

# RECORD OF PROCEEDINGS

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## MINUTES OF REGULAR JOINT MEETING

### BOARD OF DIRECTORS

#### SOUTHWEST METROPOLITAN WATER AND SANITATION DISTRICT

#### AND

#### PLATTE CANYON WATER AND SANITATION DISTRICT<sup>1</sup>

Friday  
January 22, 2010  
Jefferson County, Colorado

The regular monthly meeting of the Board of Directors of the Southwest Metropolitan Water and Sanitation District (“Southwest”) and the Board of Directors of the Platte Canyon Water and Sanitation District (“Platte Canyon”) convened on Friday, January 22, 2010, at 8:30 a.m. in the Districts’ office located at 8739 West Coal Mine Avenue, Littleton, Colorado 80123. Although jointly conducted, a portion of the meeting pertained solely to one District or the other, and accordingly at times only the vote of one Board or the other was required.

The following Southwest Directors were in attendance, to-wit:

Kenneth D. Bradford  
Anthony M. Dursey  
Kenton C. Ensor, Jr.  
George E. Hamblin, Jr.  
Chuck Hause

The following Platte Canyon Directors were in attendance, to-wit:

Kenneth D. Bradford  
Jack C. Dice  
Anthony M. Dursey  
Richard C. Eckert  
Richard Spielman

The following Platte Canyon staff members were in attendance: Patrick J. Fitzgerald, manager; Scott Morse, assistant manager; Dennis Morse, construction

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<sup>1</sup> and each District’s Water and Sanitary Sewer Activity Enterprise.

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coordinator and inspector; Vanessa Shipley, financial administrator; and Scott Hand, operations supervisor.<sup>2</sup>

Also in attendance was Timothy J. Flynn, from Collins, Cockrel & Cole, P.C., legal counsel for both Districts.

### CALL TO ORDER

The meeting was called to order by Anthony M. Dursey, who presided as Chair.

### SOUTHWEST ACTION ITEMS

1. **Approval of Southwest Agenda.** A motion was made by Southwest Director Bradford and seconded by Southwest Director Hamblin to approve the Southwest agenda as presented. The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

2. **Southwest Accounts Payable.** The Boards reviewed a list and supplemental list of Southwest vouchers paid and payable for January 2010 in the aggregate amount of \$95,582.06. Following a brief discussion, a motion was made by Southwest Director Bradford and seconded by Southwest Director Ensor to ratify, approve and confirm the payables as presented and to authorize Southwest Directors to execute Southwest check nos. 15867 through 15904 inclusive, in payment thereof (check nos. 15884 through 15889 inclusive, were voided). The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

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<sup>2</sup> Southwest has no employees. The above-named personnel are Platte Canyon employees who, pursuant to contract with Platte Canyon, provide management, operation and maintenance services for Southwest.

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3. **Southwest Investment/Deposit Transaction Report.** The Boards reviewed the Schedule of Investment Principal Activity for Southwest for the month of December 2009, which reflects that there were no investment transactions during the month. A motion was made by Southwest Director Hause and seconded by Southwest Director Ensor to accept the Southwest Investment Principal Activity Report for the month of December 2009 as presented. The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

4. **Resolution Designating the Location for Posting Open Meeting Law Notices.** Following a brief discussion, a motion was made by Southwest Director Hause and seconded by Southwest Director Hamblin to adopt Resolution 2010-1-1 which designates the Southwest office located at 8739 West Coal Mine Avenue, Littleton, Colorado 80123 as the official location for Southwest to post the 24 hour meeting notice required by the Colorado Open Meetings Law pursuant to Section 24-6-402(2)(c), C.R.S. The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

An original Resolution 2010-1-1 is attached to these minutes.

5. **Resolution Calling Southwest's May 4, 2010 Regular Board of Directors Election.** Following a brief discussion, a motion was made by Southwest Director Hamblin and seconded by Southwest Director Bradford to adopt Resolution 2010-1-2 which calls for the Southwest May 4, 2010 regular Board of Directors election to be held as a polling place election and designates Patrick J. Fitzgerald as the Designated Election Official. The Chair called for a vote of the Southwest Board, and the vote was as follows:

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Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

An original Resolution 2010-1-2 is attached to these minutes. In connection with the election the Board received a Memorandum from legal counsel outlining the procedure for calling the election, filing nominating petitions, and an overview of the Fair Campaign Practices Act requirements as well as a schedule for the May 4, 2010 regular Board of Directors election.

