

METRO WATER RECOVERY

Minutes of the Regular Meeting of the Board of Directors

February 21, 2023

The Board of Directors of Metro Water Recovery, in the Counties of Adams, Arapahoe, Douglas, Jefferson, and Weld, and the City and County of Denver, State of Colorado, met in regular session at 6450 York Street, Denver, Colorado, Tuesday, February 21, 2023 at 5:30 p.m. in the Boardroom.

Chair Johnston called the meeting to order.

1. ROLL CALL

Secretary Giddings called the roll.

Officers Present:

Andrew Johnston, Denver
Sarah Niyork, South Adams
Jo Ann Giddings, Aurora
Del Smith, Bancroft-Clover*

Chair
Chair Pro Tem
Secretary
Treasurer

Directors Present:

Curt Aldstadt, Westminster
Greg Baker, Aurora
Nadine Caldwell, Aurora
John Chavez, Berkeley
David Councilman, Pleasant View
Deborah Crisp, East Lakewood*
Clark Davenport, Northwest Lakewood*
James DeHerrera, Aurora
Robert Duncanson, Denver
Mary Gearhart, Denver
Joan Iler, Westridge*
Janet Kieler, Denver
Craig Kocian, Arvada
Laura Kroeger, Lakewood
Doug Lazure, Denver*
Bob LeGare, Aurora

Charles Long, Thornton
Martin Majors, Fruitdale*
Charlie Miller, Fort Lupton*
Jamie Miller, North Table Mountain*
Steve Pott, Applewood
Bill Ray, Arvada
Bob Roth, Aurora*
Kim Schoen, Brighton
Greg Sekera, Lakewood
Peter Spanberger, Denver
Mary Beth Susman, Denver
Amerigo Svaldi, North Washington Street
Dennis Towndrow, North Pecos
Scott Twombly, Thornton
Jennifer Williams, Denver
Ronald Younger, Denver

Directors Absent:

Peter Baertlein, Denver
Phil Burgi, Wheat Ridge

*Attended virtually

Others Present:

Mickey Conway
Emily Jackson
Liam Cavanaugh
Dawn Ambrosio
Ruth Kedzior
Muzit Kiflai
Yvonne Kohlmeier
Lydia Nkem

Chief Executive Officer (CEO)
General Counsel
Deputy CEO/Chief Operating Officer (COO)
Director of Strategy and Communications
Assistant to the CEO
Senior Continuous Improvement Manager
Senior Administrative Assistant
Executive Assistant

2. PUBLIC COMMENT

There was no comment.

3. APPROVAL OF MINUTES

3.a Minutes of the Board of Directors Meeting on January 17, 2023

Chair Johnston asked if there were any corrections, deletions, or additions to the minutes of the Regular Meeting of the Board of Directors held January 17, 2023.

Director Younger moved and Director Kieler seconded the motion to approve the minutes of the Regular Meeting of the Board of Directors held January 17, 2023.

The motion carried unanimously.

4. PROGRESS AND PROJECTION REPORTS

4.a Report by CEO

CEO Conway reviewed his written report, highlighting the 2022 CEO Listening Tours employee feedback; the February 22, 2023 Metro Talks CEO Edition session with Board Chair Johnston and employees for a discussion on *Metro: Who We Are And How We Got Here*; upcoming Gold Awards recognizing Industrial Users who have met all pretreatment requirements, which will be in person for the first time since the COVID-19 pandemic; Metro Water Recovery being featured in news stories by FOX31, Channel 9, and newspapers for receiving a National Environmental Achievement Award from the National Association of Clean Water Agencies (NACWA) for the South Platte River Aquatic Life/Habitat Improvements Project; and the second Annual Charge Presentation to be held on March 8, noting anyone interested in attending should contact Ms. Ambrosio.

Mr. Conway answered questions on staffing numbers, remote work policy changes, employee drug testing, and the certification program.

4.b Report by General Counsel

General Counsel Jackson provided an update on the progress of Metro Water Recovery's trademark process and stated the South Headworks and Grease Processing Improvements Project (PAR 1225) is now closed and settled.

5. REPORTS OF OFFICERS AND COMMITTEES

5.a Report by Strategic Planning Committee

Strategic Planning Committee Chair Kroeger gave an update on the draft strategic framework, stating there were three goals of the Committee: to honor work done in the past, make sure the updated Strategic Plan stays connected with staff, to and focus areas for moving forward. She also gave an overview of the Vision, Mission, and Values.

