

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE ROXBOROUGH WATER AND SANITATION DISTRICT HELD APRIL 21, 2010

A regular meeting of the Board of Directors of the Roxborough Water and Sanitation District was held on Wednesday, April 21, 2010 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:

Phil Scott, Director	Ken Maas, Director
Linda Dillon, Director	Stan Brown, Director
Larry Moore, RWSD	Ted Snailum, TWS Financial
Vickie Nolen, RWSD	Alan Pogue, Esq.
Joanne Cleveland, RWSD	Bill Goetz, TST Infrastructure
Mike Marcum, RWSD	Cindy Taylor, RWSD
Linda Goodrich, Resident	

Consent Agenda: Upon a motion and second, the Board approved the Consent Agenda, which consisted of:

1. Approve Minutes of the March 17, 2010 Regular Meeting
2. Ratify Payroll for March 31, 2010 and April 15, 2010
3. Approve Payment of Claims- checks #51867-51889
4. Ratify Payments since March 17, 2010 – checks #51813-51866
5. Approve March 2010 Financial Statements

Absent: Dave Bane was absent and this is an excused absence.

Amend Agenda: Alan Pogue, Esq. asked the Board to consider amending the Agenda to add the following items to the Legal part of the Agenda:

- *C. Resolution to update the Profit Sharing Plan
- *D. Authorization regarding DRCOG Water Quality
- *E. Conveyance of the portion of Roxborough Drive next to the Fire Station to Douglas County and authorize Larry Moore to sign the Quitclaim Deed when prepared.

Upon a motion, second and unanimous vote the Board agreed to amend the Agenda.

WATER:

Aurora: Larry Moore informed the Board that he and Bill Goetz met with Mark Pifher, Joe Stibrich and Lisa Darling of Aurora on April 9, 2010 to begin discussions regarding a new contract for RWSD. Many issues were discussed including Meadow Ditch, Chatfield Reallocation, Wise Partnership, Denver Water, RWSD's service area, water quality, units/EQR's, drought restrictions, infrastructure and the political implications. The meeting went extremely well and Lisa Darling will draft a new agreement following the form of the previous 1972 agreement and will add additional provisions for future Wise Partnership water. Lisa Darling said she would have a draft agreement within 4 weeks. Bill Goetz and Mr. Moore were both very pleased with how the meeting went.

SMWSA: Mr. Moore informed the Board that the SMWSA members are still working toward commitment to the Wise Partnership. South Metro is working on the agreements with

Denver Water and Aurora on how they will partner on water purchases and infrastructure.

Chatfield Reallocation: Mr. Moore reported to the Board that all aspects of the FR/EIS are coming to a close. Final reviews are underway and the date for release is now scheduled for July, 2010. The water providers are formulating the structure of the entity to present to the CWCB and planning its presentation. The City of Brighton has given notice of its intent to sell its water storage interest which they represent 1,425 acre feet or 6.92% of the reallocation project.

2010 System Development Charges: Bill Goetz presented to the Board the updated system development charge (SDC) calculation worksheet for 2010. After reviewing the numbers it was determined that the difference between the 2009 and 2010 calculation worksheet was \$92.00. The Board upon a motion, second and unanimous vote agreed not to increase the SDC's and to leave the 2010 System Development Charge at the 2009 rate because of the economic climate.

2010 Rate Evaluation: Bill Goetz presented to the Board the final 2010 Rate Evaluation. The Board upon a motion, second and unanimous vote approved the Rate Evaluation. The Board also commended Mr. Goetz for the outstanding job done on the Rate Evaluation and everyone agreed that it will be updated each year with the current numbers and any changes necessary which complies with the Resolution approved at the previous Board Meeting in March.

LEGAL ISSUES: Alan Pogue gave the status report to the Board.

Election: Mr. Pogue informed the Board that we have started receiving the mail-in ballots. Election Day is May 4th from 7:00 a.m. to 7:00 p.m. After 7:00 p.m. the appointed election judges will count the ballots and will inform the candidates of the results that night.

Village Circle East: Mr. Pogue informed the Board that an IGA between RWSD and Douglas County is being reviewed. The Board upon a motion, second and unanimous vote approved the IGA subject to Alan Pogue's approval of the final IGA and authorized Larry Moore to sign the final IGA.

Resolution regarding Profit Sharing Plan: Mr. Pogue presented to the Board a Resolution required to comply with all IRS published guidance relating to qualified retirement plans. The Board upon a motion, second and unanimous vote approved this Resolution.

DRCOG Water Quality: Larry Moore informed the Board that DRCOG is considering relinquishing its responsibilities regarding the 208 Water Quality Planning Committee. Because so many special districts are choosing not to pay the assessments imposed by the Authority for 2010, DRCOG has proposed that if the districts don't join the Advisory Committee it could impact the District's discharge permits. At this point DRCOG wants the Governor require special districts to pay into DRCOG's program as a provision of their discharge permits so they will have more funding or they will relinquish the program. The special districts do not feel that they are receiving anything for the money paid in assessments. The Board agreed to continue having Ronda Sandquist, Esq. represent RWSD's interests at the various meetings that are taking place and to voice RWSD's opposition to requiring special districts to pay into the deficient program.

