

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
HAVANA WATER & SANITATION DISTRICT (THE "DISTRICT")
HELD
NOVEMBER 15, 2023

A regular meeting of the Board of Directors of the Havana Water & Sanitation District (referred to hereafter as the "Board") was convened on Wednesday, November 15, 2023, at 5:00 p.m., at CliftonLarsonAllen LLP, 8390 E. Crescent Pkwy., Ste. 300, Greenwood Village, CO 80111 and virtually via Microsoft Teams. The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Bernard F. Gehris, President
David Mohrhaus, Secretary
Steve Hellman, Treasurer
Timothy Duggan, Assistant Secretary
Howard Buchalter, Assistant Secretary

Also In Attendance Were:

Nic Carlson, Ashley Heidt and Yelena Primachenko; CliftonLarsonAllen LLP
Karl R. Ogden; Icenogle Seaver Pogue, P.C.
Greg Sekera; Kennedy/Jenks Consultants

ADMINISTRATIVE MATTERS

Call to Order and Agenda: Director Gehris called the meeting to order at 5:00 p.m. Following review of the Agenda, upon a motion duly made by Director Hellman, seconded by Director Mohrhaus and, upon vote, unanimously carried, the Board approved the Agenda, as amended, to include the addition of insurance to the "Manager Matters" section.

Confirm Quorum, Location of Meeting and Posting of Meeting Notices: A quorum was confirmed, and the Board further noted that notice providing the time, date and video conference link information was duly posted and that no objections, or any requests that the means of hosting the meeting be changed by taxing electors within the District's boundaries.

Public Comments: None.

September 20, 2023 Regular Meeting Minutes: Upon a motion duly made by Director Hellman, seconded by Director Duggan and, upon vote, unanimously carried, the Board approved the September 20, 2023 Regular Meeting Minutes, as presented.

FINANCIAL ITEMS

Prior Claims: Ms. Primachenko presented the prior claims to the Board. Following review, upon a motion duly made by Director Gehris, seconded by

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Director Buchalter and, upon vote, unanimously carried, the Board ratified approval of prior claims, as presented.

Directors' Fees: Ms. Primachenko reviewed the Directors' fees with the Board. Upon a motion duly made by Director Buchalter, seconded by Director Hellman and, upon vote, unanimously carried, the Board approved the Directors' fees, as presented.

November 8, 2023 Cash Position Schedule: Ms. Primachenko presented the November 8, 2023 Cash Position Schedule to the Board. Upon a motion duly made by Director Hellman, seconded by Director Duggan and, upon vote, unanimously carried, the Board accepted the November 8, 2023 Cash Position Schedule, as presented.

Engagement Letter with Fiscal Focus Partners to Prepare the 2023 Audit: Upon a motion duly made by Director Gehris, seconded by Director Buchalter, upon vote, unanimously carried, the Board approved the engagement letter with Fiscal Focus Partners to prepare the 2023 Audit, as presented.

Public Hearing to Consider Amendment of the 2023 Budget: The Board determined an amendment was not needed.

Public Hearing on Proposed 2024 Budget: Director Gehris opened the public hearing to consider the proposed 2024 Budget at 5:13 p.m.

It was noted that Notice stating that the Board would consider adoption of the 2024 budget and the date, time and place of the public hearing was published pursuant to statute. No written objections were received prior to the public hearing.

No public comments were received, and the public hearing was closed at 5:14 p.m.

Ms. Primachenko reviewed the proposed Budget with the Board and Mr. Sekera reviewed the proposed 2024 projects. Following review, upon a motion duly made by Director Buchalter, seconded by Director Mohrhaus and, upon vote, unanimously carried, the Board adopted the 2024 Budget, as presented, and adopted Resolution No. 2023-11-01 to Adopt the 2024 Budget and Appropriate Sums of Money and Set Mill Levies.

ENGINEERING MATTERS

Projects/Engineer Report: Mr. Sekera presented his report to the Board.

Lift Station #2 Control and Electrical Equipment Assessment: Mr. Sekera provided an update to the Board.

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MANAGER MATTERS

CliftonLarsonAllen LLP Master Service Agreement and Related Statements of Work: Mr. Carlson reviewed the Master Service Agreement and related Statements of Work with the Board. Following review, upon a motion duly made by Director Buchalter, seconded by Director Hellman and, upon vote, unanimously carried, the Board approved the CliftonLarsonAllen LLP Master Service Agreement and related Statements of Work, as presented.

2024 Insurance: Mr. Carlson noted there are revisions that need to be made. Following discussion, upon a motion duly made by Director Gehris, seconded by Director Buchalter and, upon vote, unanimously carried, the Board approved 2024 insurance, contingent upon final review of total operating expenses.

LEGAL MATTERS

Utility Easement Agreement (Sanitary Sewer Improvements) with Camp Pickle, LLC: Attorney Ogden reviewed the Utility Easement Agreement with the Board. Following review, upon a motion duly made by Director Mohrhaus, seconded by Director Buchalter and, upon vote, unanimously carried, the Board approved the Utility Easement Agreement with Camp Pickle, LLC as presented, subject to final revisions from legal and engineering.

2023 Legislative Memorandum: Attorney Ogden reviewed the 2023 Legislative Memorandum with the Board.

Resolution 2023-11-02 Annual Resolution: Attorney Ogden reviewed the Resolution with the Board. Discussion followed regarding the physical posting location changing to 11350 E Orchard. Following discussion, upon a motion duly made by Director Buchalter, seconded by Director Mohrhaus and, upon vote, unanimously carried, the Board approved Resolution 2023-11-02 Annual Resolution, as presented.

Resolution 2023-11-03 Regarding 2024 Schedule of Fees and Charges: Attorney Ogden reviewed the Resolution with the Board. Following review, upon a motion duly made by Director Buchalter, seconded by Director Gehris and, upon vote, unanimously carried, the Board adopted Resolution 2023-11-03 Regarding 2024 Schedule of Fees and Charges, as presented.

DIRECTOR MATTERS

Solid Waste Issue: Director Buchalter provided background information to the Board, noting that Waste Connections and Republic stated that they never received the District's Request for Proposals. Mr. Carlson stated he sent it to several companies but only received one response. Director Mohrhaus shared he has been reaching out to companies, as well. Discussion ensued.

OTHER BUSINESS

Quorum/Location for the January 17, 2024 Meeting: Quorum and the location was confirmed for the January 17, 2024 meeting.

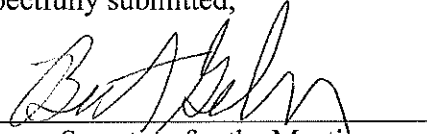
ADJOURNMENT

There being no further business to come before the Board, upon a motion duly

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made by Director Gehris, seconded by Director Buchalter and, upon vote, unanimously carried, the Board adjourned the meeting at 7:01 p.m.

Respectfully submitted,


Secretary for the Meeting