

Nordic Ranches Community Water and Sewer District

Monthly Meeting of the Board of Directors

Feb 22, 2020

Held at Steve Munger's residence – 222 Buckskin in Nordic Ranches

In attendance: Dave Mosgeller, Steve Munger, Nancy Winters, Melinda Rimini, Jack Leaven, Beth Missel (via telephone), and Cindy Munger

Meeting was opened by Dave. Greetings and brief introduction to the agenda.

First item of business: Election of board officers. Dave accepted the office of President, Steve accepted Vice President seat, Beth assumed the office of secretary, Melinda assumed the treasurer position. Nancy is the advisor to the board. There was little discussion around this. Board members have worked together for a long time and this was agreeable to everyone. Motion made and passed unanimously.

Second item of business: Establishing the bank account. There was brief discussion as to which bank the account should hold the account. It was determined that 1st Bank would be approached. Monies would be needed to open the account – at least \$200. Discussion turned to the Application for the WWDC water study and funds needed of \$1000 to submit that application.

Third item of business: Discussion proceeded to financial needs of the district. Currently there is no funding for the account. NRU – Nordic Ranches Utilities has funding donated by the community available. It was questioned whether the board could make an arbitrary decision to move the funding necessary from NRU to establish the bank account, pay the application fee if it was adopted and have a small cushion in the District account. Beth was opposed stating that the two organizations, even though several of the same people are involved and purposes overlap, need to be held completely separate. NRU was expected to be dissolved but the transfer of the funds needed to be held up to the membership to vote or comment as legally, any remaining funds in the accounts of a Mutual Benefit Corporation must be returned to the membership at a percentage of what was donated.

In response to the concerns about initial funding for the District, a review of the Bylaws for NRU shows that under Section 9.9 Dissolution, the remaining funds in the NRU account could possibly be accounted for properly and given to NRC Water and Sewer District. “.... dispose of the assets of the corporation..... to such organizations organized and operating..... for purposes substantially similar to that of the corporation.” A review of the Ballot requesting the vote of property owners in Nordic Ranches showed that of all the responses, most favored the formation of the district and funding was donated to assist in that. Copies of those documents are attached. Review of NRU Annual member meeting finds that holding the meeting in early June garners the most attendance due to the return of those who winter in warmer locations. Annual member meeting for 2019 was held on June 11th. As such, any annual member meeting that might be considered for the District should probably be held in early June.

Fourth Item of business: Nancy brought up the possibility of a loan. Several board members offered to chip in to the finances of the district to get it up and running. Time was at the essence with the Application to the WWDC and the district needs the application funding. Nancy checked the Wyoming State Statutes as it relates to District funding. Wyoming State Statutes 41-10-113, 41-10-124, and 41-10-125 would allow a short term loan to be made to the District to cover the initial expenses on the table. Nancy offered to cover the loan to the District singly so that there was no question of impropriety that might come back to the board. It was cleaner this way. Beth agreed that this was a much better way of handling this issue. Motion made, no-one opposed, passed unanimously.

Fifth Item of business: Dave introduced the Wyoming Water Development Commission Application to request consideration for a Level 1 Water Study to be conducted on the water system of Nordic Ranches. Concern that the District does not own/operate the system was high. Dave relayed his part in attempting to garner permission from Nordic Ranches Water – Tanya DesJournett and Jake Edwards. They politely listened to Dave's Pitch, they requested the information in writing. Dave and Beth prepared a letter explaining the benefits to this study and the understanding of the District as it would relate to NRW in this matter. The letter was read to the board and is attached to these minutes as Schedule A. NRW's response was that they would review our letter and process the information. Response would be followed up with a letter from NRW offices in a few days. It didn't appear highly likely that they would agree to allow inspection of the system. The board waffled on even submitting the Application at this point however, it would delay this valuable study to wait another year. Discussion on this was tabled and Dave moved to review the application with the Board.

Sixth Item of business: Dave went over the application line by line and what it entailed. We review what information might be gained from the Sunrise Engineering Study and what information that we already knew. The board determined that nothing would be lost in submitting the application. Pro's and Con's to both the District and NRW was thoroughly discussed. Motion was made to submit the application to the WWDC for a state funded Level 1 Water Study based on advice from Paula Fleck of Holland and Hart. There was no opposed.

Motion was made by Beth to adjourn the meeting at 11:03a. Dave seconded. There were no opposed.

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Signed: Beth Missel, Secretary for the District.

Removed as per discussion at meeting held March 3, 2020:

- "Dave informed the board that we were waiting on the advice of NRU attorney Paula Fleck based on some legal action that NRU took as part of the Probate process after the demise of Ms Ganelle Edwards, Nov 2018. This action appeared to be frustrating NRW. Beth wasn't sure that it was of issue any longer but felt it was good to check."
- "We would wait for input from Paula and continue forward to prepare it for consideration."

Added second paragraph to Third item of business:
NRU Bylaws and attached documentation as requested by Steve.