
RECORD OF PROCEEDINGS

**MINUTES OF THE BOARD OF DIRECTORS OF
THE ARAPAHOE COUNTY WATER AND WASTEWATER AUTHORITY**

HELD: January 10, 2018

13031 E. Caley Ave.
Centennial, CO 80111

ATTENDANCE:

Present were Directors: Ken Beard, Doyle Tinkey, Geri Santos-Rach, Tom Wood, Nancy Sharpe, Jeff Baker, and Brad Cromer. Director Gardner was absent, and not excused. Also in attendance were Steve Witter, Kate McRae, Martin Stegmiller, Emily Lowell, Patty Pratt, Rhonda Ruitter, Michael Morianti, and Legal Counsel, Rick Kron, Ron Fano. The guests in attendance were Alan Leak, Respec; Randy Warren, representing Cottonwood Water and Sanitation District and Inverness Water and Sanitation District.

CALL TO ORDER:

Director Beard called the meeting to order at 9:01 a.m. in the Arapahoe Conference Room of the Arapahoe County Water and Wastewater Authority (ACWWA) office at 13031 E. Caley Ave., Centennial, CO 80111. The Pledge of Allegiance was recited.

ADOPTION OF THE AGENDA:

Director Baker made a motion to Adopt the Agenda as presented. The motion was seconded by Director Wood and passed 7 to 0.

PUBLIC FORUM

No one came forward to address the Board.

CONSENT AGENDA:

Director Tinkey made a motion to approve the Consent Agenda as presented. The motion was seconded by Director Beard and passed 7 to 0. The Consent Agenda consisted of the following:

1. Request for Approval of Minutes of the Board of Directors of the Arapahoe County Water and Wastewater Authority - from December 13, 2017
2. Request for Approval of Payment Register

3. Request for Approval of Funds for 2018 Ice Pigging Program

INFORMATION ITEMS AND REPORTS

At the request of staff, and with the consent of the Board, the Chair changed the order of items on the Agenda.

ITEM No. 7 – General Manager’s Report to the Board of Directors

Mr. Witter congratulated Commission Baker at being elected Chair of the Arapahoe County Board of County Commissioners for 2018.

Mr. Witter reported he had nothing new to report from what was in the Board packet.

ITEM No. 8 – Committee Updates

No report necessary at this time.

ITEM No. 9 – Staff Updates

A. Development Report – Mr. Witter reported that ACWWA has surpassed its projected goal for 2017 by selling 60 taps in December alone and the January is looking very promising as well.

In response to an inquiry regarding the ACWWA Connecting Main from Director Tinkey, Mr. Morianti reported that construction easements are being finalized and that construction will most likely begin in late January or early February, and will take about 6 weeks.

B. Monthly Financial Statements – Ms. McRae gave a brief review of the report that was provided in the Board packet, indicating she expects the year to end strong.

C. Legal Report – Mr. Kron reported that he had nothing new to report other than the items that will be discussed in the Executive Sessions.

ITEM No. 10 – Informational Updates

A. Water Informational Dashboard – Mr. Witter reported that it has been very dry throughout Colorado this winter and that it may be of concern this coming irrigation season.

B. Customer Service and Website Activity – No report necessary at this time.

C. Financial Report

i. Investments – No report necessary at this time.

ii. Billing Activities – No report necessary at this time.

GENERAL BUSINESS ACTION ITEMS

ITEM No. 4 – Discussion and Possible Action Regarding Sale of Water from Elbert County

FIRST EXECUTIVE SESSION

At 9:06 a.m., a motion was made by Director Wood and seconded by Director Baker to enter into the First Executive Session, pursuant to §24-6-402(4)(e) C.R.S., to develop negotiating positions, strategy, or instruct negotiators regarding the sale of water from Elbert County. Motion passed 7 to 0. The following people were present in the Executive Session: Ken Beard, Doyle Tinkey, Geri Santos-Rach, Nancy Sharpe, Tom Wood, Brad Cromer, and Jeff Baker. Also in attendance were: Steve Witter, Emily Lowell, Kate McRae, Patty Pratt, Alan Leak, Respec, and Legal Counsel, Rick Kron and Ron Fano. (Executive Sessions recordings are retained for 90 days.)

At 9:54 a.m., a motion to adjourn the First Executive Session was made by Director Baker. The motion seconded by Director Wood. Motion passed 7 to 0.

