

**RECORD OF PROCEEDINGS
MINUTES
of the
Board of Water Commissioners**

Denver Water Administration Building
1600 West 12th Avenue
Denver, CO
Board Room, Third Floor

Wednesday, July 10, 2019

Open Session

A duly called Regular Meeting of the Board of Water Commissioners was held Wednesday, July 10, 2019, beginning at 9:00 a.m. in the Board Room, Room 309, 1600 West 12th Avenue, Denver, Colorado. Members of the Board present during the Regular Meeting were:

Paula Herzmark, President
John R. Lucero, First Vice President
H. Gregory Austin, Vice President
Craig Jones, Vice President
Gary Reiff, Vice President

Board employees and others present during portions of the meeting were:

J.S. Lochhead, CEO/Manager	D. Brinker, Engineering Manager
J.A. Anderson, Chief of Staff	S. Chesney, Director Public Affairs
A.C. Bricmont, Chief Financial Officer	A. Chotiner, Business Operations Manager
J. Brody, General Counsel	D. Fairburn, Engineer
G. Cagle, Chief Human Resources Officer	C. Funk, Attorney
C.R. Dermody, Chief Information Officer	E. Gleason, Engineer Sr.
B.D. Good, Chief Administrative Officer	L. Harris, Engineer Sr.
M. King, Chief External Affairs Officer	A. Hill, Attorney
A. Turney, <i>Acting</i> Chief Engineering Officer	A. Joseph, Attorney
T.J. Roode, Chief Operations and Maintenance Officer	J. Martin, Project Engineer
	A. Mays, Finance Supervisor
	C. Mbakogu, Division Sr. Analyst

Denver Water aspires to be the best water utility in the nation.

Integrity :: Vision :: Passion :: Excellence :: Respect



S. Adamkovics, Finance Sr. Analyst	M. Nealey, Engineer Sr.
J. Alexander, Environmental Sr. Scientist	K. Oligney, Director IT Infrastructure
A. Antolovich, Engineering Manager	A. Sofranko, Intern
D. Arnold, Attorney	S. Stephen, IT Support Sr. Specialist
B. Balley, Engineer Sr.	G. Thompson, Engineer
K. Bates, Attorney	C. Krumwiede, Kiewit
W. Bates, Planning Manager	L. Barclay, Metro State University
D. Bennett, Director Water Resource Strategy	C. Lane, Platte Canyon Water and Sanitation District
D. Brinker, Engineering Manager	M. Roger, Stantec
S. Chesney, Director Public Affairs	A. Van Vorst, Metro State University

INTRODUCTORY BUSINESS

Commissioner Herzmark called the meeting to order at 9:40 a.m.

Public Comment and Communications

Commissioner Herzmark issued an invitation to members of the public to comment to the Board on any matters not included in the Agenda for the meeting. There was no public comment.

Introductions, Awards, and Ceremonies

Ms. Brody recognized staff members for their work on litigation involving the 1940 Agreement and announced that the Colorado Supreme Court recently ruled in Denver Water's favor, which will allow more of our imported water to be reused. She stated that this decision is very favorable for Denver Water and thanked Mr. Arnold, Mr. Funk, Mr. Harris and Mr. Bates for their efforts. Commissioner Herzmark thanked the team and acknowledged the importance of their work and expressed deep appreciation for their patience, efforts and persistence toward this outcome.

ACTION ITEMS

Upon motion regularly made, seconded and unanimously carried by the Commissioners then present, unless otherwise noted, the Board acted upon the following agenda items:

1. ITEM II-A-1: MINUTES OF JUNE 12, 2019

Approved the Minutes of the Open Session Meeting of June 12, 2019.

2. ITEM II-A-2: MINUTES OF JUNE 26, 2019

Approved the Minutes of the Open Session Meeting of June 26, 2019.

3. ITEM II-A-3: CONDUIT NO. 3 AERIAL CROSSING REPLACEMENT AT BEAR CREEK AND ASSOCIATED IMPROVEMENTS – CONTRACT 503892

Approved Contract 503892 with T. Lowell Construction, Inc. for the Conduit No. 3 Aerial Crossing Replacement at Bear Creek and Associated Improvements Project for the contract period of July 10, 2019 through January 31, 2020, for a total contract amount not to exceed \$1,515,000.