### **SOUTHWEST INFORMATION/DISCUSSION ITEMS**

There were no information/discussion items to come before the Southwest Board.

### **SOUTHWEST NEW BUSINESS**

There was no new business to come before the Southwest Board.

### **JOINT PARTICIPATION PORTION OF THE MEETING**

Anthony M. Dursey continued to Chair the joint participation portion of the meeting.

1. **Approval of Joint Meeting Agenda.** A motion was made by Platte Canyon Director Eckert and seconded by Southwest Metropolitan Director Hamblin to approve, as presented, the agenda for the joint participation portion of the meeting. The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

The Chair then called for a vote of the Platte Canyon Board, and the vote was as follows:

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Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

2. **Approval of Minutes of the Board's December 18, 2009 Special Joint Meeting.** Following a brief discussion, a motion was made by Platte Canyon Director Spielman and seconded by Southwest Director Bradford to approve, as written, the minutes of the Boards' December 18, 2009 special joint meeting. The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

The Chair then called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

The approved minutes were then presented to the members of each Board for signature as further evidence of ratification, confirmation and approval.

### **JOINT MEETING INFORMATION/DISCUSSION ITEMS**

1. **Financial Matters.**

(a) **Platte Canyon Financial Statements.** The Boards reviewed the following unaudited Platte Canyon financial statements prepared by Vanessa Shipley for the twelve month period ending December 31, 2009:

(i) Statement of Net Assets dated December 31, 2009 showing Platte Canyon's Assets, Liabilities and Net Assets;

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- (ii) Statement of Revenue, Expenses and Changes in Net Assets for the twelve month period ending December 31, 2009;
- (iii) Statement of Net Assets – Comparisons dated December 31, 2009;
- (iv) Schedule of Revenue and Expenditures – Budget and Actual PTD/YTD Actuals Compared to Annual Budget for the twelve month period ending December 31, 2009; and
- (v) Schedule of Revenue and Expenditures Budget and Actual PTD/YTD Actuals Compared to PTD/YTD Budget for the twelve month period ending December 31, 2009.

Vanessa Shipley highlighted variances between the adopted 2009 budget and actual 2009 year-end expenditures and revenues. She noted that certain variances resulted from the Governmental Accounting Standards requirement that Platte Canyon's investments be carried at fair market value as of the end of the year. This affects both the balance sheet and income statements. She noted that contract maintenance revenue was down slightly from the budgeted amount and pointed out certain other small miscellaneous variances between budgeted amounts and year-to-date actual amounts.

At the conclusion of the discussion, a motion was made by Platte Canyon Director Bradford and seconded by Platte Canyon Director Eckert to accept the Platte Canyon year-end financial statements as presented. The Chair called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

(b) **Southwest Financial Statements.** The following unaudited Southwest financial statements prepared by Vanessa Shipley for the twelve month period ending December 31, 2009:

- (i) Statement of Net Assets dated December 31, 2009 showing Southwest's Assets and Liabilities and Net Assets;

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- (ii) Statement of Revenue, Expenses and Changes in Net Assets for the twelve month period ending December 31, 2009;
- (iii) Statement of Net Assets – Comparisons dated December 31, 2009;
- (iv) Schedule of Revenue and Expenditures – Budget and Actual PTD/YTD Actual Compared to Annual Budget for the twelve month period ending December 31, 2009; and
- (v) Schedule of Revenue and Expenditures Budget and Actual PTD/YTD Actual Compared to PTD/YTD Budget for the twelve month period, ending December 31, 2009.

