

**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, January 10, 2018

Open Session/Plan Sponsor Meeting

A duly called Regular Meeting of the Board of Water Commissioners was held Wednesday, January 10, 2018, 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
Gary M. Reiff, Vice President
Craig Jones, Vice President

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

J.A. Anderson, Chief of Staff	C. Fikan, Finance Tech
A.C. Bricmont, Chief Financial Officer	A. Joseph, Attorney
G. Cagle, Chief Human Resources Officer	K. Knoll, Public Affairs Manager
C.R. Dermody, Chief Information Officer	J. Lorton, Accounting Manager
B.D. Good, Chief Administrative Services Officer	R. Marsicek, Planning Manager
M. King, Chief External Affairs Officer	D. Raitt, Engineering Manager
J.S. Lochhead, CEO/Manager	L. Schulz, Customer Relations Manager
R.J. Mahoney, Chief Engineering Officer	J. Seagren, Distribution Relations Manager
T.J. Roode, Chief Operations and Maintenance Officer	U. Sharma, Treasurer
P.L. Wells, General Counsel	K. Taft, Sustainability Program Manager
M. Anderson,	K. Urie, Environmental Scientist Supervisor
M. Aragon,	L. Weber, Planner Sr.
D. Arnold, Attorney	R. Wirth, Finance Supervisor
	A. Witheridge, Environmental Sr. Scientist
	C. Baker, Jefferson County Open Space

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

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



K. Bates, Attorney
D. Bennett, Director Water Resource Strategy
C. Burri, Environmental Lead Scientist
P. Coleman, Chief Internal Auditor
A. Doukakis, Staffing Agency Temporary

K. Dooley, Feeding Many
C. Insley, Foothills Park & Recreation District
P. Ramos, J.P. Morgan
S. Smith, Feeding Many
N. York, Jefferson County Open Space

INTRODUCTORY BUSINESS

Commissioner Herzmark called the meeting to order at 9:07 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.

Dr. Smith, representing Feeding Many, explained that the ten year old non-profit organization has partnered with Jefferson County Open Space and Foothills Park and Recreation District to build a community garden and orchard in Jefferson County. Mr. Insley said that Foothills is very supportive and anticipates that its Board will approve the project later this month. Ms. York explained that Jefferson County is committed to supporting community gardens, fostering a nature-health connection, and to assisting underserved populations, and requests a reduction in the cost of purchasing a water tap at for the project. Commissioner Herzmark thanked them for their attendance and stated that the Board will take this request into consideration.

Introductions, Awards and Ceremonies

Ms. Burri introduced Ms. Witheridge, Denver Water's new Environmental Scientist, who has joined her to work on watershed projects.

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 DECEMBER 6, 2017

The Minutes of the Open Session Meeting of December 6, 2017 were approved.

The Minutes of the Executive Session of December 6, 2017 were approved.

2. ITEM II-A-2: MINUTES OF DECEMBER 13, 2017

The Minutes of the Open Session Meeting of December 13, 2017 were approved.

3. ITEM II-A-3: FOOTHILLS TREATMENT PLANT USS 1, 2, 3, 5 AND VFD REPLACEMENTS CONTRACT 16962A

Approved Contract 16962A with Guarantee Electrical Contracting for the Foothills Treatment Plant USS 1, 2, 3, 5 and VFD Replacements project, for the contract period of January 10, 2018 through July 12, 2019, for a total contract amount not to exceed \$5,985,595.

4. ITEM II-A-4: LUPTON LAKES – SOUTH CELL GROUNDWATER CUTOFF WALL CONTRACT 16785A

Approved Contract 16785A with Great Lakes Environmental & Infrastructure, LLC for the Lupton Lakes – South Cell Groundwater Cutoff Wall Project, for the contract period of November 8, 2017 through April 30, 2019, for a total contract amount not to exceed \$4,941,650.

