

APPROVED

1 Timpanogos Special Service District
2

3 Administrative Board
4

5 Electronic Meeting Minutes
6

7 6400 North 5050 West Utah County, Utah
8

9 April 25, 2024
10

11 6:00 p.m.
12

13 Conference Room/Electronic Meeting
14

15 **Board Members:**

16 Present:	17 Sullivan Love (Chair)	18 Chandler Goodwin (Vice Chair)	19 Blaine Thomas
20	Neal Winterton	Mark Christensen	Richard Nielson
	Brent Rummller		
21	Electronic:	22 David Bunker	23 Chris Condie
24	Excused:	25 Joel Thompson	26 Brian Braithwaite
27	District Staff:	28 Richard Mickelsen, District Manager (Electronic)	29
30		31 David Barlow, District Engineer (Electronic)	32
33		34 Danette Smith, Board Secretary	35
36		37 Joe Martin, CPA	38
39	Others:	40 Mark Bell, Hayes Godfrey Bell (Electronic)	41
42		43 Kyle Greene, Squire and Company	44

45 **Call to Order**

46 Sullivan Love, Board Chair, called the meeting to order 6:07 p.m.
47

48 **Public Comment**

49 There was no public comment.
50

51 **Approval of Minutes**

52 **1. Approval of the March 21, 2024 Administrative Board Meeting Minutes**

53 Chandler Goodwin made a motion to approve the minutes of the March 21, 2024 Administrative Board
54 Meeting. Richard Nielson seconded the motion. Roll call vote. "Aye" – Sullivan Love, David Bunker, Mark
55 Christensen, Blaine Thomas, Richard Nielson, Neal Winterton, Brent Rummller, Chris Condie, and Chandler
56 Goodwin. Those voting "Nay" – None. The motion passed unanimously.
57

58 Sullivan Love said we will move Consent Calendar item 6- "Award egg digesters to CBI" to the action items for
59 further discussion.
60

61 **Consent Calendar**

62 **1. TSSD Check Register**

63 **2. CL-N1:**

- 64 a. Sundt Pay Request No. 18 (\$1,115,381.43) retainage (\$25,704.29)
- 65 b. Change Order # 6 (\$781,091.15)

66 **3. Package A TO 2023-04 Package A Thermal Drying Project Final Design Professional Engineering
67 Services: Change order #1 – Chemical odor control. (\$1,491,470)**

68 **4. Electrical Contractors approved list and General Contractors approved list**

69 **5. Award mixers to: Westech (\$1,374,752)**

1 6. Award egg digesters to: CBI (\$18,870,026)
2 7. Task Order: 2024 Dry Creek Lift Station Improvements (LS-3) Engineering Services - Bowen, Collins &
3 Associates Cost: (\$285,700)
4 8. 2024 Ecology work (\$260,474):
5 a. Rushforth (\$61,200)
6 b. Oreohelix (\$29,600)
7 c. RCC (\$94,674)
8 d. Welard (\$75,000)

9
10 *Mack Straw arrived. 6:12

11
12 Blaine Thomas made a motion to approve items on the Consent Calendar and move item 6 – Award Egg
13 Digesters to CBI to the Action Items. Neal Winterton seconded the motion. Roll call vote. “Aye” – Sullivan Love,
14 David Bunker, Mark Christensen, Blaine Thomas, Richard Nielson, Neal Winterton, Brent Rummel, Chris
15 Condie, and Chandler Goodwin. Mack Straw abstained. Those voting “Nay” – None. The motion passed.

16
17 **Finance**

18 1. **Financial Report**

19 Joe Martin said December 2023 financial statements were presented last month when the auditors had finished their
20 field work. The auditors have now completed all their internal reviews and issued the audit report. The February
21 financials are also in the board packet. Joe said Kyle Greene, Squire and Company will present the audit report.

22
23 2. **2023 Audit Report – Squire and Co.**

24 Kyle Greene, Squire and Company, said they were here at the District working with staff on the audit. They obtained
25 all the information they needed to be able to issue an opinion on the District’s financial statements. Kyle said in their
26 opinion the District’s basic financial statements present fairly, in all material respects, the financial position of the
27 District as of December 31, 2023, and 2022. They gave a clean, unmodified opinion of the District’s financials. Kyle
28 said they did not find any deficiencies in internal controls. As part of compliance, the District complied in all material
29 respects with the state compliance requirements on Budgetary Compliance, Fund Balance, Fraud Risk Assessment and
30 the Open and Public Meetings Act for the year ended December 31, 2023.

31
32 David Bunker made a motion to accept the 2023 Audit Report as presented. Mack Straw seconded the
33 motion. Roll call vote. “Aye” – Sullivan Love, David Bunker, Mark Christensen, Blaine Thomas, Richard
34 Nielson, Neal Winterton, Brent Rummel, Chris Condie, Mack Straw and Chandler Goodwin. Those voting
35 “Nay” – None. The motion passed unanimously.

36
37 Rich said he asked to move the Award of Egg Digester to CBI, to be moved from the consent calendar to the action
38 items for more discussion.

39 **Action Items**

40 1. **Award egg digesters to: CBI (\$18,870,026)**

41 Rich said we have been trying to resolve the agreement on several issues. We were able to come to a consensus on
42 many of the exceptions they had to the agreement on the RFP. There are a few items we are still trying to resolve. Rich
43 said he was hopeful the Board would conditionally approve the egg digester award to CBI and grant Rich the conditional
44 approval if we can come to a conclusion on these minor issues we have not settled yet. Sullivan asked if the board feels
45 comfortable directing Rich to have further discussions with CBI and work out the final details of this award.

