASSED** by unanimous consent.
- Director Hanagan **MOVED** to strike items 11.a-f from the agenda. Director Morgan seconded. Upon vote the motion **PASSED** by unanimous consent.
- Additional changes to the meeting agenda were discussed by the board with Mr. Woods. It was decided that the legal update would be reworded to Pending and Upcoming Legal Matters Affecting the Affairs of the District.
- Public Comment: *RM* *David Gardner*
~~David Wiechman~~ thanked the Board and discussed that District funds should not be spent on a recall election and that the grounds for such were questionable in legal standing.
- Michael Yost noted that he was running for Director Plotkin's seat and asked that he be treated politely and stated he would watch the remainder of the meeting from home.
- Brenda Bronson commented that the meeting the previous day was a "show." She noted that the Board got what they wanted in

firing their ethical attorney Ms. Timmins to hire an unethical attorney Mr. Gessler. She read a summary of her interpretation of the events of the meeting the evening prior.

Deborah Romero mentioned that she was at the meeting last night. She recalled the events of the meeting and commented that Director Peter's summary was very clear and coherent. Ms. Romero believed Ms. Timmins should have been retained and questioned the shift in the Board's opinion from wanting to retain Ms. Timmons to firing her. She expressed concern about the amount of money that will be spent on Mr. Gessler instead of Ms. Timmins.

Director Hanagan closed the public hearing at 6:27 P.M.

Approval of the Minutes

Director Hanagan introduced the agenda item and opened the floor to discussion. The Board discussed the meeting minutes presented for Board approval.

- a. Approval of July 13, 2021 Regular Meeting Minutes
- b. Approval of July 27, 2021 Special Meeting Minutes

Director Peters **MOVED** to table the minutes from July 2021 to a future meeting. Director Plotkin seconded. Upon vote the motion **PASSED** 4-1 with a dissenting vote from Director Morgan.

Approval of Past Minutes

- a. Approval of March 9, 2021 Regular Meeting Minutes
- b. Approval of March 16, 2021 Regular Meeting Minutes
- c. Approval of April 13, 2021 Regular Meeting Minutes
- d. Approval of April 20, 2021 Regular Meeting Minutes
- e. Approval of April 27, 2021 Regular Meeting Minutes

Director Plotkin **MOVED** to approve the meeting minutes from the March 9, March 16, April 13, April 20, April 27, May 4, and May 11 Board meetings. Director Hanagan seconded the motion. Director Morgan requested that the wording describing the meeting recording as the official record be removed from previous and future minutes. Director Peters noted that she was not prepared to vote on this possible change to the minutes. Director Hanagan described the Board's decision in the past to have the recording being the official record.

Director Peters asked Mr. Woods if state statute required written meeting minutes and how they would pair with the audio recording. Mr. Woods read a section of statute that required written record in visual text format. Mr. Kropkowski noted that the Board had previously agreed to utilize paired down minutes.

f. Approval of May 4,
2021 Regular
Meeting Minutes

The Board discussed if the meeting recordings should be provided to the public and kept as official record.

g. Approval of May 11,
2021 Regular
Meeting Minutes

The motion was **AMENDED** to strike the wording which stated the recording was the official record of the District and be replaced with a statement indicating the recording could be accessed on the Districts' website.

Upon vote the motion **PASSED** 3-0 with abstentions from Director Peters and Hanagan. Mr. Carlson was directed to resend the July meeting minutes with the section removed and Mr. Kropkowski stated he would strike through the phrasing on the past minutes approved this evening.

The Board generally discussed the process by which the meeting minutes should be circulated to incorporate redline changes.

Maintenance Report (Austin
Pantano, Field Supervisor)

Due to Mr. Pantano's excused absence, Mr. Kropkowski gave the maintenance report to the Board. He noted the chip shortage because of the pandemic and challenges acquiring meters. There were no main breaks in the month of July.

Financial Matters

a. July
2021/August2021
Daily/Monthly
Operation Expenses
& Capital
Expenditures

Mr. Kropkowski opened the floor to questions while noting that the key drivers for the District were water use and the associated cost of water. He explained that the cool weather in May and June have decreased revenues but that a hotter July would help to increase revenues

b. July 2021 Unaudited
Financial &
Investment Reports

Mr. Baker asked about the lift station and legal expenses.

