

MINUTES OF MEETING

OF THE BOARD OF DIRECTORS OF THE DOMINION WATER & SANITATION DISTRICT ACTING THROUGH ITS STERLING RANCH WATER ACTIVITY ENTERPRISE AND

ITS STERLING RANCH WASTEWATER ACTIVITY ENTERPRISE HELD DECEMBER 17, 2024

A regular meeting of the Board of Directors of the Dominion Water & Sanitation District (“District” or “DWSD”) acting through its Sterling Ranch Water Activity Enterprise and its Sterling Ranch Wastewater Activity Enterprise, was held on December 17, 2024, at 12:00 p.m. at the offices of Dominion Water & Sanitation District - 9250 E. Costilla Ave., Suite 400, Greenwood Village, Colorado 80112. The meeting was open to the public.

Attendance

In attendance were the following Directors:

Harold Smethills

John Ostermiller

David Kerr

Brock Smethills

Richard Shaw; DWSD – Special Advisor to the DWSD Board

Director Jeffrey LaForte was absent and excused.

Also, in attendance were:

Andrea Cole; DWSD – General Manager

Cynthia Fisher; DWSD – Finance Director

Blair Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron - District General Counsel (via Microsoft Teams)

Pam Grover; DWSD – Capital Programs Manager

Evan Bahn; DWSD – Operations Manager

Brian Peterson; Sterling Ranch DevCo – Financial & Rate Advisor

Call to Order/Declaration of Quorum

Director Ostermiller noted that a quorum was present and called the meeting to order at 12:10 p.m.

Disclosure of conflicts of interest

Mr. Dickhoner reported that conflicts of interest were filed with the Secretary of State’s Office and the Board timely and in accordance with Colorado law, and those disclosures were acknowledged by the Board.

Review and consider approval of Agenda

Ms. Cole informed the Board that there was one modification to remove Agenda item 10(a) for the 2024 Engineering/ Consultant Report and have it deferred to the January Board Meeting. Director B. Smethills motioned to have the Agenda re-ordered and to only discuss Agenda Items 7 – Consent Agenda, Item 8 – Consultant Agreements and Work Orders/Change Orders, Item 11 – Financial Matters, and item 13 – Legal Matters. The Agenda changes were seconded by Director Ostermiller, and, upon vote, unanimously carried, the Board approved the Agenda.

Consent Agenda:

The Board reviewed the items on the Consent Agenda. Mr. Ostermiller made a motion to approve the Consent Agenda items. Upon a motion duly made by Director H. Smethills, seconded by Director Kerr and, upon vote, unanimously carried, the Board approved, ratified, and adopted the following Consent Agenda items:

- Review and consider approval of claims totaling **\$1,014,182**, represented on the Accounts Payable Report for the month of November 2024.
- Review and ratify Amendment to the Professional Services Agreement for **MSH & Associates, LLC** to continue to support Dominion in strategic partnerships, in an amount not to exceed **\$30,000**.
- Review and ratify Amendment No.1 to **HL Consulting, LLC** for business optimizations services, to extend services through 2025. (No change to cost or services)

Consultant Agreements and Work Orders/ Change Orders:

- Ms. Cole provided a brief description of construction work required to be performed for the Chatfield Basin Water Reclamation Facility ("CBWRF") and introduced the Independent Contractor Agreement ("ICA") with **Jacobs** for on-site construction oversight of the construction project. Discussion ensued. The Board decided to table the CBWRF Draft Budget, including Jacobs ICA Scope of Work and Compensation schedule, and to instead have a special Board Meeting workshop on the CBWRF work and cost projections.
- Director B. Smethills made a motion to add an amended budget tracker provision to track detailed capital project spend for the CBWRF (and other large capital infrastructure projects) for 2025. The motion was seconded by Director Ostermiller, and upon vote, unanimously carried, the Board approved the capital.
- Ms. Cole provided a brief description of work performed by **Canterbury Construction Management Services, Inc** for construction oversight for the Filing 7 Lift Station, under the proposed Amendment No. 1 to the Independent Contractor Agreement for an amount not to exceed **\$58,500**. On a motion made by Director Ostermiller, seconded by Director Kerr, and upon vote, unanimously carried, the Board approved the ICA.
- Ms. Cole described Work Order No. 25 with **Leonard Rice Engineering (LRE)** for ongoing support associated with water rights, rainwater harvestings support, water supply analysis and operations modeling, in an amount not to exceed \$225,000. On a motion made by Director H. Smethills, seconded by Director Kerr, and upon vote, unanimously carried, the Board approved Work Order No. 25.

Board Matters

None.

District Management Matters:

- The 2024 District Goals Update will be discussed at the January 2025 Regular Board Meeting.

Financial Matters:

At 1:21 p.m. the Public Hearing on the proposed 2025 Budget and Consideration of Adopting the District's 2025 Budget and Appropriate sums of money was opened and shortly after closed due to no public participants. Ms. Cole provided an overview of the 2025 Budget and Ms. Fisher described all the 2025 Budget support provided to the Board for review and approval. Discussion ensued on the financial and budget details. Director B. Smethills motioned to approve the 2025 Budget contingent on a 90-day review period to consider budget adjustments and the Capital Improvement Plan projections. The motion was seconded by Director Kerr and approved with a request for additional capital cost information.

Ms. Fisher provided the board with an update on the status of the banking relationships. The board directed the General Manager and the Director of Finance to move forward with transitioning banking to Bank of Oklahoma.

Executive Session:

There was no executive session.

Legal Matters

Ms. Cole discussed the Resolution of Necessity that Authorizes Dominion Water and Sanitation District to proceed with eminent domain action for certain easements located on the South Platte River. Director B. Smethills motioned to separate the Resolution into two Resolutions – one for the Discharge and Dominion's existing easement and the second one for the intake at the South Platte River. Director Ostermiller moved the motion and Director H. Smethills seconded the motion.

Ms. Cole described the Draft Intergovernmental Agreement between Dominion Water & Sanitation District and Sterling Ranch Community Authority Board to reimburse Dominion for certain capital projects. Director Ostermiller motioned that the Board approval is subject to the Dominion Staff's review and approval.

Ms. Cole described the Common Interest Agreement between Sterling Ranch Development Company and Dominion Water & Sanitation District regarding water rights due diligence. Director H. Smethills recused himself from the approval of the agreement. Discussion ensued and Director Kerr motioned, and Director Ostermiller seconded the motion and approved.

Ms. Cole discussed the Ravenna agreement to authorize Dominion as a signor on the deed to be notarized and closing by the end of the year for the land swap. Director Kerr moved the Director Ostermiller seconded and it was approved.

Administrative Matters

None.

Other Matters

The Board determined that they would have a quorum for the Regular Board Meeting on January 21, 2025, at 12:00 p.m. at the offices of DWSD.

Adjournment

There being no further matters to come before the Board, the meeting was adjourned at 2:02 p.m.

The foregoing constitutes a true and correct copy of the Minutes of the above-described meeting.

DocuSigned by:

Andrea Cole

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Secretary for the Meeting