The Board of Directors of the Metro Wastewater Reclamation District, in the Counties of Adams, Arapahoe, Douglas, Jefferson, and Weld, and the City and County of Denver, State of Colorado, met in regular session in the Board Room, 6450 York Street, Denver, Colorado, Tuesday, November 20, 2018, at 5:30 p.m.

Chairman Baertlein called the meeting to order.

1. **ROLL CALL**

Secretary Caldwell called the roll.

**Officers Present:**
- Peter Baertlein, Denver (Chairman)
- Scott Twombly, Thornton (Chairman Pro Tem)
- Nadine Caldwell, Aurora (Secretary)
- John Ennis, South Adams County (Treasurer)

**Directors Present:**
- Charlie Brown, Denver
- Phil Burgi, Wheat Ridge
- Philip Cipri, Berkeley
- Thomas Colchin, Applewood
- David Councilman, Pleasant View
- John Dingess, Aurora
- Robert Duncanson, Denver
- Mark Hunter, Lakewood
- Joan Iler, Westridge
- Kathryn Jensen, North Table Mountain
- Andrew Johnston, Denver
- Janet Kieler, Denver
- Craig Kocian, Arvada
- Ingrid Lindemann, Aurora
- Martin Majors, Fruitdale
- Jim McClung, Alameda
- Dan Mikesell, Aurora
- Claude Off, East Lakewood
- Bill Ray, Arvada
- Ronald Sanchez, Crestview
- Peter Spanberger, Denver
- Delbert Smith, Bancroft-Clover
- Amerigo Svaldi, North Washington Street
- Dennis Towndrow, North Pecos
- Ronald Younger, Denver

**Directors Absent:**
- George Dumas, Aurora (Barbara Puls, Denver)
- Stephen Gay, Westminster (Michael Sapp, Denver)
- Charles Long, Thornton (Kim Schoen, Brighton)
- Christopher Pacheco, Denver (Gerry Schulte, Lakewood)

**Others Present:**
- Mickey Conway (District Manager)
- Robert Thomas (Deputy Manager/Director of Environmental Services)
- Colleen Dempsey (Director of Human Resources)
- Emily Jackson (General Counsel)
- Ruth Kedzior (Assistant to the District Manager)
- Brittany Peshek (Office of the Manager Assistant)
- Barbara Wilson (Information Technology Officer)
2. **PUBLIC COMMENT**

   There was no comment.

3. **APPROVAL OF MINUTES**

   Chairman Baertlein asked if there were any corrections, deletions, or additions to the minutes of the Regular Meeting of the Board of Directors held October 16, 2018.

   Director Brown moved and Director Younger seconded the motion to approve the minutes of the Regular Meeting of the Board of Directors held October 16, 2018.

   The motion carried unanimously.

4. **PROGRESS AND PROJECTION REPORTS**

   4.a **Report by District Manager**

   District Manager Conway reviewed the written report. Mr. Thomas answered a question regarding the Connector comments about annual charges during the Connector event in early November. Mr. Conway thanked Directors Kocian and Ray for arranging the opportunity to speak with the Arvada City Council earlier in the month.

   4.b **Report by General Counsel**

   Ms. Jackson provided an update on the corrosion control litigation and answered questions about the national trend of the application of the lead and copper rule.

5. **REPORTS OF OFFICERS AND COMMITTEES**

   5.a **Director Dingess**, a member of the Retirement Board, reported the Retirement Board will recommend the Board of Directors appoint a new Defined Contribution Plan (DC Plan) Retirement Board in the near future. He answered a question about the director/employee ratio of members on the new DC Plan Board.

   5.b **Director Younger**, Chairman of the Ethics Committee, reported the draft Code of Conduct will be presented to the Board of Directors Executive Committee as an Information Item in January with subsequent presentations to the Operating and Finance Committees.

   5.c District Manager Conway reported the Branding Committee is establishing goals and will be meeting in December to consider recommendations regarding next steps.

   5.d There were no additions to the following meeting minutes:

   - Audit Committee April 5, 2018
   - Operations Committee October 2, 2018
   - Finance Committee October 4, 2018
   - Executive Committee October 9, 2018
NEW BUSINESS

Consent Agenda

Consideration of the Metro District 2019 Pay Program

Director McClung moved and Director Johnston seconded the motion to adopt the following resolution:

WHEREAS, the Metro Wastewater Reclamation District, hereinafter referred to as the “Metro District,” is required by C.R.S. § 32-4-510(1) to fix compensation of employees at prevailing rates of pay for equivalent work; and

WHEREAS, the Metro District engaged ESM Consulting, Inc. (ESM), a compensation consultant, to undertake a compensation study to assist the Board of Directors of the Metro District in making the determination as to the prevailing rates of pay in the Denver metropolitan area for its employees; and

WHEREAS, ESM completed the compensation study and submitted its 2019 Pay Program Recommendation, which includes proposed 2019 salary structures by classification for all administrative and plant and field employees; and

WHEREAS, the Operations, Finance, and Executive Committees of the Metro District, after having reviewed the Pay Program Recommendations and the proposed 2019 Administrative and Plant and Field Salary Structures, has determined the proposed rates of pay are prevailing for equivalent work and recommend approval effective February 1, 2019, as the Metro District's salary structures, and further recommend the salaries of individual administrative and plant and field employees be set within the salary ranges in the proposed salary structures; and

WHEREAS, the Operations, Finance and Executive Committees after having reviewed the District Manager’s Pay for Performance recommendation for adjusting administrative and plant and field employees’ salaries within the proposed 2019 Salary Structures, recommend approval;

NOW, THEREFORE, BE IT RESOLVED that the attached 2019 Proposed Administrative Salary Structure by Classification (Exhibit A) be and hereby is adopted by the Metro District as the prevailing rates of pay for equivalent work effective February 1, 2019, and the District Manager be and hereby is authorized to set salaries of administrative employees of the Metro District within the salary ranges set forth in Exhibit A; and

BE IT FURTHER RESOLVED that the attached 2019 Proposed Plant and Field Salary Structure by Classification (Exhibit B) be and hereby is adopted by the Metro District as the prevailing rates of pay for equivalent work effective February 1, 2019, and the District Manager be and hereby is authorized to set salaries of plant and field employees of the Metro District within the salary ranges set forth in Exhibit B; and

BE IT FURTHER RESOLVED that the District Manager’s Pay for Performance recommendation for adjusting administrative and plant and field employee salaries within the proposed 2019 salary structures be and hereby is adopted and a budget of 3.5 percent of 2018 year-end salaries be and hereby is approved for the 2019 Pay for Performance Plan; and.
BE IT FURTHER RESOLVED that the District Manager be and hereby is authorized to increase or decrease the number of positions within existing job classifications, change pay grades for existing job classifications when responsibilities change, and promote/demote employees to appropriate job classifications; and

BE IT FURTHER RESOLVED that the District Manager be and hereby is authorized to assign pay grades to new job classifications so long as funds are available within the Metro District’s Annual Budget.

The motion carried unanimously.

6.b Consideration of Software Licensing Contract – Oracle Licensing Infrastructure Project (PAR 1330)

Director McClung moved and Director Johnston seconded the motion to adopt the following resolution:

WHEREAS, it is in the best interest of the Metro Wastewater Reclamation District, hereinafter referred to as the “Metro District,” to enter into a contract for software licensing to support the Metro District’s daily operations as part of the PAR 1330 Software Licensing Contract—Oracle Licensing Infrastructure Project (Project); and

WHEREAS, the Metro District uses Oracle America, Inc. (Oracle) licensing throughout the organization to support daily operations, having procured a majority of the Oracle licensing in the mid-to-late 1990s when Oracle used a Concurrent Device Metric inventory; and

WHEREAS, the Metro District’s current Oracle license structure is insufficient to accommodate current needs or future growth and is no longer commercially available, so to meet future growth it is necessary for the Metro District to obtain a new license structure from Oracle; and

WHEREAS, to assist the Metro District in negotiating with Oracle, a value-added reseller, Adjacent Solutions LLC, was selected to negotiate on the Metro District’s behalf with Oracle; and

WHEREAS, the Operations and Finance Committees, after having reviewed the matter, recommend awarding a contract to Adjacent Solutions LLC for Oracle software and first year support for a not-to-exceed amount of $1,460,000 and reimbursing the General Fund Small Project Account $130,000 for equipment procurement and administrative costs under PAR 1330; and

WHEREAS, the Executive Committee, after having reviewed the matter, concurs in the recommendation of the other Committees;

NOW, THEREFORE, BE IT RESOLVED that the District Manager be and hereby is authorized to execute contract documents for Oracle software and first year support with Adjacent Solutions LLC for a not-to-exceed amount of $1,460,000; and

BE IT FURTHER RESOLVED that the District Manager be and hereby is authorized to reimburse $130,000 to the General Fund Small Project Account for equipment procurement and administrative costs under PAR 1330; and
BE IT FURTHER RESOLVED that $1,590,000 (100 percent) be and hereby is appropriated from the General Fund for this Project.

The motion carried unanimously.

6.c Consideration of Robert W. Hite Treatment Facility Janitorial Service Contract

Director McClung moved and Director Johnston seconded the motion to adopt the following resolution:

WHEREAS, it is in the best interest of the Metro Wastewater Reclamation District, hereinafter referred to as the “Metro District,” to enter into a contract for janitorial services for the Metro District’s Robert W. Hite Treatment Facility (RWHTF); and

WHEREAS, on October 4, 2018, proposals were received from seven firms and, following a best-value analysis performed by Metro District staff, Metro Maintenance Inc. was selected as the preferred vendor; and

WHEREAS, Metro District staff recommends entering into a two-year base contract with Metro Maintenance Inc. for the period of January 1, 2019, through December 31, 2020, to provide janitorial services for the RWHTF office buildings, in the amount of $268,992 plus additional special services as needed in a not-to-exceed amount of $60,528 over the two-year term of this contract; and

WHEREAS, the Operations and Finance Committees, after having reviewed the matter, recommend entering into a two-year base contract with Metro Maintenance Inc. to provide janitorial services for the RWHTF in the amount of $268,992, plus up to $60,528 for additional special services as needed, with a total not-to-exceed amount of $329,520; and

WHEREAS, the Executive Committee, after having reviewed the matter, concurs in the recommendation of the other Committees;

NOW, THEREFORE, BE IT RESOLVED that the District Manager be and hereby is authorized to enter into a two-year base contract with Metro Maintenance Inc. for janitorial services for the Metro District’s Robert W. Hite Treatment Facility for the period of January 1, 2019, through December 31, 2020, in the amount of $268,992, to be paid in monthly installments of $11,208, plus additional services as needed in an amount not to exceed $60,528, for a total not-to-exceed amount of $329,520; and

BE IT FURTHER RESOLVED that the District Manager be and hereby is authorized to enter into additional contract periods, not to exceed a total five-year term, if he deems such renewal to be in the best interest of the Metro District.

The motion carried unanimously.
Roll Call Agenda

Chairman Baertlein stated the Board of Directors would enter executive session to address Roll Call Agenda items 6.d and 6.e.

Chairman Baertlein stated, “This discussion will be conducted in executive session as authorized by C.R.S. 24-6-402(4)(f)(I) which authorizes executive sessions for determining personnel matters. The matter to be discussed in this executive session is a personnel discussion regarding the District Manager’s and General Counsel’s 2019 salaries. Pursuant to Colorado’s Open Meetings Law, the executive session will be electronically recorded. As a reminder, no formal action may be taken in executive session. Additionally, the discussion must be confined to this topic.”

Director Younger moved and Director Kocian seconded the motion to enter executive session. The motion carried unanimously, and the Committee entered executive session at 5:51 p.m. All Metro District staff members left the meeting.

Chairman Baertlein reconvened the regular meeting at 6:31 p.m. Metro District staff members Conway, Thomas, Jackson, Kedzior, and Peshek rejoined the meeting.

6.d Consideration of the District Manager’s 2019 Salary

Director Mikesell moved and Director Duncanson seconded the motion to adopt the following resolution:

WHEREAS, the Metro Wastewater Reclamation District, hereinafter referred to as the “Metro District,” is required by C.R.S. §32-4-510(1) (aa) to fix compensation of employees at prevailing rates of pay for equivalent work; and

WHEREAS, the Executive Committee of the Metro District, after having reviewed the salary survey information and the current salary of the District Manager, recommends to the Board of Directors that the salary of the District Manager for the period January 1, 2019, through December 31, 2019, be established at $217,300, the prevailing rate of pay for equivalent work;

NOW, THEREFORE, BE IT RESOLVED that the salary of the District Manager for the period of January 1, 2019, through December 31, 2019, be and hereby is established at $217,300, to be paid at the Metro District’s regular pay periods in equal installments.

Chairman Baertlein called for a roll call vote which carried with 29 Directors voting Yes:

Peter Baertlein          Mark Hunter          Claude Off
Charlie Brown           Joan Iler          Bill Ray
Phil Burgi              Kathryn Jensen      Ronald Sanchez
Nadine Caldwell         Andrew Johnston     Delbert Smith
Phil Cipri              Janet Kieler       Peter Spanberger
Thomas Colchin          Craig Kocian       Amerigo Svaldi
David Councilman        Ingrid Lindemann   Dennis Towndrow
John Dingess            Martin Majors      Scott Twombly
Robert Duncanson        Jim McClung        Ronald Younger
John Ennis              Dan Mikesell
6.e Consideration of the General Counsel's 2019 Salary

Director Mikesell moved and Director Duncanson seconded the motion to adopt the following resolution:

WHEREAS, the Metro Wastewater Reclamation District, hereinafter referred to as the “Metro District,” is required by C.R.S. §32-4-510(1) (aa) to fix compensation of employees at prevailing rates of pay for equivalent work; and

WHEREAS, the Executive Committee of the Metro District, after having reviewed the salary survey information and the current salary of the General Counsel, recommends to the Board of Directors that the salary of the General Counsel for the period January 1, 2019, through December 31, 2019, be established at $168,950, the prevailing rate of pay for equivalent work;

NOW, THEREFORE, BE IT RESOLVED that the salary of the General Counsel for the period of January 1, 2019, through December 31, 2019, be and hereby is established at $168,950, to be paid at the Metro District's regular pay periods in equal installments.

Chairman Baertlein called for a roll call vote which carried 28 to 1.

Directors voting Yes:

Peter Baertlein
Charlie Brown
Phil Burgi
Nadine Caldwell
Phil Cipri
Thomas Colchin
David Councilman
John Dingess
Robert Duncanson
John Ennis
Mark Hunter
Joan Iler
Kathryn Jensen
Andrew Johnston
Janet Kieler
Craig Kocian
Ingrid Lindemann
Martin Majors
Jim McClung
Claude Off
Bill Ray
Delbert Smith
Peter Spanberger
Amerigo Svaldi
Dennis Towndrow
Scott Twombly
Ronald Younger

Director voting No:

Ronald Sanchez

7. INDIVIDUAL DIRECTOR COMMENTS

Director Younger expressed concern with having staff present while the Roll Call Agenda items were voted on. In previous years, the vote was always held without staff present.

8. OTHER INFORMATION

There was none.

9. ADJOURNMENT

The meeting adjourned at 6:35 p.m.
(SEAL)

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Chairman

ATTEST:

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Secretary