Vanessa Shipley again highlighted certain variances between the adopted 2009 budget and actual 2009 year-end expenditures and revenues including the effect of complying with the Governmental Accounting Standards requirement that requires Southwest investments be carried at fair market value as of the end of the year. After Vanessa Shipley’s review of the year-end unaudited financial statements, a motion was made by Southwest Director Hause and seconded by Southwest Director Bradford to accept the Southwest financial statements as presented. The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

(c) **Platte Canyon Investment/Deposit Report.** The Boards received a list of Platte Canyon investments in U.S. government treasury notes, agency securities, and money market funds, together with a report showing the funds Platte Canyon has in approved state depositories and authorized investment pools. As of December 31, 2009, Platte Canyon’s investments and deposits totaled \$8,852,280.49, itemized as follows:

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Description	Amount	Percentage
Checking	\$45,160.85	0.51%
Certificates of Deposit	\$3,992,000.00	45.10%
ColoTrust Prime	\$0.00	0.00%
ColoTrust Plus	\$ 860,666.44	9.72%
ColoTrust-Trust Account	\$ 2,316.19	0.03%
Treasury Bills	\$0.00	0.00%
Treasury Notes	\$708,724.77	8.00%
U.S. Government Agencies and Instrumentalities	\$3,243,412.24	36.64%
TOTAL	\$8,852,280.49	100.00%

The yield on Platte Canyon’s investments for the month of December 2009 as calculated by staff was 1.8392% per annum. Following a brief discussion, a motion was made by Platte Canyon Director Eckert and seconded by Platte Canyon Director Bradford to accept the Platte Canyon Schedule of Deposits and Investments as presented. The Chair called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

(d) **Southwest Investment/Deposit Report.** The Boards received a list of Southwest investments in U.S. government treasury notes, agency securities, and money market funds, together with a report showing the funds Southwest has in approved state depositories and authorized investment pools. As of December 31, 2009, Southwest’s investments and deposits totaled \$37,871,774.25, itemized as follows:

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Description	Amount	Percentage
Checking	\$7,398.16	0.02%
Certificates of Deposit	\$7,391,000.00	19.52%
ColoTrust Prime	\$0.00	0.00%
ColoTrust Plus	\$5,246,881.00	13.85%
ColoTrust-Trust Account	\$2,829.60	0.01%
Treasury Bills	\$0.00	0.00%
Treasury Notes	\$12,157,850.33	32.10%
U.S. Government Agencies and Instrumentalities	\$13,065,815.16	34.50%
TOTAL	\$37,871,774.25	100.00%

The yield on Southwest’s investments for the month of December 2009 as calculated by staff was 2.6926% per annum. Following Vanessa Shipley’s review of the Investment/Deposit Transaction report, a motion was made by Southwest Director Hamblin and seconded by Southwest Director Bradford to accept the Southwest Schedule of Deposits and Investments as presented. The Chair called for a vote of the Southwest Board, and the vote was follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

2. **Manager’s Information Report.** The manager reviewed his written Information Report dated January 2010, a copy of which had been previously provided to both Boards. The manager highlighted the following portions of his report:

(a) **Denver Water Distributors Rates and Fees Technical Advisory Committee.** The Technical Advisory Committee’s (“TAC”) annual evaluation of Denver Water’s Cost of Service Study is being completed by Red Oak Consulting and copies will be mailed to each Board member in the next few weeks. The TAC continues to try to expand its membership. It appears that the Wheat Ridge Water District will join the TAC and the manager and Kees Corssmit are scheduled to make a presentation in February to the Board of Directors of the Green Mountain Water and Sanitation District which has expressed interest in becoming a member. The manager then reviewed with the Board the key issues that the TAC is currently focusing on.

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(b) **Colorado Water Conservation Board Conservation Programs.**

The Director of Conservation for the Colorado Water Conservation Board continues to resist the efforts of Denver Water and the Suburban Distributors to have the combined service area treated as an integrated system for Water Conservation Program purposes. Frustrated, Denver Water is considering introducing legislation amending the Water Conservation Statute to clearly permit the adoption of an integrated water system conservation plan that covers all members of the integrated system. Currently, the Colorado Water Conservation Board is supporting legislation that would require each Suburban Distributor to collect raw data and report on water usage in their separate service areas. This would impose significant costs on the Distributors and from the Distributors' perspective, will not provide a benefit for planning purposes to the Colorado Water Conservation Board, or conservation programs in general.

