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RECORD OF PROCEEDINGS

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

HELD: August 10, 2022

13031 E. Caley Ave.  
Centennial, CO 80111

**ATTENDANCE:**

Present in person were Directors: Jeff Baker, Brad Cromer, and Perry Deeds. Directors present via Zoom were Doyle Tinkey, Nancy Sharpe, Geri Santos-Rach, Derek Killebrew, and Tom Wood. Also in attendance were Steve Witter, Matt Vigil, Kevin McBrien, Patty Pratt, Sandor Rebek, Sam Waxlax, Daniela Soare, Jacob Bakes, Ed Trujillo, Marc Letourneau, and Legal Counsel Ron Fano. Guests in attendance were Alan Leak, of Respec; Sheela Stack of Nazarene Stack & Wombacher, LLC; and Nicole Black of Cohen Black Law.

**CALL TO ORDER:**

Director Tinkey called the meeting to order at 9:00 a.m. Director Baker led the Pledge of Allegiance.

**ADOPTION OF THE AGENDA:**

Mr. Witter indicated that the Agenda would need to be modified by adding two items under General Business Action Items as follows: Under Item No. 5, including the Introduction of ACWWA's new Director of Operations; and adding Item 7.5 Presentation of Financial Software Improvements. Director Baker made a motion to adopt the agenda as modified. The motion was seconded by Director Cromer and passed unanimously 7 to 0

**PUBLIC FORUM**

No one came forward to address the Board.

**CONSENT AGENDA:**

Director Santos-Rach made a motion to approve the Consent Agenda as presented. The motion was seconded by Director Sharpe and passed unanimously 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 July 13, 2022
2. Request for Approval of Payment Register for July 2022

### ITEM No. 3 – PUBLIC HEARING

At 9:06 a.m., Director Tinkey opened the Public Hearing for discussion regarding consideration of potential opt out of the Colorado Family and Medical Leave Insurance (FMLI) Program. No ACWWA employees and no one from the public was in attendance to address the Board regarding this issue. Director Tinkey then closed the Public Hearing.

Director Wood joined the meeting at 9:07 a.m.

### GENERAL BUSINESS ACTION ITEMS

#### ITEM No. 4 – Discussion and Possible Action Regarding the Colorado Family and Medical Leave Insurance (FMLI) Program

Ms. Soare briefly described the recent Colorado legislation, the Colorado Family and Medical Leave Insurance (FMLI) Program, which will be run by the State of Colorado and allows eligible employees to take up to twelve weeks paid (partial) leave. Ms. Soare explained that ACWWA is not required to join this program, but if it chooses not to, is required to officially “opt out.” Mr. Fano reported that ACWWA staff will need to be notified of the ultimate decision within thirty days; that if ACWWA “opts out,” employees can enroll individually; and that if ACWWA “opts out,” the program allows ACWWA to “opt in” at any time. Without a future “opt-in” decision, any decision to “opt out” would have to be renewed in eight years. After discussion, Director Sharpe moved to direct staff to notify the State of Colorado that ACWWA will “opt out” of all participation in the Family and Medical Leave Insurance Program and to pass Resolution 2022-01 declining all participation in Colorado’s Family and Medical Leave Insurance Program. The motion was seconded by Director Killebrew and passed 8 to 0.

#### ITEM No. 5 – Introduction of ACWWA’s New Field Operations Superintendent, Jacob Bakes; and ACWWA’s New Director of Operations, Ed Trujillo

Mr. Witter introduced Jacob Bakes, ACWWA’s new Field Operations Superintendent, indicating the Jacob has been with the ACWWA Water Operations Department since 2010; and Ed Trujillo, as ACWWA’s New Director of Operations, who has been with ACWWA for eighteen years, most recently as ACWWA’s Inspections Supervisor. Mr. Witter explained that ACWWA conducted extensive searches for both positions and felt that these two gentlemen were more than qualified and have the advantage of knowledge of ACWWA’s systems and history. The Board welcomed and congratulated both men. Mr. Bakes stated he was excited for the opportunity and up for the challenge. Mr. Trujillo stated he already has a new vision for the entire Operations staff and could not wait to get started with the implementation of that vision.

ITEM No. 6 – Discussion and Presentation Regarding Per-and Polyflouroalkyl Substances (PFAS)

FIRST EXECUTIVE SESSION

At 9:18 a.m., Director Tinkey made a motion to enter into the First Executive Session, pursuant to §24-6-402(4)(b) to receive legal advice regarding Per-and Polyflouroalkyl substances, standards, and regulations. The motion was seconded by Director Baker and passed 8 to 0. The following Board Members were present either in person or via Zoom in the Executive Session: Doyle Tinkey, Brad Cromer, Geri Santos-Rach, Tom Wood, Nancy Sharpe, Derek Killebrew, Perry Deeds and Jeff Baker. Also in attendance were Steve Witter, Matt Vigil, Sandor Rebek, Sam Waxlax, Marc Letourneau, Jacob Bakes, Ed Trujillo, Patty Pratt, Alan Leak, and Legal Counsel Ron Fano and Sheela Stack. (At the request of legal counsel, this Executive Session was not recorded, and a letter from legal counsel is attached to these minutes.)

