

ARISTOCRAT RANCHETTE WATER PROJECT, INC.  
MONTHLY BOARD MEETING  
SEPTEMBER 21, 2019

The meeting was called to order 7:00 P.M.

**PRESENT:** President: Anita Owens, Vice President Esta Langlais, Directors: Wayne Morrow, JoDee Shultz-Hancock, Taw Tamlin and Paul Echternacht were present. Hurshell Malone was absent.

Shareholders Ben Hansford and Dean Rysdam were in attendance

It was determined that there were enough board members present to have a quorum.

A motion was made by Paul Echternacht to approve the presented agenda. This motion was seconded by Wayne Morrow. This motion passed.

A motion was made by Paul Echternacht to accept the Reading and Disposal of any unapproved minutes. This motion was seconded by JoDee Shultz-Hancock. This motion passed.

There were no questions on the Financial Report/Presentation of Bills,  
A motion was made by Paul Echternacht to accept the financial report. This motion was seconded by Esta Langlais. This motion passed

**NEW BUSINESS:**

The Bod met in Executive Session, with attorney John Dent pursuant to Colorado Executive Session Laws, 24-6-402(4) (b), CRS and 24-6-402(4) (f), CRS. The session was recorded separately as required. Ben Hansford was invited to attend. Dean Rysdam was not allowed to attend.

(SECRETARY NOTE: Due to the volatility of the meeting, time of meeting end is approximate. Reference to meeting subject is available as a recording available at the ARWP, Inc office, subject to guidelines in the bylaws.)

ARWP, Inc BoD Executive Session ended at approximately 7:54pm.

The Original Meeting was called back to order 7:55pm

**PRESENT:** President: Anita Owens, Vice President Esta Langlais, Directors: Wayne Morrow, JoDee Shultz-Hancock, Taw Tamlin and Paul Echternacht were present. Hurshell Malone was absent. Attorney John Dent and shareholder Ben Hansford remained in attendance.

It was determined that there were enough board members present to have a quorum.

### **NEW BUSINESS:**

President Anita Owens asked for a Statement of Clarification regarding the Executive Session and Wayne Morrow provided a summary: No decisions were made but there were statements reaffirmed.

1. BoD members have no personal authority or agency to represent the BoD.
2. Only the BoD as a group can issue agency permission.
3. Issues must be brought to the BoD.
4. A Code of Conduct be created.
5. A letter from the ARWP, Inc. Office staff was introduced.

Creating a Code of Conduct be an action item No motion needed.

Shareholder Ben Hansford requests the resignation of BoD member Paul Echternacht for acting beyond the scope of a BoD member. Paul Echternacht refuses. It is determined that the BoD cannot force Paul Echternacht to resign. It is agreed that further misrepresentation of agency could be a cause for civil court action or the initiation of a shareholder recall vote. Anita Owens requests that all BoD members get along and utilize a third party to settle differences.

Bod Meeting date change was discussed. Paul Echternacht brought up notification rule issues. Attorney John Dent disagreed, and a motion was made by Taw Tamlin to table the subject until the Administrator can present the subject in writing. This motion was seconded by Esta Langlais. The motion passed.

Taw Tamlin requested a discussion of employee issues that Paul Echternacht is aware of that have not been brought to the BoD. Administrator employment agreement and lack thereof. Attorney John Dent suggested the subject should be in closed Executive Session unless the Administrator agreed to open session. Administrator agreed to open session. A motion was made by Taw Tamlin to add such discussion to the meeting agenda.

This motion was seconded by JoDee Shultz-Hancock, the remainder of the BoD were in favor with Paul Echternacht opposing. The motion passed.

(SECRETARY NOTE: Due to bias of the meeting minutes note taker, this portion of the meeting will be available to BoD members as a flash drive recording.)

The Administrators report opened the door to the issues brought forward by Paul Echternacht be discussed prior to the end of the meeting

The result of this portion of the meeting was:

The points raised by Paul Echternacht were refuted.

Although there is an absence of a written employment agreement with the Administrator, it was determined that the Administrator has been acting within the

scope of his implied agreement. It was also determined that this agreement is a binding one and will be put in writing for us by Attorney John Dent.

At minute 40:43 (est.) of the second part of the monthly ARWP, Inc. BoD October meeting it was determined that Paul Echternacht be censored by the ARWP, Inc. BoD. This censorship is a public pronouncement that the ARWP, Inc BoD disapproves of the conduct of Paul Echternacht. A motion was made by Taw Tamlin that Paul Echternacht be not allowed on company property except to pay his bill, attend BoD meetings or when accompanied by another BoD member. This motion was seconded by Wayne Morrow. The motion passed with Paul Echternacht abstaining.

The summary of this portion of the meeting was as follows: No BoD member has the authority to direct the Administrator or staff in any way. A policy to be worked on relating to this in the future. (45:35)

**OPERATORS REPORT:**

Street repairs and service line replacement remain ongoing. Paul Echternacht requested information on the number of after hours calls and what they related to. Water Operator Joe Roth indicated the number to be fluid but near 4-5 per week. (no pun intended)

**SECRETARY STATEMENT:** It was made clear that the content and volume of the meeting would necessitate making recordings of the meeting available to the BoD members. This will be given a best effort.

**ADJOURNMENT:**

With no further business a motion was made by JoDee Shultz-Hancock to adjourn. This motion was seconded by Esta Langlais. This motion passed.

**SUBMITTED:**

Brian Filkowski  
System Administrator



APPROVED