

**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: 965 0914 6460, Password: 330002
or Dial-in: (669) 900-6833, Meeting ID: 965 0914 6460

Wednesday, July 14, 2021

Open Session

A duly called Regular Meeting of the Board of Water Commissioners was held Wednesday, July 14, 2021, beginning at 9:00 a.m., in the Board Room, Room 106, 1600 West 12th Avenue, Denver, Colorado and via Zoom Video Conference: <http://zoom.us/join>, Meeting ID: 965 0914 6460, Password: 330002 or via Dial-in: (669) 900-6833, Meeting ID: 965 0914 6460. Members of the Board present during the Regular Meeting were:

Gary M. Reiff, President
Craig Jones, First Vice President
Stephanie Donner, Vice President
Dominique Gómez, Vice President
John R. Lucero, Vice President

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

J.S. Lochhead, CEO/Manager	A. Ingram, Procurement Supervisor
J.A. Anderson, Chief of Staff	M. Kennedy, IT Project Manager
A.C. Bricmont, Chief Financial Officer	D. Lopez, IT Support Specialist
J. Brody, General Counsel	J. Martin, Project Engineer
B.D. Good, Chief Administrative Officer	C. Mbakogu, Division Sr. Analyst
R. Marsicek, Chief of Water Resource Strategy	P. McCormick, Project Engineer
T.J. Roode, Chief Operations and Maintenance Officer	L. Morales, Community Relations Sr. Specialist
	K. Oligney, Director IT Infrastructure

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

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



A. Turney, <i>Acting</i> Chief Engineering Officer	C. Palmore, Division Analyst
E. Abbott, IT Program Manager	J. Park, IT Application Sr. Developer
S. Abram, Director Finance Plan & Performance	R. Peters, Engineer Sr.
S. Adamkovics, Finance Sr. Analyst	C. Proctor, Communications Sr. Specialist
J. Alexander, Lead Scientist	K. Riegle, Attorney
M. Aragon, Director Customer Relations	G. Rygh, Director Water Distribution
D. Arnold, Attorney	U. Sharma, Treasurer
A. Barros, Contract Specialist	J. Shaw, Community Relations Sr. Specialist
S. Behunek, Public Affairs Manager	L. Southard, Administrative Sr. Assistant
J. Bogner, Finance Sr. Analyst	J. Spitze, Director IT PMO & Enterprise Projects
D. Brinker, Engineering Manager	J. Taussig, Director EMSS
C. Brummitt, Attorney	J. Walter, Finance Analyst
K. Burgess, Director Human Resources	B. Wedll, Procurement Specialist
A. Cavallaro, Paralegal	P. Williams, Executive Assistant
S. Chesney, Director Public Affairs	N. Willis, Web Developer
J. Christensen, Procurement Specialist	L. Albanese, Financial Investment News
E. Cinchock, Division Sr. Analyst	O. Bannan, Western Resource Advocates
C. Fransen, Procurement Specialist	C. Lane, Platte Canyon Water and Sanitation District
P. Freeman, Business Operations Manager	P. Wood, Gabriel, Roeder, Smith & Company
B. Gogas, Scientist Sr.	D. Woolfrey, Gabriel, Roeder, Smith & Company
K. Greenleaf, Administrative Sr. Assistant	
D. Herrera, IT Program Manager	

INTRODUCTORY BUSINESS

Commissioner Reiff called the meeting to order at 9:02 a.m.

Public Comment and Communications

Commissioner Reiff 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.

Ceremonies, Awards, and Introductions

Ms. Brody presided over the swearing-in ceremony for newly appointed Commissioners Stephanie Donner and Dominique Gómez and administered the oath of office as follows:

I do solemnly swear (or affirm) that I will support the Constitution and laws of the United States and of the State of Colorado and the Charter and ordinances of the City and County of Denver; and that I will faithfully perform the duties of the offices of Member of The Board of Water Commissioners of the City and County of Denver to which I have been appointed and upon which I am about to enter.

Commissioners Donner and Gómez, upon affirming the oath of office, were greeted with applause, and the Board and executive team welcomed the Commissioners as new members of the Denver Water Board of Water Commissioners.

Mr. Lochhead announced that a new division would be created for Water Resource Strategy and introduced Rick Marsicek for the new position on the executive team as Chief of Water Resource Strategy. Mr. Marsicek thanked Mr. Lochhead and members of the executive team, stating that he looks forward to working with the Board.

