

## RECORD OF PROCEEDINGS

### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE BACA GRANDE WATER AND SANITATION DISTRICT

A Special Meeting of the Board of Directors (referred to hereafter as “Board”) of the Baca Grande Water and Sanitation District (referred to hereafter as “District”) was held at the offices of the District, 57 Baca Grant Way South, Crestone, Colorado.

**AUGUST 07, 2017 at 9:30 A.M.**

The meeting was open to the public.

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#### **ATTENDANCE**

##### Directors in Attendance:

**Michael Scully**  
Martin Macaulay  
Lynn Drake  
Matthew Ghourdjian  
Robert Salmi

##### Also in Attendance:

JoAnn Slivka; District Manager

##### Members of the Public:

There were no members of the public present

#### **DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST**

*President Scully noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting.*

The Baca Grande Water and Sanitation District Board of Directors held a Special Meeting to discuss strategic planning working groups.

#### Board Governance:

President Scully began discussion regarding the Board’s decorum during the Regular Public meetings; he reminded the group that we are to treat each other with respect and listen attentively without interruption when others are speaking. He reviewed a list of considerations he compiled regarding this matter (enclosed). Discussion followed and all agreed that this is a group effort. Director Macaulay requested that the topic of how the Board should work together be added to the agenda of a future meeting.

#### Projects and Subcommittees:

The Board reviewed the list of project ideas offered by Director Ghourdjian. Director Drake added examples of other topics that she is interested in understanding better. The following topics were discussed:

- Need for a clear understanding of the financials regarding the Flow Equalization Project (F.E.B.) and how we will pay for it.
  - Capital Projects- what are the new projects, how much will they cost?
    - President Scully would like to be sure that the critical questions are asked and what the narrative is on each project presented to the Board. He also wants to understand better how the various funds are distributed
    - Director Salmi would like to see the bid document for future projects handled differently; showing detail and a better cost/task breakdown.
- Repair of the infrastructure- what are we going to do, how to move forward
- Formation of a subcommittee regarding EQR’s- Director Salmi is interested in working with staff on this topic
- Communication amongst Board members
- Discuss the \$250.00 Transfer fee

Subcommittee Assignments:

Following discussion, subcommittees and duties were assigned. Subcommittees are to work on their areas and report back to the Board. See enclosed spreadsheet for committees, assignments and due dates.

**OTHER BUSINESS**

The September Board meeting has been rescheduled for Friday, September 8, 2017 at 9:00 A.M. to accommodate those who will be attending the 2017 SDA Conference the week of September 11. Directors Drake and Salmi will attend the 2017 conference with the District Manager.

**ADJOURNMENT**

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*There being no further business to come before the Board at this time, upon motion duly made by President Scully, seconded by, Director Salmi, and, upon vote, unanimously carried, the Meeting adjourned at 11:54 A.M.*

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Respectfully submitted,

By \_\_\_\_\_

Secretary for the Meeting

THESE MINUTES ARE APPROVED AS THE OFFICIAL July 21, 2017 MINUTES OF THE BACA GRANDE WATER AND SANITATION DISTRICT BY THE BOARD OF DIRECTORS SIGNING BELOW:

\_\_\_\_\_  
Michael Scully

\_\_\_\_\_  
Martin Macaulay

\_\_\_\_\_  
Lynn Drake

\_\_\_\_\_  
Matthew Ghourdjian

\_\_\_\_\_  
Robert Salmi

From President Scully – August 7, 2017

- It is the duty of the Board to understand and detail the specifics for any further action to be taken by the District Manager, legal counsel, engineering consultant, and each concerned subgroup.
- Thus, at the end of a discussion of an issue concerning further action, the specifics of information needed and responsibility for actions to be taken should be spelled out and understood by the whole Board.
- The details of these understandings will be written in a list to be part of the record to facilitate recall and responsibility. This list will be the “Marching Orders” that the Board expects to be accomplished.
- As part of these understandings, reasonable timelines for accomplishing the tasks shall be included.
- Final approval for any action concerning the District's functioning or spending of District resources shall reside with the Board, except where the issues are of a minor nature that fall within the purview of the District Manager or have been clearly spelled out by the “Marching Orders” given by the Board.
- All requests for staff time or interface shall go through the District Manager.

Sub-committee	TASK	Board Member	Board Member	Staff	Staff	Deadline
Management Oversight (MOM)	STAFFING: Present an Organization chart and salary structure	Michael	Lynn	JoAnn		9/8/2017
Emergency Response Plan (ERP)	Generators: Investigate and provide a preliminary report on backup generators	Matthew	Bob	JoAnn	Jim	9/8/2017
	Security: Improve Physical Security on all facilities	Matthew	Bob	JoAnn	Ops	
	Review the security guidelines on CRWD and EPA			JoAnn	Ops	
	Purchase keyless pad locks for the gas/diesel tanks			JoAnn	Ops	ASAP
	Purchase locking caps for all vehicles			JoAnn	Ops	ASAP
	Purchase small padlock for gas switch			JoAnn	Ops	ASAP
ERP/Budget Committee	Consider security fence for campus	Matthew	Bob	JoAnn	Ops	
ERP	Investigate Infiltration Gallery at Cottonwood and South Crestone Creeks We need to understand the history. Can we use the galleries? Bob will ask for an estimate on what it would cost for a review from SGM Engineers. JoAnn will inquire with the RioGrande Roundtable folks.	Matthew	Bob	JoAnn	JoAnn	
Budget Committee/Leak Detection	Investigate and develop strategy to fix leaking water lines Electronic Meter Readers/ Leak Detection 8/3/17: Admin staff has begun research on Leak Detection Companies	Matthew	Bob	JoAnn, Alison	Chad	
Budget Committee	2018 Budget Planning Gather at least 3 years of financials from Cathy in an Excel format, then the group will meet. (Michael wants to hear what the different funds are at each meeting.) JoAnn to request that Marcus draft a Purchasing Policy for us. Consider 2018 budgetary needs: i.e. software, hardware Create Budget calendar	Matthew	Bob	JoAnn		ASAP
Capital Projects	Need a clear understanding of the financials regarding the Flow Equalization Project (F.E.B.) and how we will pay for it.			JoAnn	Staff	ASAP 8/18/2017
Equivalent Rating ("EQR")	Review and update the District's EQR rate structure. A Equivalent Rating ("EQR") represents the use which is estimated to have an impact upon the District's water supply equivalent to a single family dwelling unit.	Bob		JoAnn	Alison	9/8/2017
Payment in lieu of Taxes ("PILT")	Identify and develop a plan to implement PILT payment structure for tax-exempt entities.	Lynn	Martin			
Board Governance	Director Macaulay requested that the topic of how the Board should work together be added to the agenda of a future meeting.					To Be Determined