

**MINUTES OF A SPECIAL 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 AUGUST 20, 2024**

A special 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 August 20, 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  
Brock Smethills (via Microsoft Teams)  
David Kerr (via Microsoft Teams)

Director Jeffrey LaForte was absent and excused.

Also, in attendance were:

Andrea Cole; DWSD – General Manager  
Cynthia Fisher; DWSD – Finance Director  
Trina Hartman; DWSD – District Administrator & Office Manager  
Evan Bahn; DWSD – Utilities Field Administrator  
Pamela Grover; DWSD – Engineering Programs Manager  
Blair Dickhoner, Esq.; White Bear Ankele Tanaka & Waldron - District General Counsel (via Microsoft Teams)  
Ty Holman; Haynie & Company

**Introductory Business**

---

Call to Order/

Declaration of Quorum

In the excused absence of Director LaForte, the Board elected to have Director Ostermiller chair the Board Meeting. Director Ostermiller noted that a quorum was present and called the meeting to order at 12:06 p.m.

Disclosure of Conflicts

Of Interests

The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest to the Board of Directors and Secretary of State. Mr. Dickhoner reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of potential or existing conflicts of interest were filed with the Secretary of State’s Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. The members of the Board were requested to disclose any additional disclosures of potential or existing conflicts of interest regarding any matters scheduled for discussion at this meeting. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda and

Meeting Location

The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District’s Board meeting.

Because there was not a suitable or convenient location within its boundaries to conduct this meeting, the Board determined to conduct the meeting at the above-stated date, time and location, which is within 20 miles of the District's boundaries.

Ms. Hartman reported that notice was duly posted and no objections to the location or any requests that the meeting place be changed by taxpaying electors within the District boundaries have been received.

Ms. Cole informed the Board that there were not any modifications to the Agenda. Upon a motion duly made by Director Kerr, seconded by Director H. Smethills, and, upon vote, unanimously carried, the Board approved the Agenda, as presented.

#### Meeting Minutes

#### Minutes of the July 29, 2024, Special Board Meeting:

Upon a motion duly made by Director Kerr, seconded by Director H. Smethills, followed by a unanimous affirmative vote of the Board, the Board approved the Minutes of the July 29, 2024, Special Board Meeting.

#### Board Study Session

#### Dominion Monthly Staff Report:

Ms. Cole reviewed the Monthly Staff Report with the Board.

#### Public Comments

None.

#### Communications Update

None.

Mr. Bahn and Ms. Hartman exited the meeting.

### **Action Items**

---

#### Consent Agenda

The Board reviewed the items on the Consent Agenda. Director Ostermiller asked if the Directors had an opportunity to review the invoices that were to be paid on the Claims Report. The Board replied that they reviewed the claims. Mr. Ostermiller advised the Board that any item may be removed from the Consent Agenda to the Regular Agenda upon the request of any director. No items were requested to be removed from the Consent Agenda. 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:

Claims totaling \$707,648.58, represented on the Accounts Payable Report for July 2024.

Amendment No. 5 to the Independent Contractor Agreement (ICA) with Forsgren Associates, Inc. to assist the District with On-Call Engineering Services, in an amount not to exceed \$30,000.

Engagement Letter with Otten Johnson to assist the District with legal representation for permanent access easement with The Keep Wetlands LLC on a time and materials basis.

## Consultant Agreements

Independent Contractor Agreement (ICA) with CDM Smith to assist the District with a Water Quality Sampling and Customer Engagement Analysis, for an amount not to exceed \$21,515.

Ms. Cole reviewed the Independent Contractor Agreement (ICA) with CDM Smith to assist the District with Water Quality Sampling and Customer Engagement Analysis with the Board and discussion ensued. Upon a motion duly made by Director H. Smethills, seconded by Director Ostermiller, followed by a unanimous affirmative vote of the Board, the Board approved the Independent Contractor Agreement (ICA) with CDM Smith to assist the District with a Water Quality Sampling and Customer Engagement Analysis, for an amount not to exceed \$21,515.

