

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

October 26, 2021

A Special 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 26, 2021.

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

Attendance: A special 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
Alex Plotkin, Secretary
Karen Morgan, Treasurer

Director Hanagan submitted her resignation in advance of the special meeting of the Board.

Also present were:

Kristan Buck, Interim District Manager
Sam R. McKay, District Information Technology
Jesse Davenport, District Information Technology
Doug Pavlich, District Accounting
Austin Putano,
John Coaty, Coaty Marchant Woods P.C.
Alex Carlson, Centennial Consulting Group

Members of the Public in Attendance

David Garner
Kathleen
John's Ipad
Kathe Odenweller
Ludmila
Imara
Pete
Jjblk
303-985-1341

Call to Order / Declaration of
Quorum:

Director Baker, 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 6:00 p.m.

Reading of the Agenda	Director Baker read the agenda to the Board.
Directors & Disclosure Matters:	Director Morgan disclosed that David Garner and Rob Littleton contacted her expressing interest in being appointed to the Board.
Approval of/Deletions from the Agenda:	<p>Director Baker MOVED that item's 4 and 5 should be in reversed order. Director Morgan seconded, upon vote the motion PASSED unanimously.</p> <p>Director Morgan MOVED to add an agenda item immediately ahead of Election of Officers to Discuss the resignation of Director Hanigan. The motion was seconded by Director Baker and upon vote the motion PASSED unanimously.</p>
Public Comment	<p>Ms. Poston stated that she is enjoying the civility of the recent Board meetings.</p> <p>Todd Hooks asked to be considered for appointment to a Director position.</p>
Director's Matters	
a. Resignation of Adrienne Hanagan	The Board acknowledged the resignation of Director Hanagan from her Board position.
b. Election of Officers	The Board tabled the election of officers to a subsequent meeting after appointments of new Board members had been made.
c. Consideration/Approval of District Manager hiring process and/or consideration/Approval of hiring interim District Manager	The Board discussed the interim management agreement with Kristan Buck. Director Morgan asked about the hours contained in the agreement and if there would need to be an increased number of hours to account for the amount of work that needs to be completed.
i. Changes to position requisition	<p>Director Plotkin MOVED to onboard Kristan Buck as interim District Manager. Director Baker seconded and following discussion, upon vote the motion PASSED unanimously.</p> <p>Director Plotkin MOVED to allow Ms. Buck to create and assist in reviewing and posting an RFP to hire a full time District Manager. Director Baker seconded the motion. The Board and Ms. Buck discussed a few of the details of the RFP to begin creating a draft that could be reviewed at the next</p>

Board meeting. Director Baker requested that Ms. Buck submit her redlines to the Board. Upon vote, the motion **PASSED** unanimously.

d. Consideration of and appointment of replacement for Rhonda Peters

Director Baker opened a discussion on interested candidates for appointment.

i. Discussion with Board Candidates

Director Morgan asked Mr. Garner to introduce himself.

Mr. Garner explained the time he has been a property owner within the District. He confirmed that he would only serve for the remainder of the existing term to May 2022 and would not run for re-election at the May 3, 2022, election. Mr. Garner generally explained some of his experience as a colonel in the U.S. Air Force and other positions and opportunities he had throughout his career. He continued to describe positions he held following his retirement from the U.S. Air Force in 2006.

Director Morgan asked Mr. Garner about his comfortability with a small budget in comparison to his U.S. Air Force experience. Mr. Garner responded with a short example and noted that he had not exceeded a budget during his time in the military.

Director Baker asked Mr. Wiechman to introduce himself.

Mr. Wiechman described his experience as a former member of the Army and as an economist. He continued to explain his experience on homeowner associations, special district boards and mentioned that he had served two terms on City Council. He noted that his desire to become involved was to ensure the Board not reward developers and ensure that the funds of the District are being responsibly spent to the benefit of the existing residents of the District.

Director Morgan noted that Mr. Wiechman had attended meetings for a long time. She asked if he noted any differences in the functioning of the Board since the departure of Ms. Timmins. Mr. Wiechman spoke about the beginning of the relationship with Ms. Timmins was positive but overtime the meetings became more and more contentions

Director Baker asked Mr. Hooks to introduce himself.

