

## Cottonwood Mutual Water Company

Board Meeting Minutes

Wednesday, April 13, 2022; 6:00 PM

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### Board Members:

Taylor Nielsen	District 1	2019-22	- Present
Brent Flamm	District 2	2019-22	- Present
Heidi Dorius	District 3	2021-2024	- Present
Shawn Beckstrom	District 4	2021-2024	- Present
Dave Wall	at-Large	2021-2024	- Present
Jennifer Jensen	Secretary		- Present
Mike Johanson	Manager/President		- Present

Visitors: Michelle Lyman - (Update) Would be plenty of water left to the burn. project on hold until county approves design, ½ of a residential connection would be plenty. Michelle would need written change from county council before we could move forward with this.

1. President - Mike Johanson
  - a. Call meeting to order @ 6:03pm - motion by Brent, 2nd Shawn, unanimous
  - b. Declare any conflicts of interest - none
  - c. Approve meeting minutes of March 9, 2022 & Feb 9th 2022 - Motion by Shawn, 2nd by Taylor, Unanimous
  - d. Approve share cancellations and reissues - Motion by Brent, 2nd Taylor, Unanimous
2. Public comment on proposed rate adjustments - Motion by Taylor, 2nd by Brent, Unanimous
  - a. Vote of board adopting of 2022 proposed rate adjustments - Motion by Taylor, 2nd by Shawn, Unanimous
3. Presentation by MGSWC regarding water rights used to store water in Silver Leaf Reservoir - Rulon gave the board documentation for proof of water rights. He gave a very brief explanation because Shawn & Heidi didn't feel any explanation was necessary and gave him a very short amount of time. They just wanted documentation with no explanation.
4. Discussion / Decision regarding appointment of new board member to fill Dave Wall's member-at-large position and term. - Board decided we should advertise on the website for nominees to fill Dave's position. Nominees will need to submit required documentation and then be willing to present at the next board meeting. Motion by Taylor, 2nd by Shawn, Unanimous
5. Discussion regarding the election of directors and amending the bylaws to address the Election of Directors - Board discussed different variables. Considering not allowing nominations at the Share Holders Meeting. Would like to know who candidates are before the Share Holders Meeting to promote better participation. No real decisions have been made.
6. Review, discuss, and adopt a Conflict-of-Interest policy - We need to follow the statute. Board decided to table it until the next meeting. - Motion by Taylor, 2nd by Shawn, Unanimous
7. Discussion / Decision on the selection of an accounting firm to perform an audit on the 2021 fiscal year. Current bids have been received from Carver, Florek & James (\$12,500); & Child Richards (\$10,000) - Decision was made by the board to go with Child Richards Firm to do the audit. Motion by Shawn, 2nd by Brent, All in favor except Heidi who voted No, because she wanted a different firm to perform the audit, not the one we already use.

8. Discussion/Decision regarding letter responding to Ted Taylor and Eric Plyer storing water in Silver Leaf Reservoir from Chris Bramhall - Motion made by Brent, 2nd Shawn, unanimous
9. Update on legal situation & will-serves - Entered work meeting - Motion by Brent, 2nd Shawn, unanimous
10. Discussion regarding identifying and assigning board members to various aspects of the company's operation - Have not discussed
11. Adjourn @ 8:30 pm - Motion by Brent, 2nd by Heidi