5. ITEM II-A-3: RATIFICATION OF CONSTRUCTION CONTRACTS CHANGE ORDERS AND AMENDMENTS AND PROFESSIONAL SERVICES AGREEMENT AMENDMENTS

Ratified Construction Contract Change Orders, Amendments, and Amendments to Agreements authorized in October, November and December, 2017 as follows:

1. Change Order No. One to Contract 16402A with Great Lakes Environmental & Infrastructure for the Lupton Lakes Groundwater Cutoff Wall project;
2. First Amendment to Contract 16458A with Concrete Works of Colorado, Inc. for the 2016/2017 Vault Modifications project;
3. Change Order No. Two to Contract 16458A with Concrete Works of Colorado, Inc. for the 2016/2017 Vault Modifications project;
4. Change Order No. One to Contract 16930 with Bosco Constructors for the Highland Pump Station Renovation;

5. Change Order No. One to Contract 16986A with Glacier Construction Company, Inc. for the Ashland Decentralization Station Parking Lot Extension;
6. Change Order No. Two to Contract 17005A with Environmental Logistics, Inc. for the Wynetka Pump Station Landscape and Drainage Improvements project;
7. Third Amendment to Contract 17117A with Harrison Western Construction Corporation, Inc. for the Cheesman Rock Stabilization project; and
8. Change Order No. One to Contract 17189A with Environmental Logistics, Inc. for the Tanabe Reservoir Fencing and Roadway Improvements project,

all as more particularly described in the attachment to Agenda Item ITEM II-A-5.

POLICY MATTERS

6. ITEM III-A: UPDATE ON SUSTAINABILITY GUIDE

Ms. Taft shared Denver Water's 2018-2020 Sustainability Guide and a presentation entitled Planning for Our Future, copies of which are attached to and incorporated in these Minutes as Exhibits A and B. She explained that because one of Denver Water's organizational priorities is to execute a robust environmental sustainability plan across its systems and operations, she has met with teams and focus groups regarding Denver Water's programs and goals to both establish baseline consumption/waste data and develop smart goals. There are six areas of sustainability goals targeted to be achieved by 2020: 1) energy and transportation; 2) land and ecosystems; 3) water; 4) people; 5) materials; and 6) infrastructure and assets. Some of the goals were developed internally and others are set by third parties, such as regulators. As more detailed baselines are developed, longer term goals will be developed.

Ms. Taft explained that the Sustainability Guide acts as a statement of Denver Water's commitment to sustainability and environmental stewardship, and will be the template for annual reports. After discussion, the Board endorsed the Guide and Plan, which will subsequently be shared with employees and the

public. Mr. Good commended Ms. Taft and Denver Water's Green Team for their efforts on this project.

EXECUTIVE UPDATE

7. ITEM IV-C: OPERATIONS REPORT

Mr. Roode distributed a chart of historic damages to Xcel assets, a copy of which is attached to and incorporated in these Minutes as Exhibit C. He explained that through a partnership of Denver Water field crews and Xcel, the number of Xcel assets damaged by Denver Water crews in the field has reduced dramatically since 2012.

BRIEFING PAPERS & REPORTS

8. ITEM V-A-1: PROJECT COMPLETION BRIEFING MEMORANDUM FOR ANTERO DAM REHABILITATION

The Board received the Project Completion Briefing Memorandum for Antero Dam Rehabilitation, a copy of which is attached to and incorporated in these Minutes as Exhibit D. It was discussed that this project enhances Denver Water's yield, and that the fishery has been reestablished, which has important recreational and economic impact in the surrounding area.

ADJOURNMENT

No further business appearing, the Board voted unanimously to adjourn into an Executive Session at approximately 9:58 a.m.

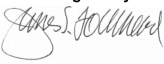
EXECUTIVE SESSION

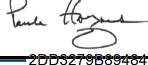
On Wednesday, January 10, 2018, commencing approximately at 10:00 a.m. in the Board Room, Room 309, 1600 West 12th Avenue, Denver, Colorado, the Board of Water Commissioners met in Executive Session. The following matters, which are authorized by C.R.S. § 24-6-402 or D.R.M.C. § 2-34, were discussed during the Executive Session:

1. Attorney-Client Matters § 24-6-402(4)(b)
2. Security § 24-6-402(4)(d)

- 3. Negotiations §24-6-402(e)
- 4. Personnel Matters § 24-6-402(4)(f)(I)

There being nothing further for the Board to consider, the Executive Session concluded at approximately 11:25 a.m.

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Secretary

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President