(c) **Contract Maintenance Service Rates.**

Vanessa Shipley is preparing the labor and equipment billing rate schedule for the intergovernmental operation maintenance and in some cases administrative services provided by Platte Canyon to the Bow Mar, Columbine, Lochmoor and Valley Districts. Historically, the rate adjustment has been made effective February 1 of each calendar year.

(d) **Legislative Report.**

The manager briefly reviewed the status of certain proposed bills being considered by the Colorado legislature. He stated that a detailed legislative report will be sent out to each of the Board members within the next week or so.

3. **Status Report on Urban Drainage Project.** Dennis Morse provided the Board with an overview and PowerPoint presentation that covered a nearly completed drainage project undertaken by the Urban Drainage and Flood Control District in Normandy Gulch. Mr. Morse provided a detailed and comprehensive overview of the project showing what changes and protections were incorporated into the Normandy Gulch drainage way to protect the Southwest outfall line which crosses Normandy Gulch as well as the steps taken to protect the Roxborough Metropolitan District outfall line which parallels the Southwest outfall line at this location.

4. **Operations and Service Interruptions Report.** Scott Hand reviewed his Operations and Service Interruptions Report dated January 22, 2010, a copy of which had been previously provided to both Boards. During the month, Platte Canyon experienced two water service interruptions. One at 6786 West Leawood Drive and the other at 7456 South Pierce Court. Both were responded to by Platte Canyon's maintenance contractor and corrected without serious service interruptions to Platte Canyon's

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customers. A brief PowerPoint presentation concerning the repair efforts was given to the Board by Mr. Hand.

During the month Southwest experienced one water service interruption at 6673 Chatfield Avenue involving the St. Francis Cabrini Catholic Church. Neither Platte Canyon nor Southwest experienced any sewer service interruptions during the reporting period.

During the month Platte Canyon sent out 11 letters to customers advising them of potential root problems in their service line. Ten such letters were sent to customers by Southwest.

### NEW BUSINESS

There was no new business to come before the Southwest and Platte Canyon Boards.

### PLATTE CANYON ACTION ITEMS

The Platte Canyon action item portion of the joint meeting was called to order by Jack C. Dice, who presided as Chair.

1. **Approval of Platte Canyon Agenda.** Following a brief discussion, a motion was made by Platte Canyon Director Spielman and seconded by Platte Canyon Director Eckert to approve the Platte Canyon agenda as presented. The Chair called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

2. **Platte Canyon Accounts Payable.** The Boards reviewed a list and supplemental list of Platte Canyon vouchers paid and payable for January 2010 in the aggregate amount of \$168,508.26 represented by Platte Canyon check nos. 25907 through 25972, inclusive. Following a brief discussion, a motion was made by Platte Canyon Director Spielman and seconded by Platte Canyon Director Bradford to: (a) ratify, approve and confirm all checks written and all electronic fund transfers occurring since the Board's December 18, 2009 meeting, including all checks written by the District manager for less than \$2,500.00; and (b) approve for payment the payables

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presented to the Platte Canyon Board at this meeting which included authority for the Platte Canyon Directors to execute checks in payment thereof. The Chair called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

3. **Platte Canyon Investment/Deposit Transaction Report.** The Boards reviewed the Schedule of Investment Principal Activity for Platte Canyon for the month of December 2009, which reflects the following transactions:

(a) **New Purchases.** On December 25, 2009 Platte Canyon purchased through Millenium Bank a \$150,000 two-year certificate of deposit that matures December 25, 2011 and bears interest at the rate of 2.1% per annum; and

(b) **Redemptions.** No treasury notes or other securities owned by Platte Canyon matured during the month of December, 2009; and

(c) **Renewals.** On December 25, 2009, Platte Canyon renewed a \$99,000 certificate of deposit at Millenium Bank for a period of two years maturing December 25, 2011 and earning interest at the rate of 2.1% per annum.

