

Upper Eagle Regional Water Authority

Board of Directors Meeting

May 26, 2022

MINUTES

1 A regular meeting of the Board of Directors of the Upper Eagle Regional Water Authority was held May 26,
2 2022, at 8:30 a.m., in the Walter Kirch Room of the Eagle River Water & Sanitation District, 846 Forest
3 Road, Vail, Eagle County, Colorado, in accordance with the applicable statutes of the state of Colorado.
4

5 **ATTENDANCE**

6 **The following Directors were present, thereby constituting a quorum:**

7 Geoff Dreyer, Arrowhead Metropolitan District
8 Kevin Hillgren, Beaver Creek Metropolitan District
9 George Gregory, Berry Creek Metropolitan District
10 Mick Woodworth, Edwards Metropolitan District
11 Sarah Smith Hymes, Town of Avon

12 **The following Director was absent and excused:**

13 Kim Bell Williams, EagleVail Metropolitan District

14 **The following Alternate Director was present and acting:**

15 Steven Barber, EagleVail Metropolitan District
16

17 **Also in attendance were:**

18 <u>District Staff</u>	29	Chris Wolff
19 Tom Borawski	30	Len Wright
20 Linn Brooks	31	Brad Zachman
21 Jason Cowles	32	
22 Sarah Crawford	33	<u>Consultants</u>
23 Jesse Hooker	34	Steve Bushong, Bushong & Holleman PC
24 Diane Johnson	35	Kathryn Winn, Collins Cole Flynn Winn & Ulmer, PLLC
25 David Norris	36	Kristin Moseley, Somach Simmons & Dunn
26 Chuck Owen	37	
27 Siri Roman	38	<u>Public</u>
28 Jeffrey Schneider	39	Mike Trueblood, Edwards Metropolitan District Alternative

40

41 **DISCLOSURES OF POTENTIAL CONFLICTS OF INTEREST**

42 The Board noted it had received more than 72 hours prior to the meeting certain disclosures of Potential Conflicts of Interest
43 Statements for the following Directors indicating the following conflicts:

44 Director Gregory disclosed that he serves on the board of the Eagle River Water & Sanitation District and also that he occasionally
45 undertakes small development and construction activities within the Authority and District service areas. Director Bell Williams
46 disclosed that she is the Eagle County Housing Director. Director Woodworth disclosed that he is employed by the Eagle River Fire
47 Protection District, which operates within the Authority's service area.
48

49 **CALL TO ORDER**

50 Chair Gregory called the meeting to order at 8:30 a.m.

51 **OATHS OF OFFICE**

52 Chair Gregory administered oaths of office to newly appointed director Hillgren, and to alternate director
53 Trueblood, copies of which are attached hereto as **Exhibits A and B**, respectively, and incorporated
54 herein by this reference. Ms. Johnson filed the certificate of appointments with the Clerk and Recorder.

55 **IN-PERSON MEETINGS**

56 Chair Gregory noted the board had resumed in-person meetings as the pandemic has eased and
57 stressed the importance of directors attending meetings in-person other than exceptional circumstances.

58 **DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST**

59 Ms. Winn briefly reviewed her memo, a copy of which is attached hereto as **Exhibit C** and incorporated
60 herein by this reference. She said her office would provide a questionnaire to each director, from which

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1 her office would prepare a letter to disclose any possible conflicts of interest for each director.

2 **ELECTION OF OFFICERS**

3 The board discussed the election of officers and agreed to continue with the current officers. Upon motions duly
4 made and seconded, it was unanimously

5 **RESOLVED** that George Gregory serve as Chair.

6 **RESOLVED** that Sarah Smith Hymes serve as Vice Chair.

7 **RESOLVED** that Kim Bell Williams serve as Secretary.

8 **RESOLVED** that Geoff Dreyer serve as Treasurer.

9 **RESOLVED** that Kevin Hillgren and Mick Woodworth serve as Assistant Secretary / Treasurer.