Directors Giddings, LeGare, and Williams explained the strategic pillars – our people, our work, and our communities.

CEO Conway stated the focus areas and strategic pillars will form the basis of this plan.

Ms. Kiflai explained the Committee is working towards having a complete draft document ready for the April workshop and will be approved during the May Committee cycle.

Mr. Conway and Ms. Kiflai answered questions on references in the plan to communities versus Connectors, leadership under this framework, and financial stewardship.

Directors LeGare and Williams explained the amount of time spent looking for the right words for the financial stewardship.

Director Kocian questioned the meaning the document conveys to a third party without the words “rate payer” and / or “Connector”.

Director Roth stated this was an important conversation as a Connector.

Director Johnston thanked staff and Committee members for their commitment and time spent.

Director Kroeger appreciated the Board’s comments, saying they will be taken into consideration, and appreciated the fresh perspective.

5.b Meeting Minutes

There were no additions to the following meeting minutes:

Operations Committee	February 7, 2023
Finance Committee	February 9, 2023
Executive Committee	February 14, 2023

6. NEW BUSINESS

6.a Hearing for the Metro Water Recovery’s Second Amended 2022 Annual Budget

Chair Johnston opened the Hearing of the Second Amended 2022 Annual Budget at 6:14 p.m. to allow for questions and comments from holders of any security issues by Metro Water Recovery. There were no questions or comments. Chair Johnston closed the Hearing at 6:15 p.m. and reconvened the Regular Meeting of the Board of Directors at 6:15 p.m.

Consent Agenda

6.b Consideration of Replacement of Metro Water Recovery’s Industrial Pretreatment Program Database, Pretreatment Information Management System with the iPACS System

Director Sekera moved and Director Twombly seconded the motion to adopt the following resolution:

WHEREAS, it is in the best interest of Metro Water Recovery, hereinafter referred to as "Metro," to enter into an Agreement to replace Metro's Industrial Pretreatment Program (IPP)'s pretreatment information management system database; and

WHEREAS, the IPP's Industrial Pretreatment Information Management System (PIMS) database is now obsolete software and does not meet Metro's current and future requirements; and

WHEREAS, pursuant to Metro's *Purchasing and Contracting Policies*, a Request for Information was issued to identify consulting firms/project managers to assist with software acquisition in early 2022; and

WHEREAS, Link Technologies was selected to kick off the project by aggregating knowledge of the current system to identify key requirements for a replacement system and identified two qualifying vendors; and

WHEREAS, Metro issued a Request for Proposal to these two leading vendors and an evaluation team reviewed each proposal based on their ability to meet Metro's technical and IPP functional requirements; and

WHEREAS, EnfoTech & Consulting, Inc. (EnfoTech) was determined to provide the best value and would meet Metro's current and future Information Technology and IPP implementation needs; and

WHEREAS, the Operations and Finance committees, after having reviewed the matter, recommend authorizing the Chief Executive Officer to enter into an Agreement with EnfoTech for licensing of the iPACS system at Metro for a five-year term not to exceed \$610,000; and

WHEREAS, the Executive Committee, after having reviewed the matter, concurs in the recommendation of the other committees;

NOW, THEREFORE, BE IT RESOLVED the Chief Executive Officer be and hereby is authorized to enter into an agreement with EnfoTech & Consulting, Inc. for licensing of the iPACS system at Metro Water Recovery for a five-year term not to exceed \$610,000.

The motion carried unanimously.

6.c Consideration of Property Acquisition

Director Sekera moved and Director Twombly seconded the motion to adopt the following resolution:

WHEREAS, Metro Water Recovery, hereinafter referred to as "Metro," is a metropolitan sewage district organized, existing, and possessing the statutory powers and authorities set forth in C.R.S. § 32-4-501, *et seq.*, possessing the power of eminent domain pursuant to C.R.S. §§ 32-4-502(2) and 32-4-510(1)(j); and

WHEREAS, Metro seeks to acquire a fee interest in the 6610 and 6620 York Street, Denver, Colorado properties (the "Subject Properties") for the purpose of constructing new facilities at the Robert W. Hite Treatment Facility to effectuate its statutory purpose of owning, holding, and operating a sewage disposal system to

intercept, receive, transport, treat, and dispose of the outfalls of sewer systems of municipalities; and