The Board generally discussed a few line items on the payables and invoices yet to be received.

Director Peters asked about how many shut offs had occurred during this period. Mr. Kropkowski reported there were likely less than 20 and that they do their best to get constituents onto a payment plan to avoid a shut off. Director Peters appreciated the accommodations provided to residents prior to shut off.

Director Morgan **MOVED** to approve the July 2021/August2021 Daily/Monthly Operation Expenses & Capital Expenditures. Director Plotkin seconded. Upon vote the motion **PASSED** by unanimous consent.

Director Morgan noted an outstanding charge to a future development that should be accounted for in future financial reports.

The Board generally discussed the costs covered by the new development and outstanding receipts or expenditures associated with future inclusions.

Director Baker requested an algorithm in the future that could help the Board to make long term capital decisions. Director Plotkin and Peters asked if there was a way to incorporate inflation and memorialize an algorithm that could assist future Boards in determining the revenues and expenses of the District.

Engineering Matters

- a. 2021 Capital Improvement Project Updates
Mr. Kenyon discussed the meaningful updates from the previous report at the last regular meeting.
- b. Red Zone Tank Warranty
Mr. Baker requested that Mr. Woods be included on communications to ensure that all warranty requests would be honored. Mr. Kenyon noted that one of the contractors that submitted a proposal was willing to reduce their overall costs based upon questions asked by Director Peters.
- c. Construction Project Status Spreadsheet Updates
The Board discussed the status of ongoing projects within the District. Mr. Kenyon responded to Director questions as they related to the Status Spreadsheet.
- d. Alameda Water and Sanitation District
Mr. Kenyon moved on to discuss the Alameda Water and Sanitation District and recapped the history of the relationship.

Mr. Baker asked what Alameda was requesting of the District. Mr. Kenyon explained that Alameda was looking at another service study and are requesting an update to the IGA between the Districts. As a part of some new development, Mr. Kenyon and the Board generally discussed the involvement of Green Mountain and Alameda regarding how it might impact the existing IGA.

The Engineers report concluded at 8:06 P.M.

The Board took a Break at 8:07 P.M.

District Manager Report

- a. Employee Accomplishments and Compliments Mr. Kropkowski described the awards and accomplishments of the District staff.
- b. Co-Warn Details Mr. Kropkowski discussed a few of the pros and cons of joining. It was his recommendation that the Board join to protect the District. Director Baker stated that based on information he was familiar with that it makes sense to join. Director Peters warned the Board that she recalled there was a fee associated with Co-Warn. Other Board members confirmed recalling a fee that talked them out of the decision previously.
- c. Board Meetings – COVID Protocols Mr. Kropkowski said he has received inquiries regarding vaccinations and a Board policy. He noted that he believed that each member of the public and Board members have been doing what they are comfortable with. He expressed concern with a policy that might be more restrictive than state regulations.

Director Baker proposed that the District consider joining at their next meeting. Mr. Kropkowski agreed to confirm the cost.

Director Hanagan expressed her willingness to reveal her vaccine status but asked Mr. Woods for a legal interpretation as to what is the District's best policy.

The Board discussed available options.

The Board decided to continue the hybrid meeting option and allow residents and stakeholders to choose the option that best suits their comfort level.

Director's Matters

- a. Discuss CDM Smith estimate for engineering review Director Peters noted that she would send the most recent estimate.
- b. Discuss Fee and Rate Study Director Morgan introduced the study and noted she was interested in updating the rates and fees to be more in line with the market and allow the District to recoup "today's" costs. The Board generally discussed which consultants might be best to complete the study. Director Baker requested that management and the Board make this study a priority. Director Plotkin and Baker noted the need for an algorithm. Mr. Woods explained

that an algorithm would be useful, but that the new fees or rates would need to be approved by the Board each year, regardless.

Director Plotkin asked about the RFP process as it related to past proposal requests that have been made. Mr. Woods advised that the Board update the request to the concerns of the current Board and requested that it be on a future agenda.

c. Discuss IGA and Will Serve Resolutions

Director Morgan introduced the IGA and Will Serve Resolutions. Director Plotkin clarified the increase in public process that would be involved with the new resolutions. The Directors discussed the requirements that could be included with a Will Serve letter that would allow the Board to evaluate the pros and cons of any future inclusion. The Board talked about legal review of a future IGA and how it should be incorporated into the Resolution.

