

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

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

Video Conference: <http://zoom.us/join>, Meeting ID: 882 3417 6376, Password: 600590
or Dial-in: (669) 900-6833, Meeting ID: 882 3417 6376

Wednesday, June 28, 2023

Open Session

A duly called Regular Meeting of the Board of Water Commissioners was held Wednesday, June 28, 2023, beginning at 9:00 a.m. in the Board Room and via Zoom Video Conference: <http://zoom.us/join>, Meeting ID: 882 3417 6376, Password: 600590 or via Dial-in: (669) 900-6833, Meeting ID: 882 3417 6376. Members of the Board present during the Regular Meeting were:

Craig Jones, President
Stephanie Donner, Vice President
Tyrone J. Gant, Vice President
Gary M. Reiff, Vice President

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

J.S. Lochhead, CEO/Manager	C. Gonzales, Internal Sr. Auditor
J.A. Anderson, Chief of Staff	A. Heidema, Director Engineering-Property
A. Bricmont, Chief Financial Officer	D. Herrera, IT Solutions Lead
J. Brody, General Counsel	A. Hill, Government Relations Liaison
D. Gorgemans, Internal Auditor	G. Johnson, Planning Manager
R. Mahoney, Chief Engineering Officer	A. Joseph, Attorney Sr.
R. Marsicek, Chief Water Resource Strategy Officer	J. Martin, Project Engineer
T.J. Roode, Chief Operations and Maintenance Officer	H. Miller, Internal Controls Manager
E. Abbott, IT Solutions Lead	K. Oligney, Director IT Infrastructure
	S. Overby, Business Operations Support

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

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



B. Akins, Finance Senior Analyst
A. Aslamy, Risk Sr. Analyst
K. Bates, Attorney
L. Bissey, Paralegal
J. Bogner, Treasury Senior Analyst
S. Chesney, Director Public Affairs
L. Duffy, Finance Sr. Analyst
C. Fikan, Finance Associate Analyst
K. Forbes, Director-HR
M. Freeman, Grants Administrator

C. Proctor, Communications Sr. Specialist
L. Quintana, Administrative Sr. Assistant
A. Rettig, Finance Supervisor
K. Riegle, Attorney Senior
U. Sharma, Treasurer
L. Southard, Business Operations Support
J. Walter, Finance Analyst
P. Williams, Executive Assistant
T. Winchell, Planner Sr.
C. Gray, City of Arvada

INTRODUCTORY BUSINESS

Commissioner Jones called the meeting to order at 9:00 a.m. Upon motion regularly made, seconded, and unanimously carried, Commissioner Gómez was found to be absent for good cause and was excused.

Public Comment and Communications

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

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: BUTLER SNOW, LLP BOND COUNSEL – CONTRACT 505750

Approved Contract 505750 with Butler Snow, LLP for the contract period from June 28, 2023 to December 31, 2028, for a total contract amount not to exceed \$750,000.

2. ITEM II-A-2: AMENDMENT OF FINANCIAL ADVISORY SERVICES WITH PIPER SANDLER & CO. – CONTRACT 505264

Approved the First Amendment to Contract 505264 with Piper Sandler & Co. for financial advisory services, for a change in scope of services and an additional \$130,000, for a total amended contract amount not to exceed \$430,000.

3. ITEM II-B-1: APPROVAL OF AUTHORIZING RESOLUTION FOR AMENDED AND RESTATED MASTER BOND RESOLUTION 06-28-23

Ms. Joseph introduced Denver Water's bond counsel from Butler Snow: Dawn Bookhardt and Kimberly Crawford. Ms. Joseph explained that Denver Water's Master Bond Resolution, originally adopted in 2007 and revised in 2017, establishes the general provisions related to the issuance of bonds. It is best practice to review and update such resolutions approximately every five years, and the Board may adopt revisions without notice to current bond holders, so long as the revisions do not materially affect their interests. The revisions proposed today are primarily non-substantive, but the one substantive change affecting the treatment of leases will apply only to bonds issued after today's meeting. The Amended and Restated Master Bond Resolution is attached to and incorporated in these Minutes as Exhibit A.

Approved the Amended Master Bond Resolution dated June 28, 2023.