10 **CONSULTANT/GUEST INTRODUCTIONS**

11 There were no guest or consultant introductions.

12 **PUBLIC COMMENT**

13 Public comment was called for and there was none.

14 **ACTION/OTHER ITEMS**

15 **Consideration of Minutes** – The minutes of the Apr. 28, 2022, regular meeting and joint meeting with
16 the Eagle River Water & Sanitation District were considered. Upon motion duly made and seconded, it
17 was unanimously

18 **RESOLVED** that the minutes of the Apr. 28, 2022, regular meeting and joint meeting be
19 accepted and hereby are approved as amended, with Vice Chair Smith Hymes abstaining as
20 she was not present at the meetings.

21 **Designate Representative to Eagle Park Reservoir Company** – Chair Gregory noted Ms. Johnson's
22 memo, a copy of which is attached hereto as **Exhibit D** and incorporated herein by this reference. After
23 discussion, the board agreed to appoint Geoff Dreyer to represent the Authority on the EPRC board.

24 **Board Committee Appointments** – Directors reviewed Ms. Johnson's memo and the current committee
25 members, copies of which are attached hereto as **Exhibits E & F**, respectively, and incorporated herein
26 by this reference. Directors agreed to continue serving on committees as currently slated.

27 **Information Reports** – The board reviewed the development report, April meeting summary, and
28 contract log, copies of which are attached hereto as **Exhibits G, H, and I**, respectively, and incorporated
29 herein by this reference. In response to a question, Mr. Cowles clarified the location of the Margaux PUD.

30 **STRATEGY ITEMS**

31 **Board Member Input** – Chair Gregory asked for general input. Vice Chair Smith Hymes raised
32 the issue of the Authority's role in determining which projects meet Eagle County's definition of
33 workforce housing to access Eagle Park Reservoir water allocated to such purposes. She
34 acknowledged the Authority is not a land use authority and would like to better understand Eagle
35 County's criteria for use of the water dedicated to affordable housing.

36 **GENERAL MANAGER REPORT**

37 Ms. Brooks noted she did not include a written report. She acknowledged Mr. Norris and Ms. Johnson for
38 their work related to resuming in-person meetings as pandemic concerns eased and post construction at
39 the Vail office. She invited directors to tour the remodel area after the board meeting and reported on the
40 District's COVID-19 guidance for employees. She provided background information about the Colorado
41 Water Congress, on which she serves as its Board Chair. She noted that CWC is likely launching a

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1 campaign to rebuild its reserves. Ms. Moseley noted CWC's critical role in water-related legislative affairs
2 and its bipartisanship. Ms. Brooks said she would follow-up with the board on specific requests.

3 **BUSINESS ADMINISTRATION REPORT**

4 Mr. Norris noted he did not include a written report and had no oral updates.

5 **OPERATIONS REPORT**

6 Ms. Roman presented the operations report, a copy of which is attached hereto as **Exhibit J** and
7 incorporated herein by this reference.

8 **Osprey at Avon Wastewater Property** – Ms. Roman shared photographs of an osprey nest
9 relocation project coordinated with Colorado Parks and Wildlife at the district's Avon wastewater
10 treatment facility property. She commended the immediate collaborative response of District
11 staff, its contractors, and CPW, and noted in a May 19 Vail Daily story.

12 **Mill Creek Fishkill** – Ms. Roman reported that the district received a copy of the notice that the
13 Colorado Department of Public Health and Environment sent to Vail Resorts; further discussion
14 is slated for executive session.

15 **Construction Cost and Market Update** – Mr. Schneider presented his memo along with a
16 PowerPoint, copies of which are attached hereto as **Exhibits K and L**, respectively, and
17 incorporated herein by this reference, concerning impacts to construction planning, timing, costs,
18 procurement, and contracting, among other variables. He noted the success of projects
19 associated with using alternative delivery (Integrated Project Delivery), such as Design-Build or
20 construction manager at risk (CMAR), which helps to reduce risk. He also noted the importance
21 of personal relationships in negotiating through these tough times.