Mr. Lochhead also announced that under existing executive team leadership, the following divisions within Denver Water will be realigned to provide a greater level of support for these work groups, as well as to capitalize on relationships and partnerships that exist between these teams: Public Affairs will join the Office of People and Strategy, led by Ms. Anderson; Customer Service Field will join the Operations and Maintenance division, led by Mr. Roode; and Customer Care and Water Sales will join the Finance division, led by Ms. Brimont. Collectively, these changes will ensure better coordination of strategic efforts, facilitate customer service consistency, and improve and streamline the customers' experience.

Legislative Update

Ms. Morales welcomed the new Commissioners and provided the Board with an overview of the first regular session of Colorado's 73rd Generally Assembly, which commenced in mid-February. It was the second consecutive session impacted by the coronavirus pandemic. A total of 623 bills were introduced during the session, with many focusing on the state's pandemic recovery, in addition to health care, climate change, transportation, and employment. Overall, it was a successful session for Denver Water's legislative agenda, with assistance from Politicalworks, including legislation passed on employment matters, watershed health, and wildfire mitigation.

Denver Water will continue to monitor the interim committees, including the Water Resources Review Committee and the Wildfire Matters Review Committee, through the summer and into the fall for any developments on allocation of funding by the federal American Rescue Plan Act.

Ms. Morales was available to answer any questions regarding the Legislative Update Briefing Paper. The Board had no questions.

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 FROM JUNE 9, 2021

Approved the Minutes from the June 9, 2021 Board Meeting.

2. ITEM II-A-2: MINUTES FROM JUNE 23, 2021

Approved the Minutes from the June 23, 2021 Board Meeting.

3. ITEM II-A-3: U.S. FOREST SERVICE COLLECTION AGREEMENT FOR ROAD AND RECREATION FACILITIES MAINTENANCE AT GROSS RESERVOIR – CONTRACT 504916

Approved Contract 504916 with the U.S. Department of Agriculture and the U.S. Forest Service for the Collection Agreement for road and recreation facilities maintenance at Gross Reservoir for the contract period from July 16, 2021 to July 16, 2026, for a total contract amount not to exceed \$33,600.

4. ITEM II-A-4: MEMORANDUM OF AGREEMENT WITH U.S. ARMY CORPS OF ENGINEERS CONCERNING THE DILLON BRIDGE REMOVAL PROJECT – CONTRACT 504927

Approved the Memorandum of Agreement (USACE file number SPK-2021-00249) with the U.S. Army Corps of Engineers and the state Historic Preservation Officer for the construction-related activities for the Dillon Bridge Removal Project.

5. ITEM II-B-1: AGREEMENT WITH DOUGLAS COUNTY AUTHORIZING STORMWATER USES IN THE HIGH LINE CANAL FROM THE SPRING GULCH DRAINAGE BASIN AND HIGHWAY 85 – CONTRACT 504905

Mr. Roode explained that the High Line Canal Conservancy (HLCC) was formed in collaboration with Denver Water to lead the transition of the High Line Canal (Canal) from an outdated water conveyance to a 71-mile greenway for future

generations. An important objective is to celebrate the diverse character of the Canal and the ecosystems along the Canal's path. Utilizing the Canal channel for stormwater uses is one of the objectives in allowing local jurisdictions to harness green infrastructure while providing a positive effect on the surrounding greenway.

In response to a question from Commissioner Lucero, Mr. Roode explained that there is an existing 72" pipeline that discharges stormwater from the Spring Gulch drainage basin into the Canal. Douglas County wants to use this pipeline for the stormwater from its new water quality pond associated with the anticipated widening of Highway 85. Under this contract, Douglas County will be allowed to use the Canal to carry stormwater within an authorized area, taking over maintenance of the Canal channel throughout the authorized reach.

Approved Contract 504905 with Douglas County authorizing stormwater uses from the Spring Gulch drainage basin and Highway 85 in the High Line Canal.

6. ITEM II-B-2: ROADWAY CONSTRUCTION SERVICES – CONTRACT 504742 AND 504941

Mr. Roode reported that roadway construction and restoration services is one of the largest contracts for the Operations and Maintenance division. Denver Water requires a contractor to perform street paving restoration for planned replacement and repair projects, and for damage caused by unplanned repairs such as water main breaks. The work required under these contracts significantly impacts customer satisfaction, and planning and coordination are required to minimize disruption to neighborhoods.