Update on the Progressive Design Build (PDB) contract efforts with PCL Construction:

Ms. Cole and Ms. Grover provided the Board with an update on the Progressive Design Build (PDB) contract efforts with PCL Construction. The Board encouraged staff to proceed with their efforts on the Progressive Design Build (PDB) contract with PCL Construction.

Ms. Grover exited the meeting.

## Executive Leadership

---

### Board Matters

None.

### District Management Matters

Resolution Adopting Demand Standards for Dominion Water and Sanitation District in support of the Established District Designation under Douglas County Regulation 18A, specifically 1809A:

Ms. Cole discussed a Resolution Adopting Demand Standards for Dominion Water and Sanitation District in support of the Established District Designation under Douglas County Regulation 18A, specifically 1809A, with the Board and discussion ensued. The Board directed staff to move forward with their efforts, noting appropriate demand standards for the District. Ms. Cole informed the Board that the Resolution would be presented at the September Board meeting.

Established District Designation submittal:

Ms. Cole reviewed the Established District Designation submittal application with the Board. The Board encouraged staff to move forward with their efforts.

### Financial Matters

2023 Annual Draft Audit Presentation by Ty Holman, Haynie & Company:

Ms. Fisher introduced Mr. Holman to the Board and Mr. Holman presented the Draft 2023 Annual Audit for the District. Upon a motion duly made by Director H. Smethills, seconded by Director Ostermiller, followed by a unanimous affirmative vote of the Board, the Board approved the 2023 Draft Annual Audit, subject to final review and approval by District Legal Counsel.

The Board thanked Mr. Holman for his efforts on the Annual Audit and Mr. Holman exited the meeting.

Financial Scenario Planning Review:

Ms. Fisher reviewed Financial Scenario Planning with the Board and discussion ensued.

Pinnacle's Monthly Financial Statements:

Ms. Fisher reviewed Pinnacle's Monthly Financial Statements with the Board.

Executive Session:

Executive Session:

Upon a motion duly made by Director Kerr, seconded by Director H. Smethills, followed by a unanimous affirmative vote of the Board, the Board entered into Executive Session at 2:14 p.m. pursuant to Section 24-6-402(4)(e), Colorado Revised Statutes, for the purpose of determining positions relative to matters that may be subject to negotiations, developing strategies for negotiations, and instructing negotiators as it relates to certain regional wastewater matters including a regional water and wastewater service request, Regional Opportunities, Denver Water negotiations, and contract amendments with Aurora and Littleton, and pursuant to Section 24-6-402(4)(d), Colorado Revised Statutes, for the purpose of discussing details of internal controls for financial matters.

The Board exited Executive Session and reconvened in Public Session at 3:02 p.m.

Administrative Matters

Ms. Cole provided the Board with an update on the Castle Pines Metropolitan District PGA event.

Legal Matters

Amended and Restated Intergovernmental Agreement (IGA) Between Dominion Water & Sanitation District Acting Through its Sterling Ranch Water Enterprise Fund and Douglas County for the Northern Highway 85 Wastewater Collection and Treatment System, the Louviers Renewable Waterline, Master Meter and Corrosion Study:

Upon a motion duly made by Director H. Smethills, seconded by Director Kerr, followed by a unanimous affirmative vote of the Board, the Board ratified an Amended and Restated Intergovernmental Agreement (IGA) Between Dominion Water & Sanitation District Acting Through its Sterling Ranch Water Enterprise Fund and Douglas County for the Northern Highway 85 Wastewater Collection and Treatment System, the Louviers Renewable Waterline, Master Meter and Corrosion Study.

**Conclusion**

---

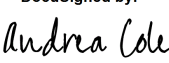
Other Matters

The Board determined that they would have a quorum for the Budget Workshop on September 6, 2024, 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 3:10 p.m.

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

DocuSigned by:  
  
24637A8811BD46E...

Secretary for the Meeting