Mr. Witter invited members of the public to return to the meeting.

In Open Session, Director Sharpe reported the Board had a very thorough discussion regarding this matter and then moved to direct staff to negotiate with Black Sun LLC regarding Denver Basin Water Rights under the Hunt Parcels in accordance with the guidance received from the Board. The motion was seconded by Director Baker and passed 7 to 0. The Board also directed staff to work with legal counsel to obtain the necessary easement if the Black Sun transaction goes forward.

ITEM NO. 5 – Discussion and Possible Action Regarding Valley Country Club

SECOND EXECUTIVE SESSION

At 9:57 a.m., a motion was made by Director Beard and seconded by Director Tinkey to enter into the Second Executive Session, pursuant to §24-6-402(4)(b) C.R.S., to consult or receive advice from the attorney on specific legal questions and strategy concerning the Valley Country Club. Motion passed 7 to 0. The following people were present in the Executive Session: Ken Beard, Doyle Tinkey, Geri Santos-Rach, Nancy Sharpe, Tom Wood, Brad Cromer, and Jeff Baker. Also in attendance were: Steve Witter, Kate McRae, Patty Pratt, and Legal Counsel, Rick Kron and Ron Fano. At the direction of Mr. Kron, the Second Executive Session was not recorded.

At 10:28 a.m., a motion to adjourn the Second Executive Session was made by Director Beard. The motion seconded by Director Santos-Rach. Motion passed 7 to 0.

Mr. Witter invited members of the public to return to the meeting.

ITEM No. 6 – Discussion and Possible Action Regarding the General Manager’s Annual Performance Evaluation

THIRD EXECUTIVE SESSION

At 10:33 a.m., a motion was made by Director Cromer and seconded by Director Santos-Rach to enter into the Third Executive Session, pursuant to §24-6-402(4)(f) C.R.S., to discuss personnel matters, particularly the General Manager’s Annual Performance Evaluation. Motion passed 7 to 0. Following Mr. Kron’s question, Mr. Witter elected not to open the session to the public. The following people were present in the Executive Session: Ken Beard, Doyle Tinkey, Geri Santos-Rach, Nancy Sharpe, Tom Wood, Brad Cromer, and Jeff Baker. At the request of the board, Steve Witter was also in attendance. The Board concurred that legal staff was not required to be present during this Executive Session. (Executive Sessions recordings are retained for 90 days.)

Director Wood left the meeting at 10:50 a.m.

At 11:16 a.m., a motion to adjourn the Third Executive Session was made by Director Santos-Rach. The motion seconded by Director Beard. Motion passed 6 to 0.

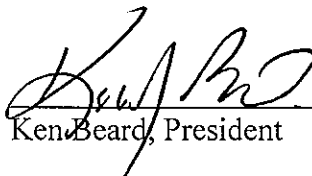
Mr. Witter invited members of the public to return to the meeting

ADJOURNMENT

At 11:17 a.m. Director Tinkey made a motion to adjourn the meeting. The motion was seconded by Director Sharpe and passed 6 to 0.


Approved: _____ 2-14-_____ 2018.

ARAPAHOE COUNTY WATER AND
WASTEWATER AUTHORITY

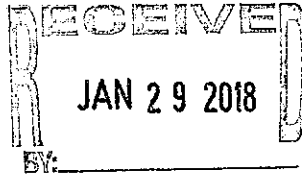


Ken Beard, President

ATTEST:



Geri Santos-Rach, Secretary



RICK KRON
DIRECT DIAL: (303) 839-3704
rkron@spencerfane.com

File No. 5113777-4

January 25, 2016

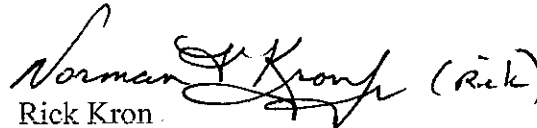
Arapahoe County Water and
Wastewater Authority
Attn: Patty Pratt
13031 E. Caley Avenue
Centennial, CO 80111

Re: Opinion Concerning the Second Executive Session Held January 10, 2018

Members of the Board:

In my opinion, the second executive session (concerning VCC litigation) that occurred during the Board meeting that I personally attended on January 10, 2018 was properly announced and was a privileged attorney-client communication. Therefore, no record or electronic recording of the second executive session was required pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Very truly yours,


Rick Kron

NFK/cbw

DN 2897445.1