In response to a question from Commissioner Lucero, Mr. Roode clarified that Metro Pavers Inc. is a Small Business Entity (SBE) and certified Minority and Women-Owned Business Entity (MWBE) organization on Contract 504941 and will contribute to the enterprise participation targets. Mr. Roode also acknowledged Mr. Rygh and the Procurement division for their efforts on these contracts.

Approved Contract 504742 with Brannan Sand and Gravel Company, LLC for roadway construction services for the contract period from July 14, 2021 to July 31, 2024, for a total contract amount not to exceed \$30,000,000.

Approved Contract 504941 with Metro Pavers Inc., for roadway construction services for the contract period from July 14, 2021 to July 31, 2024, for a total contract amount not to exceed \$9,000,000.

7. ITEM II-B-3: APPROVAL OF DENVER WATER 2022 PAY PLAN

Ms. Burgess provided an overview of adjustments sought to Denver Water's 2022 Pay Plan in order to achieve better alignment with the market. On an annual basis, staff performs a comprehensive review of the Total Rewards package to improve the alignment of pay ranges with the market and to ensure decisions about pay are based on a market-based, competitive pay structure. Denver Water uses the midpoint of each pay range as the primary point of reference for decisions about pay.

Approved the proposed Denver Water 2022 Pay Plan.

POLICY MATTERS

8. ITEM III-A: 2022 DRAFT BUSINESS PLAN & PROGRAMS

Ms. Anderson presented the Board with the 2022 Draft Business Plan & Programs, a copy of which is attached to and incorporated in these Minutes as Exhibit A. She reported on the priorities for 2022, explaining that the Annual Business Plan's foundation is Denver Water's Strategic Plan, which is assessed on a yearly basis through a gap analysis, which assists in refining organization priorities, programs, and divisional initiatives.

She stated that Denver Water's top priority and core function is to provide high quality water and outstanding service to its customers. She also highlighted ongoing organizational priorities and key milestones for the Lead Program; the North System Renewal (Gross Reservoir Expansion and Northwater Treatment Plant); National Western (Hydro Building/Water Quality Lab); and the Enterprise Project Management Office (EPMO). New priorities on the Business Plan include the South System Planning Program, One Water Strategy, and Continuous Improvement, including value streams and workshops around the idea of One Water. She concluded that the progress of the 2022 Organizational Programs will be shared with the Board and the Business Plan will be reviewed at the November Board Budget Workshop.

EXECUTIVE UPDATE

9. ITEM IV-A: CEO UPDATE

Mr. Lochhead touched on Denver Water's contributions to the capital campaign to fund the long-term care of the High Line Canal and recent efforts to raise additional funding.

10. ITEM IV-B: CFO UPDATE

Ms. Bricmont reported that since closing the first half of the fiscal year, work has commenced on a forecast for the last half of the year. The Board will receive a full financial report next month, including Denver Water's 2Q Report.

BRIEFING PAPERS & REPORTS

11. ITEM V-A-1: BRIEFING PAPER FOR LEGISLATIVE UPDATE

The Board received a Briefing Paper for Legislative Update, a copy of which is incorporated and attached to these Minutes as Exhibit B.

ADJOURNMENT

No further business appearing, the Board voted unanimously to adjourn into a Trustee Meeting at approximately 9:46 a.m.

Trustee/Plan Sponsor Meeting

The Board of Water Commissioners, serving in their capacity as Trustees of the Employees' Retirement Plan Trust Fund and Plan Sponsor of the Employees' Retirement Plan, and as Sponsor of the Supplemental Retirement Savings Plan of the Board of Water Commissioners of the City and County of Denver, met on Wednesday, July 14, 2021, commencing at 9:47 a.m., in the Board Room, Room 106, 1600 West 12th Avenue, Denver, Colorado and via Zoom via Video Conference. The Minutes of the Trustee Meeting/Plan Sponsor are maintained separately.

The Trustee/Plan Sponsor Meeting concluded at 10:11 a.m., at which time the Board voted unanimously to adjourn into the meeting of the Board of Water Commissioners and into Executive Session.

DocuSigned by:
Jim Lochhead
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Secretary

DocuSigned by:
Gary M. Reiff
964769B3F85A4EA...
President