Todd Hooks introduced himself and described his tenure in the District and described his corporate experience. He noted that he held multiple positions as CFO and described his strengths in finance and accounting. He further explained that his prior and current positions have provided him experience with both small and large budgets. His interest in being appointed to the Board is to ensure that the finances of the District remains strong.

Director Morgan noted that Mr. Hooks had previously ran for election to the Board. She asked that if he ran again would he be willing to stick it out? Mr. Hooks stated that he would stick it out and believes that it is important to separate personal vs. business statements made by the public and that it is the position of the Board to focus on the best interests of the District.

Director Baker **MOVED** to appoint Mr. Hooks to fill Ms. Peters' vacated position on the Board. Director Morgan seconded the motion. Director Plotkin asked Mr. Hooks if he was in fact fully committed to the position. He confirmed. Upon vote, the motion **PASSED** unanimously.

Director Baker administered Mr. Hooks Oath of Office.

Director Baker **MOVED** to appoint Mr. Garner to fill Ms. Hanagan's vacated position on the Board. Director Morgan seconded the motion. Director Plotkin asked Mr. Garner if he was in fact fully committed to the position. He confirmed. Upon vote, the motion **PASSED** unanimously.

Mr. Coaty administered Mr. Garner's Oath of Office.

The Board took a break at 7:00 p.m.

Discussion and Updates to the Draft 2021 Budget

Mr. Pavlich introduced the Budget discussion noting that the interim director position would need to be budgeted for moving into 2022.

- a. Discuss and Consider proposals for changes base on initial presentation on October 12, 2021

Director Morgan discussed the capital improvement budgets and stated that she felt that this should be a priority of the Board. Director Baker reiterated Director Morgan's statements regarding the Boards failure in the previous year to address capital improvements recommended to the District previously.

Director Baker described his desire to have a list of desired improvements in the order of the highest priority for the District. Mr. Putano advised the Board that the sooner the items can be approved and scheduled the better due to lack of contractor availability.

Director Baker asked Kristan Buck to look into documentation to support employee compensation and raises. The Board discussed generally their desires for information related to market rate compensation for employees of the District and cost of living increases.

Mr. Davenport informed the Board that he is working to get a firm cost for some of the enhanced IT security measures currently included in the 2022 budget. Director Baker requested Mr. Davenport to let the Board know if an executive session would be needed to discuss the enhanced security measures.

Director Baker noted the need for an HVAC repair for the GMWSD office and requested that this be prioritized. Ms. Buck stated that she would reconcile the estimate discrepancies. Ms. Buck will coordinate with Director Baker to move forward with one of the proposals.

Ms. Buck asked for clarity on the request for the capital improvements list. Director Baker asked for additional details on how capital projects are and/or should be prioritized for the District.

The Board expressed their gratitude and unwavering support for the GMWSD staff.

The Board scheduled a tentative special meeting for November 16, 2021, at 6:00 p.m. in the case the Budget is not finalized at the next Regular meeting to be held on November 9, 2021, at 6:00 p.m.

**New Business – Notifications
for Next Board Meeting**

Election of officers will be considered at the next meeting.

Further 2022 Budget Discussion will be had at the next meeting.

The Board will also hear reports presented by Ms. Buck regarding the HVAC repairs.

The Board will also hear and consider the IT security update (executive session, if needed).

Mr. Woods will provide a litigation update (executive session, if needed).

Mr. Coaty requested that he and Mr. Woods be allowed to enter their appearance in the malpractice case. Director Baker **MOVED** to allow Coaty Merchant Woods, P.C. to be attorneys of record on the malpractice case. Director Plotkin seconded the motion. Mr. Coaty described the role they will play after entering their appearance in the case. He assured the Board that it will be a very limited engagement. Upon vote the motion **PASSED** unanimously.

Mr. Coaty provided a contingency agreement with Ms. Timmins to the Board of Directors that had been signed by Director Hanagan without the approval of the Board and he advised the Board that he will update the Board regarding the ramifications to the District and Board of Directors.

Adjourn:

Director Baker **MOVED** to adjourn the meeting. Director Morgan seconded the motion. The motion **PASSED** by unanimous consent, and the meeting was adjourned at 8:00 p.m.



Alex Plotkin, Secretary