At 10:02 a.m., a motion to adjourn the First Executive Session was made by Director Tinkey. The motion was seconded by Director Baker and passed unanimously 8 to 0.

Director Cromer opened the meeting to the public.

ITEM No. 7 – Discussion Regarding Valley Country Club (VCC) Lift Station Subrogation

SECOND EXECUTIVE SESSION

At 10:05 a.m., Director Tinkey made a motion to enter into the Second Executive Session, pursuant to §24-6-402(4)(b) to receive legal advice regarding the Valley Country Club Lift Station subrogation claims. The motion was seconded by Director Santos-Rach and passed 8 to 0. The following Board Members were present either in person or via Zoom in the Executive Session: Doyle Tinkey, Brad Cromer, Geri Santos-Rach, Tom Wood, Nancy Sharpe, Derek Killebrew, Perry Deeds and Jeff Baker. Also in attendance were Steve Witter, Matt Vigil, Ed Trujillo, Patty Pratt, Alan Leak, and Legal Counsel Nicole Black. Mr. Fano left the room due to a conflict of interest. (At the request of legal counsel, this Executive Session was not recorded, and a letter from legal counsel is attached to these minutes.)

At 10:12, Director Sharpe left the meeting.

At 10:12 a.m., a motion to adjourn the Second Executive Session was made by Director Tinkey. The motion was seconded by Director Santos-Rach and passed unanimously 8 to 0.

Director Cromer opened the meeting to the public.

ITEM No. 7.5 – Presentation Regarding Financial Software Improvements

Mr. Vigil presented information on ACWWA’s new financial software including Xero and HubDoc, which have helped to improve efficiency and reporting and will facilitate with the annual audit. Approvalmax facilitates the flow of purchase orders and payables into a centralized location, enhancing controls; and Bill.com pulls the accounts payables and generates payments without printing/signing hard copies of checks. Mr. Vigil reported that this new suite of software is a step forward for ACWWA’s Financial Department. Mr. Vigil reported that new billing software has also been purchased and staff is in the middle of implementation. Once the conversion is complete, it will also be presented to the Board.

REPORTS

ITEM No. 8 – General Manager’s Report to the Board of Directors

Mr. Vigil gave an update, on the alternative to building a new administration building from scratch to the search for an existing building, stating that Director Baker had referred Arapahoe County’s real estate agent to assist with the investigation. A few buildings in the immediate vicinity are currently available and staff is in the process of scheduling site visits for those properties. Staff will report back to the Board.

ITEM No. 13 – Finance and Administration Report – Nothing further to report at this time.

ITEM No. 14 – Legal Report

Mr. Fano reported that regarding the Joint Water Purification Plant negotiations, the mediation is scheduled for December 12-13, 2022, and that at the September Board meeting, two Board members will need to be appointed to function as ACWWA’s representatives at this mediation.

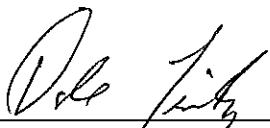
ITEM No. 15 – Updates – No further report necessary at this time.

ADJOURNMENT

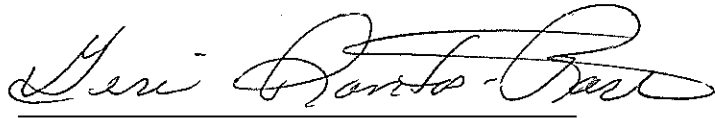
At 10:42 a.m., the meeting was adjourned.

Approved: \_\_\_\_\_ 2022.

ARAPAHOE COUNTY WATER AND  
WASTEWATER AUTHORITY

  
\_\_\_\_\_  
Doyle Tinkey, President

ATTEST:

A handwritten signature in cursive script, reading "Geri Santos-Rach". The signature is written in black ink and is positioned above a horizontal line.

Geri Santos-Rach, Secretary



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RONALD L. FANO  
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File No. 5113777-4

August 10, 2022

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

**Re: Opinion Concerning Executive Sessions Held August 10, 2022**

Members of the Board:

In my opinion, the executive sessions to discuss and receive legal advice regarding (1) Per- and Polyfluoroalkyl substances standards and regulations, and (2) the Valley Country Club Lift Station subrogation claims, that occurred during the Board meeting that I personally attended on August 10, 2022, were properly announced and were privileged attorney-client communications. Therefore, no record or electronic recordings of these executive sessions was required pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S.

Very truly yours,

A handwritten signature in blue ink, appearing to be 'R. Fano', written over the typed name.

Ronald L. Fano

DN 3108830 |