

Cottonwood Mutual Water Company

Board of Director's Meeting

Wednesday, February 12, 2020; 6:00pm

Board Members:

Taylor Nielsen	District 1	2019-22	<i>Absent</i>
Brent Flamm	District 2	2019-22	<i>Present</i>
Jim Collins	District 3	2018-21	<i>Absent</i>
Devin Miller	District 4	2018-21	<i>Present</i>
Doug Dingman	At-Large	2018-21	<i>Present</i>
Jennifer Jensen	Secretary – <i>Present</i>		
Mike Johanson	Manager/President - <i>Present</i>		

Visitor's: Rulon Gardner of Gardner Development, Mike & Ryan Mellott of DRM Construction

1. President - Mike Johanson
 - a. Call meeting to order - 6:18 pm - Doug Dingman 1st, Devin 2nd
 - b. Declaration of conflicts of interest - None

2. Gardner Development and DRM Construction request water board to reconsider the increase to connection fees and/or substantiate the increase. DRM Construction has already entered in to 11 contracts in which they only budgeted for the previous connection fee amount. There will be further discussion by the board concerning this issue as well as the reasons for the increase to the connection fees. 6:20 pm

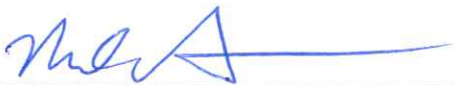
3. Approve meeting minutes from December 2019 & January 8, 2020. 7:29pm
Doug 1st, Devin 2nd; all in favor.

4. Approve share cancellations & re-issues. 7:28 pm - Doug 1st, Brent 2nd; all in favor


5. Public Comment – None

6. Discussion regarding the upcoming mediation between Fernwood LLC and CMWC. Board authorized Mike, along with counsel, to be able to do the following during mediation:
 - a.
 - i. Dismiss any and all counterclaims filed by CMWC against Fernwood LLC

- ii. Approve a monetary settlement not to exceed \$ 0 outside of what insurance will cover.
 - iii. Tender pre-drafted and approved apology letter if warranted.
 - iv. Authorize Mike to approve and sign mediation settlement agreement and associated documents necessary to settle the matter, with counsel attorney
 - b. Insurance provider has notified us through counsel that they will continue to defend us in the suit filed by Fernwood LLC but will not pay for the counterclaims. Mike is to ask for a complete release from Durbano of all claims w/prejudice. Mike needs authority to approve most recent settlement agreement. 7:30pm - Doug 1st, Devin 2nd; all in favor
7. Continued discussion on employee & board member compensation 8:08pm
- a. Benefits: help with health insurance & retirement - to be received in monthly installment
 - b. Board meeting stipend - to remain the same
Doug 1st; Brent 2nd; all in favor
8. Discussion/Decision on date and time for the annual shareholder meeting. We will try for the dates of April 16, or April 23rd. 8:04pm
9. Questions/Concerns
- a. Does CMWC need to create a policy for addressing bill relief to retirees on fixed incomes, deployed military and others. 8:10pm - Question was presented to the board but no decision was made. Will be discussed more in the next board meeting.
10. Next scheduled meeting is on Wednesday, March 11, 2020 at 6:00pm followed by Wednesday, April 8, 2020.
11. Adjournment of meeting. 8:17pm - Devin 1st, Brent 2nd.



Mike Johanson - President



Jennifer Jensen - Secretary

CMWC WATER SHARES

Dec 19, 2019 - Jan 8, 2020

SERIAL NUMBER	CERTIFICATE NO.	NEW MEMBER	OLD MEMBER
03-SS1-0011	111	Alexander & Maria Stamp	William Brockman
03-ROLLR1-0113	515	Debbie Covington	Guffey & Associates
NEW SHARE CERTIFICATES			
Lot 101	850	DRM Construction	
Lot 102	851	DRM Construction	

Date Approved by Board: 1/8/20

Name/ Signature: 