WHEREAS, the Board of Directors has determined the acquisition of the Subject Properties is necessary for the public uses and/or purposes stated herein and hereby declares Metro's intention to acquire the Subject Properties for those uses and/or purposes;

NOW, THEREFORE, BE IT RESOLVED the Board of Directors (the "Board") finds the acquisition of the 6610 and 6620 York Street, Denver, Colorado properties (the "Subject Properties") will serve a proper public purpose and use, and such use is necessary and essential to this public purpose and use. The Board hereby declares its intent to acquire fee interest in the Subject Properties for the purposes stated herein and, if necessary, to do so through the exercise of the power of eminent domain; and

BE IT FURTHER RESOLVED by the Board the Chief Executive Officer be and is hereby authorized to negotiate for the voluntary acquisition of the Subject Properties and is further authorized to make amendments to or otherwise revise the nature and/or description of the property rights to be acquired in furtherance of the public uses and/or purposes; and

BE IT FURTHER RESOLVED if, after engaging in good-faith negotiations, Metro is unable to acquire the necessary property rights, the Chief Executive Officer or designee, on its own or by special counsel, is authorized to institute and prosecute eminent domain proceedings in the name of Metro so as to acquire the Subject Properties by condemnation. In the prosecution of any eminent domain actions to acquire the Subject Properties, Metro shall have and retain all rights and powers lawfully delegated to it by C.R.S. §§ 32-4-502(2) and 32-4-510(1)(j); and

BE IT FURTHER RESOLVED if eminent domain proceedings are instituted, the Chief Executive Officer or designee and Metro's special counsel, are authorized to retain such expert witnesses, including appraisers, as deemed necessary for the eminent domain proceedings; and

BE IT FURTHER RESOLVED the Chief Executive Officer or designee, in consultation with Metro's special counsel, are hereby specifically authorized to make such reasonable or necessary amendments and corrections to the terms and legal descriptions of the property interests to be acquired, with authorization to include such additional or other property rights necessary or desirable by Metro; and

BE IT FURTHER RESOLVED the Chief Executive Officer will keep the Board informed of transactions and the status of any purchase of properties and/or acquisitions of land rights concerning the Subject Properties.

The motion carried unanimously.

Roll Call Agenda

6.d Consideration of Revisions to Metro Water Recovery's *Purchasing and Contracts Policy*

Director Councilman moved and Director Sekera seconded the motion to adopt the following resolution:

WHEREAS, Metro Water Recovery, hereinafter referred to as “Metro,” currently is operating under *Purchasing and Contracting Policies (Policies)* adopted by the Board of Directors on August 18, 2015; and

WHEREAS, the *Policies* have not been updated since August 18, 2015, and several areas require clarification or amendment; and

WHEREAS, the Operations and Finance committees, after having reviewed the matter, recommend the *Policies* of Metro be amended in the form attached hereto; and

WHEREAS, the Executive Committee, after having reviewed the matter, concurs in the recommendation of the other committees;

NOW, THEREFORE, BE IT RESOLVED the *Purchasing and Contracting Policies*, as amended in the form attached hereto, be and hereby are adopted as the *Purchasing and Contracts Policy* of Metro Water Recovery; and

BE IT FURTHER RESOLVED all previous policies corresponding to those covered by the *Purchasing and Contracts Policy* adopted by this Resolution be and hereby are rescinded.

Chair Johnston called for a roll call vote which carried with 36 Directors voting Yes:

Curt Aldstadt	Andrew Johnston	Bill Ray
Greg Baker	Janet Kieler	Bob Roth
Nadine Caldwell	Craig Kocian	Kim Schoen
John Chavez	Laura Kroeger	Greg Sekera
David Councilman	Doug Lazure	Del Smith
Deborah Crisp	Bob LeGare	Peter Spanberger
Clark Davenport	Charles Long	Mary Beth Susman
James DeHerrera	Martin Majors	Amerigo Svaldi
Robert Duncanson	Charlie Miller	Dennis Towndrow
Mary Gearhart	Jamie Miller	Scott Twombly
Jo Ann Giddings	Sarah Niyork	Jennifer Williams
Joan Iler	Steve Pott	Ronald Younger

7. INDIVIDUAL DIRECTOR COMMENTS

Director Kocian asked Directors as an organization focused on sustainability to pay closer attention to recycling.

8. OTHER INFORMATION

CEO Conway reminded Directors, as Board members, they must live within the boundaries of their district.

9. ADJOURNMENT

Chair Johnston adjourned the meeting at 6:21 p.m.