46
47 Chandler Goodwin made a motion to award the Egg Digesters conditionally to CBI and authorize Rich to
48 negotiate the final agreement and settle it. David Bunker seconded the motion. Roll call vote. “Aye” – Sullivan
49 Love, David Bunker, Mark Christensen, Blaine Thomas, Richard Nielson, Neal Winterton, Brent Rummel,
50 Chris Condie, Mack Straw and Chandler Goodwin. Those voting “Nay” – None. The motion passed unanimously.

1 **2. Richard Mickelsen adjunct professor at UVU**

2 Rich said he was asked by UVU to teach their environmental class on water reclamation and water quality. Rich said
3 he had received a go ahead from the Board, but wanted a document is a formal approval as his main job is here at the
4 District. The quarter is now over, and the final will be next Tuesday. Rich said he did have to take time to prepare to
5 teach, which is one thing he has been meaning to do as the District Manager of the facility here. Rich said he will start
6 training staff here as well beginning in May and will continue that until we complete the course. Mark Christensen said
7 congratulations, enjoy it and have fun and good luck with the students. Sullivan said he thinks it is important because it
8 gets a professional out in the classroom and it can create some interest for potential future employees for the District.
9 Sullivan said he really likes the idea of continuing that education with the plant staff, it is important because changing
10 regulations never stop, and ongoing education is critical.

11
12 **Mark Christensen made a motion to approve Richard Mickelsen as adjunct professor at UVU. Neal Winterton**
13 **seconded the motion. Roll call vote. "Aye" – Sullivan Love, David Bunker, Mark Christensen, Blaine Thomas,**
14 **Richard Nielson, Neal Winterton, Brent Rummler, Chris Condie, Mack Straw and Chandler Goodwin. Those**
15 **voting "Nay" – None. The motion passed unanimously.**

16
17 **3. TSSD Cash Reserve Policy**

18 Rich deferred to Chandler give the report from the finance committee. Chandler said the finance committee met with
19 Zions Public Finance to discuss the District's cash reserve policy. The current policy consists of five components.
20 Currently our rate stabilization fund, with those five components sits at about \$35 million. Zions Public Finance has
21 reviewed the cash reserve policy and has met with the finance committee to make some modifications. Those
22 modifications are proposed in the packet. It would create a policy that the minimum floor cash reserve is equal to or
23 greater of: \$20 million or a combination of 50% of the prior year's operating expenses (less depreciation), one year of
24 debt service, or the amount required by the rate stabilization fund, currently around \$9 million - to meet bond covenants.
25 Chandler said this does reduce some redundancies and maybe "over-saving". Zions called our asset management, the
26 repair and replacement fund where we currently sit at \$10 million in our current cash reserve policy, but they looked at
27 the repair and replacement fund for the District's need to meet real expenses and in FY 2022, the District spent \$681k.
28 The average between 2018 and 2022 was about \$1.1 million so it seems a little excessive to keep \$10 million, so this
29 keeps it more in line with the District's actual expenses. Mark said he was also a part of that finance committee
30 meeting, and he fully supports this as did Brian Braithwaite, who would have been eager to discuss this if he were here
31 tonight. David Bunker said he agrees with this policy; it is a good change and getting rid of some of those redundancies
32 is a good thing.

33
34
35 **Mark Christensen made a motion to approve the TSSD Cash Reserve Policy. Blaine Thomas seconded the**
36 **motion. Roll call vote. "Aye" – Sullivan Love, David Bunker, Mark Christensen, Blaine Thomas, Richard**
37 **Nielson, Neal Winterton, Brent Rummler, Chris Condie, Mack Straw and Chandler Goodwin. Those voting**
38 **"Nay" – None. The motion passed unanimously.**

39
40
41 **Communication**

42 1. **Manager's Report**
43 a. **Accept MWWP Report**
44 b. **Plant Performance**

45
46 **Closed Session**

47 1. **To discuss Litigation, Property Acquisition and Personnel**

48
49 **Chandler Goodwin made a motion to go into closed session for acquisition of real property. David Bunker**
50 **seconded the motion. Sullivan Love, Chair, took a roll call vote. Those voting "Aye" – Sullivan Love, David**

1 Bunker, Mark Christensen, Blaine Thomas, Richard Nielson, Neal Winterton, Brent Rummier, Chris Condie,
2 Mack Straw and Chandler Goodwin. Those voting "Nay" – None. The motion passed unanimously. 6:34 p.m.

3

4 David Bunker left 6:35 p.m.

5

6 Blaine Thomas made a motion to go out of closed session into regular session. Sullivan Love seconded the
7 motion. Those voting "Aye" - Sullivan Love, Mark Christensen, Blaine Thomas, Richard Nielson, Neal
8 Winterton, Brent Rummier, Chris Condie, Mack Straw and Chandler Goodwin. Those voting "Nay" – None.
9 The motion passed unanimously 7:01p.m

10

11 Adjourn: Mark Christensen made a motion to adjourn. Blaine Thomas seconded the motion. All present
12 "Aye." Meeting adjourned. 7:03 p.m.

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