

MINUTES OF A REGULAR MEETING OF  
THE BOARD OF DIRECTORS OF THE  
GREATROCK NORTH WATER AND SANITATION DISTRICT (THE “DISTRICT”)  
HELD  
FEBRUARY 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, February 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 Alex Clem, CliftonLarsonAllen LLP (“CLA”)  
Nicholaus Marcotte, PE and Westley Ferraro; Element Engineering LLC  
Zachary P. White, Esq.; White Bear Ankele Tanaka & Waldron (for a portion of the meeting)  
Chris LeMeux, Performance Energy Services  
George Moody; Mountain Navigation Inc.  
Mike Ursetta; Arvada Excavating  
Kurt Marchall; Ironex Corporation

**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 Rogers and, upon vote, unanimously carried, the Board approved the Agenda as amended, adding approval of Change Order No. 3 with Performance Energy Services in the amount of \$15,659.34.

**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. There were no questions.

**CONSENT AGENDA**

**The Board considered the following actions:**

1. Approval of the Minutes of the January 7, 2025 Regular Meeting.
2. Ratify approval of the payment of claims for the period ending January 27, 2025, in the amount of \$929,157.03.
3. Acceptance of unaudited financial statements for the period ending December 31, 2024, Schedule of Cash Position updated as of January 22, 2025, and Inclusion Summaries.
4. Operations and Maintenance Activities Report.
5. Review meter installation report.
6. Ratify approval of Change Order No. 1 to the construction contract with Performance Energy Services ("PES") in the amount of \$1,497.60 for fencing removal.

Following discussion, upon a motion duly made by Director Wyckoff, seconded by Director Rogers 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.

**Capital Projects Updates:**

Subcontractors with Performance Energy Services ("PES") on the Pond Project were in attendance and expressed their concern about not being paid by PES for their work. They were all informed by PES that payment would be made by February 7th (Friday) for last two invoices that are outstanding. However, the subcontractors wanted to make the Board aware of the situation and that they have been requesting payment for almost two months.

Mr. LeMeux noted that he takes care of field work and does not over see administration of payments and does not have any additional information.

The Board and consultants discussed next steps and how to ensure payment to subcontractors are made in a timely manner.

Mr. Marcotte confirmed that the District has been following through on their obligations in relation to this project.

The Board determined that next steps will be to work the legal counsel and find a remedy and advise the Board. An executive session was held later in the meeting to discuss in further detail.

Third Alluvial Well:

None.

Evaporation Pond:

**Pay Application No. 3 to the Construction Contract with PES in the Amount of \$1,179,039.51:**

Following review and discussion, upon a motion duly made by Director Fleck, seconded by Director Rogers and, upon vote, unanimously carried, the Board approved Pay Application No. 3, subject to final review by legal counsel and the Board President.

**Change Order No. 2 to the PES Construction Contract in the Amount of \$3,218.25:**

Director Wyckoff reviewed with the Board. Following review and discussion, upon a motion duly made by Director Wyckoff, seconded by Director Jacoby and, upon vote, unanimously carried, the Board approved Change Order No. 2 to the PES Construction Contract for existing irrigation cutting and capping in the amount of \$3,218.25.

**Change Order No. 4 to the PES Construction Contract in the Amount of \$0:**

Ms. Johnson and Mr. Ferraro reviewed with the Board. Following review and discussion, upon a motion duly made by Director Fleck, seconded by Director Wyckoff and, upon vote, unanimously carried, the Board approved Change Order No. 4 to the PES Construction Contract for bad weather days in the amount of \$0.

**Change Order No. 3 to the PES Construction Contract in the Amount of \$15,659.34:**

Mr. Ferraro presented Change Order No. 3 to 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 Change Order No. 3 to the PES Construction Contract for updates to a tie in at 162<sup>nd</sup> and Rayburn Street in the amount of \$15,659.34.

OPERATIONS / MAINTENANCE MATTERS

**Operator in Responsible Charge (“ORC”) Report:**

The Board reviewed the report.

**Proposal from Ramey Environmental Compliance in an Amount Not to Exceed \$5,347.25:**

Ms. Johnson reviewed with the Board. Following review and discussion, upon a motion duly made by Director Rogers, seconded by Director Wyckoff and, upon vote, unanimously carried, the Board approval the proposal from Ramey Environmental Compliance to purchase and install a chlorine pump at the Box Elder Creek Ranch Reverse Osmosis Facility in an amount not to exceed \$5,347.25.

**LEGAL MATTERS**

**Executive Session pursuant to Section 24-6-402(4)(b), C.R.S. to receive legal advice regarding the contract with Performance Energy Services, Inc.:**

Pursuant to Section 24-6-402(4)(b), C.R.S. to receive legal advice regarding the contract with Performance Energy Services, Inc., upon a motion duly made by Director Rogers, seconded by Director Adams and, and upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 5:19 p.m. for the purpose of receiving legal advice as authorized by Section 24-6-402(4)(b), 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 5:56 p.m.

**OTHER MATTERS**

**Status of Meeting with Epic Estates Regarding Water Service Options:**

Ms. Johnson provided an update to the Board. She reported that Epic Estates has shared that they would like to phase in the project with the first phase to include a commercial and residential component. They will provide the number of residential units to be included in the first phase for review by staff to determine adequate water supply, will be conveyed and options for receiving water service.

**PUBLIC COMMENT**

None.

**ADJOURNMENT**

There being no further business to come before the Board at this time, upon a motion duly made by Director Fleck, seconded by Director Wyckoff and, upon vote, unanimously carried, the meeting was adjourned at 6:18 p.m.

Date of Board Approval:

---

**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 general counsel representing the Greatrock North Water and Sanitation District (the “District”), I attended the Executive Session on February 4, 2025, for the purpose of providing legal advice to the District Board of Directors regarding the contract with Performance Energy Services, Inc. as authorized by Section 24-6-402(4)(b), 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.

---

Zachary P. White, Esq.