

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
BACA GRANDE WATER AND SANITATION DISTRICT

December 13, 2019

9:00 A.M.

District Office - 57 Baca Grant Way South
 Crestone, Colorado 81131

ATTENDANCE

Directors in Attendance:

John Loll
 Robert Salmi
 Gregg Conlee (via speakerphone)
 Michael Scully

Also in Attendance:

Marcus Lock; Law of the Rockies (via speakerphone)
 Cathy Fromm (via speakerphone for a portion of the meeting)
 JoAnn Slivka; District Manager

See list for additional attendees

CALL TO ORDER

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Lock has discussed with the Board the requirements pursuant to Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Baca Grande Water and Sanitation District Board of Directors and to the Secretary of State. It was noted that a quorum was present and members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting. No new disclosures were made.

President Loll opened the meeting at 9:17 AM.

APPROVED: Following discussion, upon motion duly made by Director Scully, seconded by Director Salmi and upon vote, unanimously carried, the board approved the Agenda.

CONSENT AGENDA

The board considered the following consent agenda items:

- Review and accept the unaudited financial statements for the period ending November 30, 2019 and current schedule of cash position.
- November meeting minutes are deferred to the next meeting.

Ms. Fromm reviewed the November financial statements with the board.

APPROVED: Following discussion, upon motion duly made by Director Salmi, seconded by Director Scully and upon vote, unanimously carried, the board approved the Consent Agenda.

BOARD VACANCY

Letter of Interest to Fill the Vacant Seat: (enclosed)

FROM: Gray, Daniel Dated: 12/4/2019 1:14 PM

Consider appointment of eligible elector to fill a vacancy on the board.

- Received- a letter of interest from Mr. Daniel Gray for consideration to fill the vacant board seat. Mr. Gray was invited to speak to his interest in fulfilling the vacancy. Mr. Gray had no comment.

Following discussion, upon motion duly made by Director Salmi, seconded by Director Conlee and upon vote, unanimously carried, the board did not appoint Mr. Daniel Gray to fill the vacant seat on the Baca Grande Water and Sanitation District Board of Directors.

PUBLIC COMMENT (ITEMS NOT ON THE AGENDA ONLY. COMMENTS LIMITED TO THREE MINUTES PER PERSON AND TAKEN IN ORDER LISTED ON SIGN IN SHEET).

FIRE MITIGATION: Mr. Vanderpool addressed the board about removing trees in the Stables greenbelt area. He is offering to remove the slash from the current manhole/sewer line replacement work area. His plan is to remove

the trees and continue to mitigate the whole area. If the Board of Directors is ok with this he would like to continue to mitigate. The board is fine with the collaborative efforts to mitigate the area.

BOARD AND STAFF REPORTS

The board reviewed and discussed the staff reports that are attached and incorporated herein by this reference.

UTILITY BILLING

Waiver Request: Town of Crestone, High Billing.

Following discussion, upon motion duly made by Director Salmi, seconded by Director Conlee and upon vote, unanimously carried, the board approved an adjustment of the Town of Crestone's November 2019 billing based on the annual average of previous billings and directed staff to communicate this recommendation with the Town of Crestone.

FINANCIAL MATTERS

Check Register: The board considered approval of the check register through the period ending November 15, 2019 as follows:

General \$	9,067.85
Debt Service \$	200.00
Capital Projects \$	6,735.70
Enterprise	<u>\$55,287.68</u>
Total	\$71,291.23

APPROVED: Following discussion, upon motion duly made by Director Loll, seconded by Director Conlee, and, upon vote, unanimously carried, the board approved the check register for the period ending December 13, 2019.

2019 Audit: Letter of Engagement:

The board considered the engagement of Fiscal Focus Partners LLC to perform the 2019 Audit. It was noted that while Mr. Barnes is a partner on the audit, he does change auditors every couple of years to keep fresh eyes on the district's performance.

APPROVED: Following discussion, upon motion duly made by Director Conlee, seconded by Director Scully, and, upon vote, unanimously carried, the board approved the engagement of Fiscal Focus Partners LLC to perform the 2019 audit.

BOARD OF DIRECTOR MATTERS:

There were no matters to discuss at this time.

LEGAL MATTERS

Consider Adoption of Resolution No. 2019-12-01 to Adopt the 2020 Budget and Appropriate Sums of Money and Set Mill Levies

Ms. Fromm noted that the Resolution before us incorporates the 2020 Proposed Budget that was presented at the Public Hearing in November but with a notable positive change in assessed value that shows our final AV going

into the budget 2020 year going up from the August receipt from the county. We will see an approximate \$21,000 increase in property tax than what was originally noted in the proposed budget document in November.

