

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE GREATROCK NORTH WATER AND SANITATION DISTRICT APRIL 2, 2024

A regular meeting of the Board of Directors (referred to hereafter as “Board”) of the Greatrock North Water and Sanitation District (referred to hereafter as “District”) was convened on Tuesday, April 2, 2024, 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:

John D. Wyckoff; President
Brenda Adams; Assistant Secretary
Lisa Jacoby; Treasurer
Brian K. Rogers, Secretary

Absent and excused was Director Robert W. Fleck, Vice President.

Also in attendance were:

Lisa Johnson, Shauna D’Amato, and Alex Clem; CliftonLarsonAllen LLP (“CLA”)
Mike Murphy; Ramey Environmental Compliance, Inc. (“REC”)
Nicholaus Marcotte, PE; Element Engineering LLC
Alan Curtis, Esq.; Curtis, Justice & Zahedi, LLC
Bill Berg; Martin and Wood Water Consultants, Inc.

ADMINISTRATIVE MATTERS

Disclosures of Potential Conflicts of Interest: Ms. Johnson called the meeting to order at 4:32 p.m. 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 were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

Agenda: The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Wyckoff, seconded by Director Rogers and, upon vote, unanimously carried, the Board approved the Agenda, as amended, adding an item under Administrative Matters: Approve Engagement Letter with Curtis, Justice & Zahedi, LLC, and approving the absence of Director Fleck.

Board of Director’s Report: None.

RECORD OF PROCEEDINGS

District Manager's Report: Ms. Johnson reviewed her monthly Manager's Report with the Board. There were no questions. A copy of the report is attached hereto and incorporated herein by this reference.

Engagement of Curtis, Justice & Zahedi, LLC: Ms. Johnson reviewed the engagement letter with the Board. Following review and discussion, upon a motion duly made by Director Wyckoff, seconded by Director Rogers and, upon vote, unanimously carried, the Board approved the engagement of Curtis, Justice & Zahedi, LLC for special counsel water rights services.

CONSENT AGENDA

The Board considered the following actions:

1. Approve the Minutes of the February 26, 2024 special meeting and the Minutes of the March 5, 2024 regular meeting.
2. Ratify approval of the payment of claims for the period ending March 25, 2024, in the amount of \$110,252.79.
3. Acceptance of unaudited financial statements for the period ending February 29, 2024, Schedule of Cash Position updated as of March 21, 2024, and Inclusion Summaries.
4. Operations and Maintenance Activities Report.
5. Review meter installation report.
6. Ratify approval of Independent Contractor Agreement with Applied Ingenuity, LLC for Well and Water System Services.

Following discussion, upon a motion duly made by Director Wyckoff, seconded by Director Jacoby and, upon vote, unanimously carried, the Board approved the Consent Agenda items.

FINANCIAL MATTERS

None.

ENGINEER'S REPORT

Mr. Marcotte presented the Engineer's Report to the Board. A copy of the report is attached hereto and incorporated herein by this reference.

CAPITAL PROJECTS UPDATES:

Third Alluvial Well: Update was included in the Engineer's Report.

Evaporation Pond: Update was included in the Engineer's Report.

Reverse Osmosis Treatment Facility: Update was included in the Engineer's Report.

OPERATIONS / MAINTENANCE MATTERS

Operator in Responsible Charge ("ORC") Report: Mr. Murphy presented the ORC report to the Board. A copy of the report is attached hereto and incorporated herein by this reference.

LEGAL MATTERS

Acceptance of the Bill of Sale for Ridgeview Estates Filing No. 1 and Approval of Termination of the Warranty Agreement: Ms. Johnson

RECORD OF PROCEEDINGS

presented the Bill of Sale, the Engineering Certification, and Termination of the Warranty Agreement for final acceptance of Ridgeview Estates Filing No. 1. Following review and discussion, upon a motion duly made by Director Wyckoff, seconded by Director Jacoby and, upon vote, unanimously carried, the Board approved the final acceptance of the Ridgeview Estates Filing 1 improvements, including acceptance of the Bill of Sale and Engineering Certification, and approved the Termination of the Warranty Agreement.

WATER RIGHTS MATTERS

Executive Session pursuant to Sections 24-6-402 (4)(b) and (e), C.R.S. to receive legal advice regarding water court case No. 20CW3214: Pursuant to Sections 24-6-402 (4)(b) and (e), C.R.S. to receive legal advice and to discuss negotiations regarding water court case No. 20CW3214, upon a motion duly made by Director Wyckoff, seconded by Director Rogers and, and upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 5:05 p.m. for the purpose of receiving legal advice and discuss negotiations regarding water court case No. 20CW3214 as authorized by Sections 24-6-402 (4)(b) and (e), C.R.S. Furthermore, pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., no record or electronic recording will be kept of those portions of the executive session that, in the opinion of the Board's attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

Following discussion, upon a motion duly made by Director Rogers, seconded by Director Wyckoff and, upon vote unanimously carried, the Board reconvened into regular session at 6:09 p.m.

OTHER MATTERS

None.

COMMUNITY COMMENTS

None.

ADJOURNMENT

There being no further business to come before the Board at this time, upon a motion duly made by Director Wyckoff, seconded by Director Rogers and, upon vote, unanimously carried, the meeting was adjourned at 6:09 p.m.

Respectfully submitted,

By _____
Secretary for the Meeting

DocuSigned by:
Brian Rogers
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RECORD OF PROCEEDINGS

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 special counsel representing the Greatrock North Water and Sanitation District (the "District"), I attended the Executive Session on April 2, 2024, for the purpose of conferencing with the District's Board of Directors to provide legal advice and discuss negotiations regarding water court Case No. 20CW3214 as authorized by Sections 24-6-402(4)(b) and (e), C.R.S. I further attest that it is my opinion that all or a portion of the executive session discussion constituted attorney-client privileged communication as provided by § 24-6-402(4)(b), C.R.S., and based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S.



Alan Curtis, Esq.

Certificate Of Completion

Envelope Id: 52AAD094BEEF46149FA3AB9542AB4C53	Status: Completed
Subject: Complete with DocuSign: Greatrock North WSD - MINUTES - 04-02-2024 Regular Mtg (final-updated)	
Client Name: Greatrock North WSD	
Client Number: A179912	
Source Envelope:	
Document Pages: 4	Signatures: 1
Certificate Pages: 4	Initials: 0
AutoNav: Enabled	Envelope Originator:
Envelopeld Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 S 6th St Ste 300
	Minneapolis, MN 55402-1418
	Cindy.Jenkins@claconnect.com
	IP Address: 73.229.160.48


Record Tracking

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
5/14/2024 11:41:13 AM	Cindy.Jenkins@claconnect.com	

Signer Events

Brian Rogers
 brian@rogershvac.com
 Corporate Secretary
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 Security Level: Email, Account Authentication (None)

Signature

DocuSigned by:

 C370CF2BC783493...
 Signature Adoption: Pre-selected Style
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Timestamp

Sent: 5/14/2024 11:43:25 AM
 Viewed: 5/15/2024 7:03:01 AM
 Signed: 5/15/2024 7:03:33 AM

Electronic Record and Signature Disclosure:
 Accepted: 5/15/2024 7:03:01 AM
 ID: ab0ca48a-5cf2-4692-947a-8a6d235a289e

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp
Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	5/14/2024 11:43:25 AM
Certified Delivered	Security Checked	5/15/2024 7:03:01 AM
Signing Complete	Security Checked	5/15/2024 7:03:33 AM
Completed	Security Checked	5/15/2024 7:03:33 AM

Payment Events	Status	Timestamps
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