4. ITEM II-B-2: SNOW WATER SUPPLY FORECASTING GRANT

Mr. Winchell presented the Board with information regarding Denver Water's application for a grant from the U.S. Bureau of Reclamation to fund Advanced Snow Monitoring. Copies of the presentation and Snow Water Supply Forecasting Program Resolution are attached to and incorporated in these Minutes as Exhibits B-C.

Mr. Winchell explained that Denver Water applied for a grant to provide funding for Denver Water to expand Airborne Snow Observatories (ASOs) to accurately measure the volume of moisture in snowpack. The grant requires a Board resolution to be passed within 60 days of the grant application. Historically, snowpack measurements have been taken at Snowtel locations, but these do not quantify the amount of moisture in the snow. ASOs utilize LIDAR technology in planes flying over snowpack to measure the depth of and volume of moisture in the snow. To illustrate this point, Mr. Winchell stated that the ASO measurement

of snow above Dillon Reservoir on April 16, 2023 revealed 183,000 acre feet of water and that the measurement on May 29, 2023 revealed 78,000 acre feet of water. Such measurements exceeded Denver Water's expectations and permitted adjustments to releases at Dillon to account for the volume.

The grant proposal requests \$683,916.33 for two years of ASO snow flight surveys of the Blue River Basin and Upper South Platte River Basin. This would permit Denver Water to integrate snow survey data with streamflow forecasting models and water management decisions. If the grant is awarded, Denver Water will match \$410,000, Aurora Water will match \$49,500 and the Colorado Water Conservation Board will match \$20,000.

Approved the Resolution supporting Denver Water's application for the U.S. Bureau of Reclamation's Snow Water Supply Forecasting Grant Program.

POLICY MATTERS

5. ITEM III-B: GROSS RESERVOIR EXPANSION UPDATE

Mr. Martin presented the Board with the Gross Reservoir Expansion Update, a copy of which is attached to and incorporated in these Minutes as Exhibit D. He reported that the project is close to being on track with program and construction billings notwithstanding that weather challenges caused seven lost workdays in April and May. He noted that an important milestone in the project occurred today; improvements to the intersection at Highway 72 and Gross Dam Road have been completed.

The project has received both positive media coverage and community comments, and on-water recreation has opened for the season. Value innovation continues, with 57 innovation ideas generated in April and 40 carried forward for detailed consideration. To date, all accepted innovations have resulted in improved quality, increased schedule confidence, risk reductions and cost savings of approximately \$500,000. Mr. Martin shared photographs, including one of the roller compacted concrete batch plant. In forming the concrete, the team forms water from the reservoir into ice to cool concrete to a consistent 50 degrees in order to prevent expansion and contraction of the concrete as it hardens, thereby minimizing cracking. The goal for 2023 is to cast 26,000 yards of concrete.

EXECUTIVE UPDATE

6. ITEM IV-B: CFO UPDATE

Ms. Bricmont reported that the May Financial Report was prepared for the Board's review, a copy of which is attached to and incorporated in these Minutes as Exhibit E. She noted that the Finance team is keeping a close eye on any revenue changes due to recent weather events. She also reported that Denver Water's commercial paper program is moving toward a sale date in September. The team had selected Goldman Sachs and Merrill Lynch as commercial paper dealers and Bank of America as the liquidity provider.

In response to a question, Ms. Bricmont stated that Denver Water's first line of defense in the event of reduced revenue is to utilize its strong cash balance and that the second line of defense would be to reduce expenditures where appropriate.

BRIEFING PAPERS & REPORTS

7. ITEM V-B-1: LEAD REDUCTION PROGRAM REPORT

The Board received a Report for the Lead Reduction Program, a copy of which is incorporated and attached to these Minutes as Exhibit F.

8. ITEM V-B-2: NORTHWATER TREATMENT PLANT REPORT

The Board received a Report for the Northwater Treatment Plant, a copy of which is incorporated and attached to these Minutes as Exhibit G.

ADJOURNMENT

No further business appearing, the Board voted unanimously to adjourn into an Executive Session at approximately 9:34 a.m.

DocuSigned by:
Jim Lochhead
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Secretary

DocuSigned by:
Craig Jones
68537AD81EB4D7...
President