

RECORD OF PROCEEDINGS

MINUTES OF A REGULAR MEETING OF
THE BOARD OF DIRECTORS OF THE
HAVANA WATER & SANITATION DISTRICT (THE “DISTRICT”)
HELD
JANUARY 18, 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, January 18, 2023, at 5:00 p.m., 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
Blake Hodges, Assistant Secretary

Also In Attendance Were:

Nic Carlson, Shauna D’Amato & Yelena Primachenko; CliftonLarsonAllen
LLP
Anna Wool; Icenogle Seaver Pogue, P.C.
Greg Sekera; Kennedy/Jenks Consultants

ADMINISTRATIVE MATTERS

Call to Order and Approval of Agenda: President Gehris called the meeting to order at 5:02 p.m.

Mr. Carlson requested that the Financial Matters of Unaudited Financial Statements reflect November 2022 instead of December 2022. Upon a motion duly made by Director Duggan, seconded by Director Mohrhaus and, upon vote, unanimously carried, the Board approved the agenda as amended.

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 taxpaying electors within the District’s boundaries.

Public Comments: None.

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November 16, 2022 Regular Meeting Minutes: The Board reviewed the November 16, 2022 Regular Meeting Minutes. Upon a motion duly made by Director Hellman, seconded by Director Hodges and, upon vote, unanimously carried, the Board approved the November 16, 2022 Regular Meeting Minutes as presented.

FINANCIAL ITEMS

Prior Claims: Ms. Primachenko presented the prior claims to the Board and reported that the total is \$45,949.96. Following review, and upon a motion duly made by Director Hellman, seconded by Director Mohrhaus and, upon vote, unanimously carried, the Board ratified approval of prior claims totaling \$45,949.96 as presented.

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

November 30, 2022 Unaudited Financial Statements and January 11, 2023

Cash Position: Ms. Primachenko presented the November 30, 2022 Unaudited Financial Statements and January 11, 2023 Cash Position to the Board. Upon a motion duly made by Director Hellman, seconded by Director Mohrhaus and, upon vote, unanimously carried, the Board accepted the November 30, 2022 Unaudited Financial Statements and January 11, 2023 Cash Position as presented.

ENGINEERING MATTERS

Update on Projects/Engineer Report: Mr. Sekera presented his report to the Board, and the Board accepted the report.

Other: None.

MANAGER ITEMS

Response to Referral from Arapahoe County on ADU's: Mr. Carlson and Attorney Wool reviewed with the Board and discussion ensued. The Board directed Mr. Carlson to prepare a response to the referral request and to circulate it to the Board in advance of the February 1, 2023 submittal deadline.

Other: None.

LEGAL MATTERS

Approval of Second Amendment to First Amended and Restated Engineering Consulting Services Agreement: Attorney Wool reviewed the Second Amendment to the First Amended and Restated Consulting Services Agreement with the Board. Following review, upon a motion duly made by President Gehris, seconded by Director Mohrhaus and, upon vote, unanimously carried, the Board approved the Second Amendment to the First Amended and Restated Engineering Consulting Services Agreement, as presented.

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Discuss AT&T Request to Amend Lease Agreement and Modify Site:

Attorney Wool reviewed with the Board, and the Board then discussed options. The Board directed Attorney Wool go back to AT&T and relay that the Board is willing to consider the proposed modifications to the site subject to the negotiation of an acceptable amendment to the Lease Agreement.

OTHER BUSINESS

Quorum for Next Meeting – March 15, 2023 at 5:00 p.m.: The Board confirmed a quorum for the March 15, 2023 meeting at 5:00 p.m., to be held via Microsoft Teams and at the offices of CliftonLarsonAllen LLP.

ADJOURNMENT

There being no further business to come before the Board, upon a motion duly made by Director Mohrhaus, seconded by Director Duggan and, upon vote, unanimously carried, the Board adjourned the meeting at 6:34 p.m.

Respectfully submitted,

DocuSigned by:
David Mohrhaus
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Secretary for the Meeting