22 **ENGINEERING AND WATER RESOURCES REPORT**

23 Mr. Cowles presented his report, a copy of which is attached hereto as **Exhibit M** and incorporated herein
24 by this reference. He said unallocated water amounts are unchanged as they are working through the
25 Tract Y project and a cash-in-lieu of water rights request from the Sheraton Mountain Vista, both located
26 in Avon. He updated on the Eagle River Community Water Plan and potential development in Wolcott.

27 **COMMUNICATIONS AND PUBLIC AFFAIRS REPORT**

28 Ms. Johnson presented her report, a copy of which is attached hereto as **Exhibit N** and incorporated
29 herein by this reference. She reminded directors of the Jun. 2 Eagle River Valley State of the River event
30 to be held at Colorado Mountain College in collaboration with the Colorado River District.

31 **GENERAL COUNSEL REPORT**

32 Ms. Winn had no further items for open session.

33 **WATER COUNSEL REPORT**

34 Ms. Moseley reported HB22-1151, turf replacement program, passed and is slated to be signed by Gov.
35 Polis. The act will provide \$2,000,000 to match local government programs for removing turf. She noted a
36 federal funding matching provision that provides \$20,000,000 for water infrastructure, which she'll
37 continue to monitor. The state speculation bill was killed and not resurrected.

38 **EXECUTIVE SESSION**

39 Mr. Bushong requested the Board enter Executive Session to receive legal advice of counsel concerning
40 the Mill Creek Spill pursuant to §24-6-402(4)(b), C.R.S. He asked that no electronic record be made, as
41 the discussion would be entirely privileged attorney-client communications. Upon motion duly made and
42 seconded, it was unanimously

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1 **RESOLVED** to enter Executive Session at 9:44 a.m. to discuss spill-related matters
2 pursuant to §24-6-402(4)9(b), C.R.S. with no electronic record created as Mr. Bushong
3 opined the contents of the discussion would contain privileged attorney-client
4 communications.*

5 Ms. Moseley requested the Board continue Executive Session to receive legal advice of counsel and
6 discuss negotiations related to Bolts Ditch and the Eagle River MOU pursuant to §24-6-402(4)(b) and (e)
7 C.R.S. She asked that no electronic record be made, as the discussion would be entirely privileged
8 attorney-client communications. Upon motion duly made and seconded, it was unanimously

9 **RESOLVED** to continue Executive Session at 9:53 a.m. to receive advice of counsel and
10 discuss negotiations regarding Bolts Ditch and the Eagle River MOU pursuant to §24-6-
11 402(4)(b) and (e) C.R.S. with no electronic record created as Ms. Moseley opined the
12 contents of the discussion would contain privileged attorney-client communications.*

13 Ms. Winn requested the Board continue Executive Session to receive legal advice of counsel and discuss
14 negotiations related to an Intergovernmental Agreement with Minturn pursuant to §24-6-402(4)(b) and (e),
15 C.R.S. She asked that no electronic record be made, as the discussion would be entirely privileged
16 attorney-client communications. Upon motion duly made and seconded, it was unanimously

17 **RESOLVED** to continue Executive Session at 10:13 a.m. to receive advice of counsel and
18 discuss negotiations related to the Minturn IGA pursuant to §24-6-402(4)(b) and (e) C.R.S.
19 with no electronic record created as Ms. Winn opined the contents of the discussion would
20 contain privileged attorney-client communications.*

21
22 The regular meeting resumed at 10:16 a.m.
23

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ADJOURNMENT

There being no further business to come before the Board, the meeting adjourned at 10:17 a.m.

Respectfully submitted,

Secretary to the Meeting

MINUTES APPROVED, FORMAL CALL, AND NOTICE OF MEETING WAIVED

Arrowhead Metropolitan District

Town of Avon

Beaver Creek Metropolitan District

Berry Creek Metropolitan District

EagleVail Metropolitan District

Edwards Metropolitan District

*The undersigned attorney for the applicable Executive Session affirms that the portion of the discussion in Executive Session not recorded constituted privileged attorney-client communications.

Kathryn Winn, General Counsel

Kristin Moseley, Water Counsel

Steve Bushong, Water Counsel