

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE
 BACA GRANDE WATER AND SANITATION DISTRICT
 JANUARY 18, 2018

9:00 A.M.

District Office - 57 Baca Grant Way South
 Crestone, Colorado 81131

ATTENDANCE

Directors in Attendance:

Lynn Drake
 John Loll
 Michael Scully

Also in Attendance:

Marcus Lock; Law of the Rockies (via speakerphone)
 JoAnn Slivka; District Manager
 Cathy Fromm; Fromm and Associates (via speakerphone for
 a portion of the meeting)

Members of the Public:

Janie Thomas

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Attorney Lock has discussed with the Board the requirements pursuant to Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State. It was noted that a quorum was present and members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting.

AGENDA

President opened the meeting with a review of the agenda.

Following discussion, upon motion duly made by Director Loll, seconded by Director Scully, and upon vote, unanimously carried, the Agenda was approved as amended.

CONSENT AGENDA – The Board considered the following consent agenda items:

- Review and accept the unaudited Financial statements for the period ending December 31, 2018.
- Resolution 2019-01-01 Designating the District's 24-hour posting notice.

Following discussion, upon motion duly made by Director Salmi, seconded by Director Loll and upon vote, unanimously carried, the Board approved the consent agenda.

PUBLIC COMMENT (ITEMS NOT ON THE AGENDA ONLY. COMMENTS LIMITED TO THREE MINUTES PER PERSON AND TAKEN IN ORDER LISTED ON SIGN IN SHEET).

- Ms. Thomas wanted to remind the Directors to address the water lease.
- Michael Scully (speaking as a resident) really appreciated all the work the crew performed in Casita Park especially on Christmas day. He added that the jackets are highly visible and look great.

BOARD AND STAFF REPORTS

The Board reviewed and discussed the staff reports that are attached and incorporated herein by this reference.

Board Vacancy:

The Board discussed the Director vacancy then directed Ms. Slivka to compose a notice for the Crestone Eagle calling for interested community members.

FINANCIAL MATTERS

Claims: Consider approval of the check register for the period ending January 18, 2019, as follows:

General Fund:	\$	5400.00
Capital Projects Fund:	\$	2600.00
Enterprise Fund:	\$	<u>39,084.91</u>
Total:	\$	101,509.65

Financial Summary: Ms. Fromm presented areas of interest contained within the check register and the December 31, 2018 financial statements.

*Following discussion, upon motion duly made by
Director Loll, seconded by Director Scully,
And upon vote, unanimously carried, the Check Register was approved.*

LEGAL MATTERS

Status of Resolution #2019-01-0X: Fifth Amended and Restated Resolution Concerning the Imposition of Various Fees, Rates, tolls, Penalties and Charges for Water and Sewer Service and Facilities. The Board discussed the rates and various pipe sizes and how to bill users in a fair and equitable fashion. It was decided to have a separate work session to discuss the rates and various scenarios, to be held 9:30, Friday, January 25, 2019.

Status of Ciello Telecommunications Site Lease

Mr. Lock provided an update on the Ciello tower agreement negotiations. The only thing we are missing at this time is Exhibit B. Mr. Lock requested a photo of what is currently at the plant and the apartment before any new equipment gets installed. Mr. Lock and Ms. Slivka will have a call with Mr. Howard on a few minor points.

*Following discussion upon motion duly made by Director Loll seconded by
Director Salmi and upon vote, unanimously carried, authorization for the
District Manager to execute the final agreement with Ciello once in a form
acceptable to her was granted.*

Government Shutdown Impact

Director Scully is concerned about how the government shutdown might impact the District's water rights negotiations. Attorney Lock responded that it is not a problem right now but it could be a problem if the shutdown continues. Director Scully suggests that the Board think about exerting direct political pressure on our state representatives, specifically Representative Scott Tipton.

EXECUTIVE SESSION MATTERS - §24-6-402(4) (a), (b), (e)(I), and (f)(I), C.R..S.

President Drake moved that the Board of Directors enter into Executive Session for the purposes of receiving legal advice regarding the Rocky View Extension and Personnel matters. The motion carried unanimously and the Board entered into Executive Session at 10:54 A.M.

The Board reconvened to regular session at 11:41 A.M.

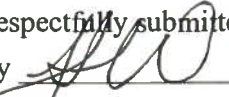
Following discussion, President Drake moved to accept Mr. Cichocki's resignation as was communicated to the staff and confirmed by his non-attendance at the January 18, 2019 Board meeting. Upon vote, unanimously carried, the Board accepted Mr. Cichocki's resignation.

OTHER BUSINESS

There being no further business to discuss, upon motion duly made by Director Loll, seconded by Director Scully and upon vote, unanimously carried, the Board adjourned the meeting.

ADJOURNMENT

**THE NEXT REGULAR MEETING IS SCHEDULED FOR
February 15, 2019**

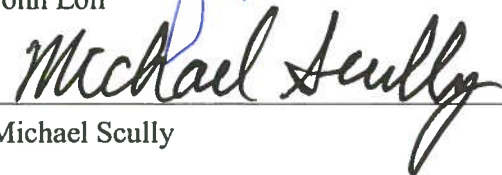
Respectfully submitted,
By 
Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL JANUARY 18, 2019 MINUTES OF THE BACA GRANDE WATER AND SANITATION DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:


Lynn Drake

Robert Salmi


John Loll


Michael Scully

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 the attorney representing the Baca Grande Water and Sanitation District, I attended the executive sessions on January 18, 2019, and it is my opinion that the portion of the executive session that was not recorded constituted attorney-client privileged communications.



Marcus J. Lock

General Counsel

Baca Grande Water and Sanitation District