Following Vanessa Shipley's discussion of the above-referenced investment transactions, a motion was made by Platte Canyon Director Dursey and seconded by Platte Canyon Director Eckert to ratify, approve and confirm the Platte Canyon Investment Principal Activity Report for the month of December 2009. The Chair called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

4. **Resolution Designating the Location for Posting Open Meeting Law Notices.** Following a brief discussion, a motion was made by Platte Canyon Director Dursey and seconded by Platte Canyon Director Spielman to adopt Resolution 2010-1-1

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which designates the Platte Canyon office located at 8739 West Coal Mine Avenue and Platte Canyon's Columbine pump station located at 7677 West Ken Caryl Avenue as the locations for posting the 24 hour meeting notice required by the Colorado Open Meetings Law pursuant to Section 24-6-402(2)(c), C.R.S. The Chair called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

An original Resolution 2010-1-1 is attached to these minutes.

5. **Resolution Calling Platte Canyon's May 4, 2010 Regular Board of Directors Election.** Following a brief discussion, a motion was made by Platte Canyon Director Dursey and seconded by Platte Canyon Director Eckert to adopt Resolution 2010-1-2 which calls for the Platte Canyon May 4, 2010 regular Board of Directors election to be held as a polling place election and designates Patrick J. Fitzgerald as the Designated Election Official. The Chair called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

An original Resolution 2010-1-2 is attached to these minutes.

### **PLATTE CANYON INFORMATION/DISCUSSION ITEMS**

There were no information or discussion items to come before the Platte Canyon Board.

### **NEW BUSINESS**

There was no new business to come before the Platte Canyon Board.

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### ADJOURNMENT

There being no further business to come before this regular joint meeting of the Southwest and Platte Canyon Boards, a motion was made by Southwest Director Dursey and seconded by Platte Canyon Director to adjourn. The Chair called for a vote of the Southwest Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Anthony M. Dursey	Aye
Kenton C. Ensor, Jr.	Aye
George E. Hamblin, Jr.	Aye
Chuck Hause	Aye

The Chair then called for a vote of the Platte Canyon Board, and the vote was as follows:

Kenneth D. Bradford	Aye
Jack C. Dice	Aye
Anthony M. Dursey	Aye
Richard C. Eckert	Aye
Richard Spielman	Aye

Whereupon, this joint regular meeting of the Southwest and Platte Canyon Boards of Directors adjourned at approximately 10:00 a.m. The next regular joint meeting of the Boards will be held on Friday, February 26, 2010 at 8:30 a.m. in the Districts' office located at 8739 West Coal Mine Avenue, Littleton, Colorado 80123.

Respectfully submitted,

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Timothy J. Flynn, Recording Secretary

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THE MINUTES OF THIS REGULAR JOINT MEETING OF THE BOARD OF DIRECTORS OF THE PLATTE CANYON WATER AND SANITATION DISTRICT AND THE BOARD OF DIRECTORS OF THE SOUTHWEST METROPOLITAN WATER AND SANITATION DISTRICT ARE HEREBY RATIFIED, CONFIRMED AND APPROVED BY THE FOLLOWING NAMED INDIVIDUALS WHO, INDIVIDUALLY AND AS MEMBERS OF THE BOARD OF DIRECTORS OF SAID DISTRICTS, WAIVE ANY AND ALL NOTICE THAT MAY BE REQUIRED BY THE STATUTES OF THE STATE OF COLORADO PERTAINING TO THE CONVENING AND THE CONDUCTING OF THIS REGULAR MEETING OF THE DISTRICT'S BOARD OF DIRECTORS; AND THE UNDERSIGNED DO HEREBY CONSENT TO THE SAID MEETING BEING HELD ON THE DATE, AT THE TIME AND AT THE PLACE AS HEREINABOVE SET FORTH.

SOUTHWEST METROPOLITAN  
WATER AND SANITATION DISTRICT

PLATTE CANYON WATER AND  
SANITATION DISTRICT

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Kenneth D. Bradford

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Kenneth D. Bradford

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Kenton C. Ensor, Jr.

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Jack C. Dice

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Richard C. Eckert

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George E. Hamblin, Jr.

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Richard Spielman