The Board considered adoption of Resolution No. 2019-12-01 to Adopt the 2020 Budget and Appropriate Sums of Money and Set Mill Levies (for General Fund 37.000 mills, and Debt Service Fund 17.000 mills for a total mill levy of 54.000). Upon motion duly made by Director Scully, seconded by Director Conlee, and, upon vote, unanimously carried, the board adopted Resolution 2019-12-01.

Consider Adoption of Resolution No. 2019-12-02 Regarding Election Matters

The Board considered adoption of Resolution No. 2019-12-02 Regarding Election Matters designating Rene ' Evenson as the Designated Election Official. Upon motion duly made by Director Salmi, seconded by Director Scully, and, upon vote, unanimously carried, the board adopted Resolution 2019-12-02.

EXECUTIVE SESSION MATTERS - §24-6-402(4) (a), (b), (e)(I), and (f)(I), C.R.S.

Director Scully moved and Director Conlee seconded that the Board of Directors enter into Executive Session for the purposes of receiving legal advice regarding RMS Utilities and Solar issues.

The motion carried unanimously and the Board entered into Executive Session at 10:01 AM.

Director Conlee moved and Director Salmi seconded that the Board of Directors reconvene to Regular Session at 10:51 AM.

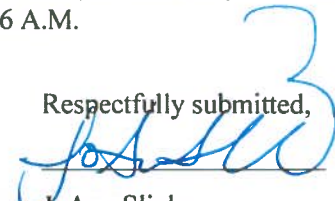
RMS Utilities Change Order Two:

Following discussion, upon motion duly made by Director Conlee, seconded by Director Scully, and, upon vote, unanimously carried, the board delegated authority to Director Salmi and the District Manager to perform a site visit and assess the current status of the Stables Manhole project and make a recommendation to the board regarding acceptance of the Change Order..

ADJOURNMENT:

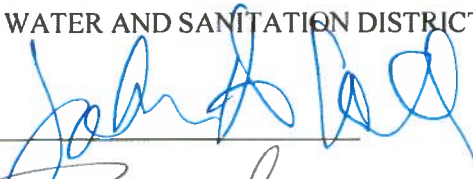
There being no further business to discuss, upon motion duly made by Director Scully seconded by Director Salmi and upon vote, unanimously carried, the meeting was adjourned at 11:06 A.M.

Respectfully submitted,

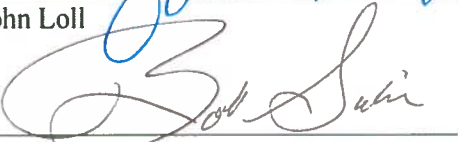


JoAnn Slivka
Secretary for the Meeting

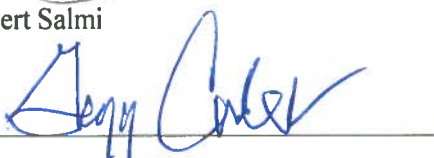
THESE MINUTES ARE APPROVED AS THE OFFICIAL December 13, 2019 MINUTES OF THE BACA GRANDE WATER AND SANITATION DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:



John Loll



Robert Salmi



Gregg Conlee



Michael Scully

ATTORNEY STATEMENT

Regarding Privileged Attorney-Client Communication

Pursuant to §24-6-402(2)(d.5)(II)(B), C.R.S., I attest that, in my capacity as the attorney representing the Baca Grande Water and Sanitation District, I attended the executive sessions on December 13, 2019, and it is my opinion that the portion of the executive session that was not recorded constituted attorney-client privileged communications.



Marcus J. Lock

General Counsel

Baca Grande Water and Sanitation District



Baca Grande Water and Sanitation District
P.O. Box 520 | 57 Baca Grant Way S
Crestone, CO 81131-0520

December 13, 2019
Board Meeting

Board of Directors Sign-in

Bob Salmi:

A handwritten signature in blue ink, appearing to read "Bob Salmi".

John Loll:

Michael Scully:

A handwritten signature in blue ink, appearing to read "Michael Scully".

Gregg Conlee:

on phone



Baca Grande Water and Sanitation District
 P.O. Box 520 | 57 Baca Grant Way S
 Crestone, CO 81131-0520

December 13, 2019
 Board Meeting

Please print your name, address and contact information along with any issues you are interested in addressing at today's Board Meeting.

Name	Address	Telephone/Email	Would you like to speak? Issues to be addressed
Daniel Gray Ben	3898 Boulder	970-497-6078	No
Spicetown	3919 Cordish Way	405 760 2110	No
Jim Vanderpool	BACA GRANDE POA		