Road Adjacent to Fire Station: Larry Moore and Don Lombardi, West Metro, met with representatives of Douglas County Engineering to discuss a solution for ownership and ongoing maintenance of the road adjacent to the West Metro Fire Station #15. The following solution was negotiated by the group:

*Roxborough will deed the roadway to Douglas County and give them \$15,000.00 in seed money to improve the roadway;
*West Metro will provide an ingress/egress and snow storage easements to Douglas County and will maintain the easement areas;
*RWSD will help Douglas County obtain additional easements from the State Park;
*Douglas County will take ownership of the roadway, will improve the road this summer and provide ongoing maintenance.

The Board upon a motion, second and unanimous vote approved moving forward on this project and authorized Larry Moore to execute the deeds and any other needed documents.

OPERATIONS: Mike Marcum gave the Board an overview of work done in the District, at the Plants, and in the Field. Mike also reported to the Board that RWSD has received a letter from the State allowing us to reduce our testing substantially which will produce a savings of approximately \$18,000.00 to the District. This letter was as a result of our treated water testing results for the last two years, which speaks to the exceptional work the RWSD operators have done operating the District's water and wastewater systems.

ENGINEERING: Bill Goetz, TST Infrastructure, presented the engineering report.

Lift Station Chemical Building: Mr. Goetz informed the Board that construction of the walls has been completed and roof construction is in progress.

Lift Station Chemical Building Pay App #2: The Board upon a motion, second and unanimous vote approved Pay App #2 to Alliance Construction Solutions, LLC for work done on the Lift Station Chemical Building in the amount of \$102,699.37.

Lift Station Chemical Building Change Order #1: The Board upon a motion, second and unanimous vote approved Change Order #1 to Alliance Construction Solutions, LLC which will add 3 days due to weather and \$2,549.89 due to added cost to replace sumps under two tanks.

Transition Vault Improvements: Mr. Goetz informed the Board that construction of the fourth biofilter is in progress.

Transition Vault Pay App #1: The Board upon a motion, second and unanimous vote approved Pay App #1 to Glacier Construction Company, Inc. for work done at the Transition Vault in the amount of \$19,631.25.

Zone 2/3 Water Line Loop Pay App #5: The Board upon a motion, second and unanimous vote approved Pay App #5 which is the final payment to Belair Excavating for work done on the Zone 2/3 Waterline Loop in the amount of \$25,398.98.

Zone 2/3 Water Line Loop Change Order #1: The Board upon a motion, second and unanimous vote approved Change Order #1 to Belair Excavating which will add 40 days to Substantial Completion and 15 days to Final Completion and also deduct \$48,891.71 from the original contract.

Zone 2/3 Water Line Loop Certificate of Final Completion: The Board upon a motion, second and unanimous vote authorized Mike Marcum to sign the Certificate of Final Acceptance. Mr. Pogue advised the Board that a cost recovery notice would be recorded against each property benefitted by the waterline loop requiring those owners to pay their respective share of the construction costs prior to receiving water service from the District.

Village Circle East: Mr. Goetz informed the Board that the design of the water and sewer drawings is 90% complete and development of the engineering information for the county roadway is 90% complete.

FINANCIAL: Mr. Snailum presented the February 2010 Financial Statements to the Board.

ADMINISTRATIVE:

Monthly Customer Summary: Mrs. Taylor reviewed the Monthly Customer Summary with the Board. Since we have started the rebate program, January 1, 2008, we have rebated \$30,750.00.

EXECUTIVE SESSION: The board was advised that due to the need to receive advice from the District's general counsel on specific 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), C.R.S., for the purposes 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 Dillon reported, "It is April 21, 2010 and the time is 10:05 a.m. For the record, I am the presiding officer, Linda Dillon. As required by the Open Meetings Law, the Executive Session is being recorded.

Also present at this Executive Session are the following persons:

Linda Dillon, President
Phil Scott, Vice-President
Stan Brown, Assistant Secretary
Kenneth W. Maas, Assistant Secretary
Larry Moore, General Manager

This is an executive session for the following purposes:

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 Dillon cautioned each participant to confine all discussions to the stated purpose 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 personnel matters. The time is now 10:20 a.m. and the executive session has been concluded. The participants in the executive session were:

Linda Dillon, President
Phil Scott, Vice-President
Stan Brown, Assistant Secretary
Kenneth W. Maas, Assistant Secretary

Director Dillon 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 and seconded to approve adjustments to a couple of employees' salaries effective May 1, 2010. The Board also approved an increase to 44% the percentage of salaries to cover payroll taxes, insurance and employee benefits. The Board also restated that the General Manager should have the latitude and flexibility to structure the benefit package that best meets the employee's needs. Upon a motion and second the motion was unanimously approved.

Aurora Personnel: At this time Joe Stibrich and Lisa Darling, both employees of Aurora Water, joined the meeting.

ADJOURN: Being no further business, a motion was made to adjourn the meeting at 11:05 a.m. Upon a second, the motion passed.

Respectfully Submitted,

Secretary for the Meeting