Director Baker asked Mr. Woods about possible resolution templates that could avoid the pitfalls associated with IGAs to improve their resolution. Mr. Woods stated that he did not have a template per se but could work to review the resolution as presented.

Director Peters requested a revision to generalize the use of 'developer' to applicant and the inclusion of a pro-forma to assist the Board in evaluating any proposed IGA.

Mr. Woods described the need for a simple solution for the Board and advised not over complicating a resolution up front as the ultimate negotiation is likely complicated with many nuances.

The Board discussed certain terms that should be included or removed from an IGA or Will Serve Letter and how it related to a future inclusion.

Director Morgan volunteered to make the edits from the conversation and then get the document to Mr. Woods for review. This would then provide plenty of notice for the public to comment. Director Peters requested two readings of the resolution.

The Directors discussed how to ensure two readings could occur and considered the possibility of a special meeting.

Director Morgan volunteered to get the resolution on the website following Mr. Woods review. The Board will consider action at the next meeting.

d. Public Comment and Procedures for Voting Items

Director Peters introduced the Resolution for approval. She requested Mr. Woods feedback on the edits to the document.

Director Plotkin and Peters discussed what would occur if a member of the public violates the rules of the proposed procedure. Director Plotkin noted inconsistencies of the way the Chair has handled other instances. Director Peters commented that a policy could be helpful to other Boards in the future.

The Board discussed tabling the discussion to ensure adequate discussion. Mr. Woods noted there were some changes presented and that he recommended the Board make those changes and redistribute to him for review. Director Peters requested that it be posted for at least two meetings.

Scott Gessler Discussion

a. Conflict of Interest Issues

Director Hanagan asked about her power regarding vacating a meeting and the Vice Presidents' power. She noted she had not authorized the Vice President to sign Scott Gessler's engagement letter.

Mr. Woods declined comment and stated that a memorandum would be sent to the Board describing the state statute response to Mr. Torres letter. The memorandum would also include information regarding Director Hanagan's concerns about the actions of the previous meeting.

Legal Matters

a. Summary of any issues of concerns

None.

b. CORA Request Policy Discussion – Considerations for Wastewater Master Plan

Mr. Woods described the CORA request sent to the District and described that there are certain aspects of the request that should be held for public safety reasons.

Director Peters, Plotkin and Baker discussed the risks that can occur from providing proprietary information. The Board discussed the public's right to know and the need-to-know of certain information.

Mr. Woods clarified that discretion would be needed when responding to ensure no information was released that could

create a public safety issue. Mr. Kropkowski described the request and noted that he would be in default of the Boards' CORA policy by not producing documents. He acknowledged Mr. Woods recommendations and noted he was inclined to provide reasons why the documents are not available to the public instead of releasing them.

Director Peters requested some guidelines regarding CORA requests from District legal counsel.

Mr. Davenport expressed a desire for direction regarding the most recent request from Mr. Woods. Mr. Woods confirmed that they would discuss the request tomorrow.

Director Baker **MOVED** to make a claim to the CSD pool on the Big Sky litigation. Director Plotkin seconded and upon vote the motion **PASSED** unanimously.

Executive Session (if required)

None.

a. Executive Session pursuant to §24-6-402(4)(b) and/or §24-6-402(4)(e), C.R.S. for the purpose of conferencing with an attorney to receive legal advice

Other Business

The Board generally discussed how future regular meeting agendas should be handled and reviewed.

Adjourn:

Director Hanagan **MOVED** to adjourn the meeting. Director Baker seconded the Motion. The Motion **PASSED** by unanimous consent, and the meeting was adjourned at 9:03 p.m.

voted nay

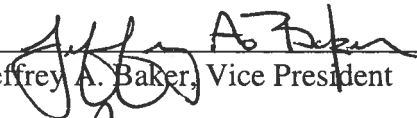
Adrienne L. Hanagan, President


Alex Plotkin

Alex Plotkin, Secretary

voted nay

Rhonda Peters, Director


Jeffrey A. Baker, Vice President


Karen Morgan, Treasurer