4. ITEM II-A-4: LEETSDALE PUMP STATION SURPLUS PROPERTY DONATION TO ARAPAHOE COUNTY OPEN SPACE – CONTRACT 504054

Approved Contract 504054 with Arapahoe County Open Space for the conveyance of 0.6 acres of decommissioned Leetsdale Pump Station property.

5. ITEM II-A-5: CHANGE ORDER NO. 1 FOR CONDUIT NO. 10 – ISOLATION VALVE IMPROVEMENTS – CONTRACT 503173

Approved Amended II-A-5, Change Order No. 1 to Contract 503173 with Reynolds Construction, LLC. The Change Order extends the contract period through April 16, 2019 and adds \$77,078.67, for a total amended contract amount not to exceed \$772,078.67.

6. ITEM II-B-1: INTERGOVERNMENTAL AGREEMENT WITH THE CITY AND COUNTY OF DENVER FOR RECYCLED WATER INFRASTRUCTURE AT THE NATIONAL WESTERN CENTER – CONTRACT 504075

Approved Contract 504075 with the City and County of Denver for recycled water infrastructure funding at the National Western Center Complex for the contract period of July 10, 2019 through December 31, 2022, for a total contract amount not to exceed \$2,600,000.

Ms. Antolovich noted that this contract is limited to infrastructure at the National

Western Complex site and does not include costs for an extension of a recycled water main. Denver Water will work with the National Western Center to determine recycled water demand and determine whether such a main is to be installed at a future date, and if so, a maximum cost not to exceed \$20,000 per acre foot has been agreed upon. Until that time, the Center will be served with potable water, at potable water rates. Additionally, all City-owned property and property owned by Colorado State University will adhere to Denver Water's water efficiency standards.

7. ITEM II-B-2: SIXTH AMENDMENT FOR GROSS RESERVOIR EXPANSION DESIGN ENGINEER – CONTRACT 503074

Approved the Sixth Amendment to Contract 503074 with Stantec Consulting Services, Inc. for design services for the Gross Reservoir Expansion Project. The Amendment extends the contract period through June 21, 2021 and adds \$2,800,478, for a total amended contract amount not to exceed \$16,800,000.

Mr. Martin shared a presentation with the Board, a copy of which is attached to and incorporated in these Minutes as Exhibit A.

8. ITEM II-B-3: GROSS RESERVOIR EXPANSION CONSTRUCTION MANAGER/GENERAL CONTRACTOR – CONTRACT 504090

Approved Contract 504090 with Kiewit-Barnard Joint Venture for CM/GE pre-construction services for the Gross Reservoir Expansion Project for the contract period of July 10, 2019 through March 31, 2021, for a total contract amount not to exceed \$4,500,000.

9. ITEM II-B-4: INTERCONNECT AGREEMENT WITH SOUTH ADAMS COUNTY WATER AND SANITATION DISTRICT – CONTRACT 504084

Approved Contract 504084 with South Adams County for an additional 2,000-acre feet of emergency water for the contract period of July 10, 2019 through July 10, 2024. South Adams County will pay the current treated water service rate for customers outside of the Denver Water Total Service Area, less the West Slope Charge amount, which will be paid as provided in the Colorado River Compact Agreement.

Mr. Bennett explained that South Adams County requested this emergency water after discovering PFAS in their groundwater supplies and will utilize this water

while treating the contaminants.

POLICY MATTERS

10. ITEM III-A: 2020 DRAFT BUSINESS PLAN AND BALANCED SCORECARD

Ms. Anderson presented the 2020 Draft Business Plan and Balanced Scorecard, a copy of which is attached to and incorporated in these Minutes as Exhibit B.

Ms. Anderson explained that the Executive Team had reviewed the 2019 Business Plan and made modifications for the 2020 Business Plan to better align projects and programs to Denver Water's top priority: providing high-quality water and outstanding service to its customers. She also noted that 1) a Leadership Connection Strategy was added to the Plan to respond to the employee net promotor score and to better develop leaders throughout the organization, and 2) that an Enterprise Project Management was added to the Plan that incorporated the Business Technology Management Office, the Integrated Resource Plan, Systems and Programs Managers, Asset Management and the IT Management Office.

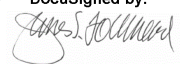
EXECUTIVE UPDATE

11. ITEM IV-C: OPERATIONS REPORT

Ms. Anderson reported that the third-party capital review process is underway, and the Board will receive a report in the beginning of August.

ADJOURNMENT

No further business appearing, the Board voted unanimously to adjourn into Executive Session at approximately 10:20 a.m.

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Secretary

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President