

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
GREATROCK NORTH WATER AND SANITATION DISTRICT (THE “DISTRICT”)
HELD
MARCH 4, 2025

A regular meeting of the Board of Directors of the Greatrock North Water and Sanitation District (referred to hereafter as the “Board”) was convened on Tuesday, March 4, 2025, at 4:30 p.m. at the Reverse Osmosis Water Treatment Plant, 16373 Rayburn Street, Hudson, CO 80642. This District Board meeting was also held virtually via Microsoft Teams and by conference call. The meeting was open to the public.

ATTENDANCE

Directors in attendance were:

John D. Wyckoff, President
Robert W. Fleck, Vice President
Lisa Jacoby, Treasurer
Brian K. Rogers, Secretary
Brenda Adams, Assistant Secretary

Also, In Attendance Were:

Lisa Johnson, Shauna D’Amato and Alexander Clem; CliftonLarsonAllen LLP (“CLA”)
Westley Ferraro and Nicholaus Marcotte, PE; Element Engineering LLC
Zachary P. White, Esq.; White Bear Ankele Tanaka & Waldron (for a portion of the meeting)
Kurt Marshall and Cameron Miller; Ironex Corporation
George Moody; Mountain Navigation Inc.
Mike Murphy; Ramey Environmental Compliance, Inc.
Mike Ursetta; Arvada Excavating

ADMINISTRATIVE MATTERS

Agenda:

The meeting was called to order at 4:30 p.m. The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Wyckoff, seconded by Director Adams and, upon vote, unanimously carried, the Board approved the Agenda, as amended, to include the approval of Pay App No. 3.

Disclosures of Potential Conflicts of Interest:

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Board and to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted that disclosures of potential conflicts of interest provided to White Bear Ankele Tanaka & Waldron were filed

with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Board of Director's Report:

None.

District Manager's Report:

Ms. Johnson reviewed the monthly Manager's Report with the Board, noting that Ridgeview Estates requires a will serve letter from the District as they move forward with Phase 2. Attorney White will draft the letter by the end of the week.

Ms. Johnson also stated she has not received further updates from Epic Estates.

Additionally, Ms. Johnson provided an update regarding the self-nomination forms received regarding the upcoming election on May 6th. As of now, an election is expected to be held for the District. No questions were posed by the Board.

CONSENT AGENDA

The Board considered the following actions:

1. Approval of the Minutes of the February 4, 2025 Regular Meeting and the Minutes of the February 19, 2025 Special Meeting.
2. Ratify approval of the payment of claims for the period ending February 24, 2025, in the amount of \$113,782.47.
3. Acceptance of Schedule of Cash Position updated as of February 21, 2025, and Inclusion Summaries.
4. Operations and Maintenance Activities Report.
5. Review meter installation report.
6. Ratify approval of First Addendum to Independent Contractor Agreement (Operator in Responsible Charge Services) with Ramey Environmental Compliance, Inc. for chlorine pump replacement at Box Elder Creek Ranch Reverse Osmosis Facility in the amount of \$5,347.25.
7. Ratify approval of Change Order No. 3 to the Performance Energy Services, Inc. Construction Contract for updates to a tie in at 162nd and Rayburn Street in the amount of \$15,659.34.
8. Ratify approval of Second Addendum to Independent Contractor Agreement with Ramey Environmental Compliance, Inc. (Pump Preventative Maintenance Services) for three pumps for the total amount of \$5,245.00.

Ms. Johnson reviewed the items under the Consent Agenda with the Board. Following discussion, upon a motion duly made by Director Wyckoff, seconded by Director Adams and, upon vote, unanimously carried, the Board approved the Consent Agenda items.

FINANCIAL MATTERS

None.

ENGINEER'S REPORT

Capital Projects Update:

Third Alluvial Well:

None.

Evaporation Pond:

Ms. Johnson updated the Board on the current situation with PES and the status of payments to subcontractors.

Attorney White relayed information he received from PES's legal counsel regarding the intended use of funds included in Pay Application Nos. 3 and 4 and recommended their approval to the Board.

Discussion ensued regarding both partial and full lien releases from the subcontractors and vendors being submitted and received by the District prior to Pay Application No. 5 being approved and distributed.

Pay Application No. 3 to the Construction Contract with PES in the Amount of \$1,095,730.17:

Upon a motion duly made by Director Wyckoff, seconded by Director Adams and, upon vote, majority carried, the Board approved Pay Application No. 3 with no additional conditions, with Director Fleck voting against.

Pay Application No. 4 to the Construction Contract with PES in the Amount of \$390,530.88:

Upon a motion duly made by Director Wyckoff to approve Pay Application No. 4, seconded by Director Jacoby and, upon vote, the motion failed.

Discussion ensued.

Upon a motion duly made by Director Fleck to approve Pay Application No. 4, subject to receipt of final and partial lien releases to the extent they have been paid and receipt of additional documents required per the agreement, seconded by Director Jacoby and, upon vote, the motion failed.

Further discussion ensued.

Upon a motion made by Director Wyckoff to reconsider the previous motion to approve Pay Application No. 4, seconded by Director Jacoby and, upon vote, majority carried, the Board approved Pay Application No. 4 to the Construction Contract with PES in the amount of \$390,530.88 Director Fleck voted against.

Attorney White will submit a request to PES's legal counsel to have PES make payments via ACH to the subcontractors.

Change Order No. 5 to the Construction Contract with PES with No Change in Amount for Weather Delay:

Mr. Marcotte reviewed Change Order No. 5 with the Board, noting his recommendation for approval. Following discussion, upon a motion made by Director Wyckoff, seconded by Director Adams and, upon vote, unanimously carried, the Board approved Change Order No. 5 to the Construction Contract with PES with no change in amount for weather delay.

Change Order No. 6 to the Construction Contract with PES in an Amount Not to Exceed \$10,457.00 for Weather Impacts and Potential Impacts Upcoming:

Mr. Marcotte reviewed Change Order No. 6 with the Board, noting his recommendation for denial. Following discussion, upon a motion made by Director Wyckoff, seconded by Director Adams and, upon vote, unanimously carried, the Board denied Change Order No. 6 to the Construction Contract with PES in an amount not to exceed \$10,457.00 for weather impacts and potential impacts upcoming.

OPERATIONS / MAINTENANCE MATTERS

Mr. Murphy presented the ORC Report to the Board.

LEGAL MATTERS

None.

OTHER MATTERS

None.

PUBLIC COMMENT

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Jacoby, seconded by Director Wyckoff and, upon vote, unanimously carried, the meeting was adjourned at 5:56 p.m.

Date of Board Approval:
