

**Western Area Water Supply Authority  
Board of Directors Meeting  
WAWSA Office December 19, 2019**

**Attendees**

Members Present: Doug Anderson, Vawnita Best, Kent Bickler (alternate), Chris Brostuen, Ellis Haake, Ward Koeser, Richard Liesener (via phone), Larry Novak, Mark Owan and Gary Rust.

Members Absent: Raoul Brandt

Others Present: Kim Schilke (WAWSA), Weston McGruder (AE2S), Dustin Schultz (AE2S), Seth Thompson (Vogel Law Firm), Jason Slater (WAWSA), Tami Madsen (WAWSA), Craig Haskins (R & T), Liz Suhr (R&T), Ben Clarys (NWRWD), Jeff Shaffer (MCWRD), Kent Ritterman (Moore Engineering) and Kenny Bergstrom (City of Williston).

**Meeting Called to Order**

Chairman Owan called the meeting to order at 9:00am.

**Approval of Agenda**

The agenda was presented for approval. Chairman Owan requested to amend the agenda by tabling item #3 Summary of Member Domestic Loan and item #5b change order #3 for AGI from AE2S reports until the January meeting and add an Executive Session for attorney consultation under NDCC 44-04-19 to discuss negotiations instruction regarding pending or reasonably predictable litigation at the end of the meeting. **Rust moved to approve the amended agenda, Koeser seconded.**

MOTION CARRIED UNANIMOUSLY BY VOICE VOTE.

**Approval of the Minutes**

Minutes of the November 21, 2019 board meeting were presented for approval. **Koeser moved to approve the minutes, Brostuen seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan

NAY: 0

CARRIED: 10-0

**Financial Report**

The November General financial reports and the November Industrial financial reports were presented to the board for their consideration and discussion. **Brostuen moved to approve the financial reports as presented, Haake seconded.** Jason Slater reported on Industrial sales.

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan

NAY: 0

CARRIED: 10-0

**System Updates**

Owan gave an update on the system. Madsen reported on a line strike that resulted in some MCWRD customers being without water for about 36 hours. Cory will present a report at the January meeting on the Ray High Point repairs.

The SWC met on December 6<sup>th</sup> and WAWSA's request for the \$3M to be moved from Phase 4 projects to Phase 5 was tabled. WAWSA will present the request again at the February SWC meeting.

Madsen and Chorne will be meeting with the Governor and Lt. Governor in January and the NDIC in February.

### **Staffing Updates**

Owan reported to the board that two employees are no longer with WAWSA; Operation Manager Sabrina Sims and Easement Coordinator Nathan Kleyer.

Owan asked that WAWSA secure the services of Elwood Staffing for the Executive Director search. Their placement fee is 13% of the first-year compensation. Elwood Staffing would recruit, screen, interview and submit candidates to WAWSA. Thompson gave legal comments on the Elwood agreement. **Novak made a motion to engage the services of Elwood Staffing for the Executive Director search after legal as reviewed the contract, Haake seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan

NAY: 0

CARRIED: 10-0

### **2020 WAWSA Budgets**

Schilke presented the final Domestic and Industrial budgets to the board. **Brostuen moved to approve the 2020 Domestic and Industrial budgets, Rust seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan

NAY: 0

CARRIED: 10-0

### **Business Plan Presentation**

Madsen presented a summary of the business plan that was requested by the NDIC. Madsen will be presenting the business plan draft to NDIC, BND and Public Finance for their comments. The business plan will be presented to the Board at the February meeting.

### **Employee Travel Policy 1.9 Update**

Madsen presented the proposed changes to the travel policy stating that travel outside of the state be approved by the Board Chairman. **Koeser made a motion to approve the amended Employee Travel Policy 1.9, Rust seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan

NAY: 0

CARRIED: 10-0

Koeser encouraged board members to attend the ND Water Conventions and Expos. If the WAWSA rural boards are unable to pay for their board member's attendance WAWSA could pay for their attendance. Thompson suggested that something be in writing concerning the board member convention attendance and the financial responsibility of WAWSA. Madsen said she would write a policy for the board to approve.

### **McKenzie County Public Works Building Payment**

Per the contract with McKenzie County upon signed Certification of Substantial Completion of the new Public Works building, WAWSA would make the final \$250,000.00 lease payment for office and shop use in the building. The Certification of Substantial Completion was approved at the McKenzie County board meeting December 17, 2019. **Koeser made a motion to issue the final \$250,000.00 payment, Haake seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan

NAY: 0

CARRIED: 10-0

### **Authorized Bank Signer Updates**

The authorized signers on the WAWSA bank accounts need to be updated. Curtis Wilson needs to be removed from all accounts and one other person assigned to the Bank of North Dakota accounts. **Rust made a motion to removed Curtis Wilson from the First National Bank account and the Bank of North Dakota accounts and to add Tami Madsen to the Bank of North Dakota checking and savings accounts, Brostuen seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan  
NAY: 0  
CARRIED: 10-0

### **Safety and Health Program Policy**

Madsen stated that the Safety and Health Handbook was compiled by Scott Hart, WAWSA's Safety Coordinator. Thompson suggested that before that Safety Policy be adopted that it be reconciled to WAWSA's Employment and Operational policies and presented at the next board meeting for approval.

### **Legal Updates**

Seth Thompson gave an update on the legal items he has been working on.

### **Project Updates**

McGruder presented a current water demand report and the November capital accounting.

McGruder gave the project updates.

### **AE2S 2020 Program Management Services**

McGruder presented Task Order #72 AE2S 2020 Program Management Services in the amount of \$149,000.00 for board approval. **Koeser made a motion to approve Task Order #72, Novak seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan  
NAY: 0  
CARRIED: 10-0

### **NWRWD 29 Mile**

Ritterman gave an update on the 29 Mile project.

### **SWC Grant Requests**

SWC \$20M Grant monthly request #27-121919 and SWC \$5,476K monthly request #2-121919 were presented to the board for their approval. **Koeser moved to approve the SWC grant requests, Haake seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan  
NAY: 0  
CARRIED: 10-0

### **Executive Session**

10:35am

**Haake made a motion to move into executive session for the purpose of Attorney consultation under NDCC44-04-19.1 to discuss negotiations instruction regarding pending or reasonably predictable litigation, Novak seconded.**

AYE: Haake, Bickler, Novak, Koeser, Anderson, Rust, Brostuen, Best, Liesener, Owan

NAY: 0  
CARRIED: 10-0

10:55am Koeser left meeting

11:00am

**Rust made a motion to move out of executive session to open session, Anderson seconded.**

AYE: Haake, Bickler, Novak, Anderson, Rust, Brostuen, Brostuen for Koeser, Best, Liesener, Owan  
NAY: 0  
CARRIED: 10-0

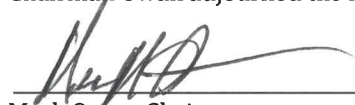
11:00am Entered Open Session

**Rust made a motion to authorized Vogel Law Firm to engage in negotiations regarding the landowner dispute and give the Board Chairman the authority to sign a settlement agreement, Novak seconded.**

AYE: Haake, Bickler, Novak, Anderson, Rust, Brostuen, Brostuen for Koeser, Best, Liesener, Owan  
NAY: 0  
CARRIED: 10-0

**Brostuen moved to adjourn; Rust seconded.**

Chairman Owan adjourned the meeting.



Mark Owan, Chairman



Kim Schilke, Secretary