Northern Water
Northern Colorado Water Conservancy District

Northern Water Board Agenda

June 13, 2019
9 AM

1. Preliminary Items

1.A. Call to Order: Roll Call and Verification of Quorum
Presenter: Chairman Applegate
Action: None

1.B. Public Comment on Non-Agenda Items
Presenter: Chairman Applegate
Action: None

1.C. Employee Recognition and New Employee Introduction
Presenter: Brad Wind
Action: None

1.D. Agenda Modification and/or Recommendation for Executive Session
Presenter: Brad Wind
Action: None

2. Consent Agenda

The following items may be approved or accepted in one motion at the Board's discretion.

2.A. Minutes of May 9, 2019, Board Meeting
Presenter: Chairman Applegate
Action: Motion to Approve
2.A Minutes of May 9, 2019, Board Meeting

2.B. Minutes of May 2, 2019, Planning Session
Presenter: Chairman Applegate
Action: Motion to Approve
2.B Minutes of May 2, 2019, Planning Session

2.C. Minutes of May 2, 2019, Finance and Benefits Committee Meeting
Presenter: Chairman Applegate
Action: Motion to Accept
2.C Minutes of May 2, 2019, Finance and Benefits Committee Meeting

2.D. Minutes of May 9, 2019, Finance and Benefits Committee Meeting
Presenter: Chairman Applegate
Action: Motion to Accept
2.D Minutes of May 9, 2019, Finance and Benefits Committee Meeting

2.E. Consulting Services Agreement with Lightworks Fiber to Provide Fiber Connectivity Between Northern Water's Headquarters and Northern Water's Carter Lake Outlet Structures
Presenter: Jim Nguyen
Action: Motion to Approve
2.E 1. Lightworks Fiber Contract Summary Report
2.E 2. Lightworks Fiber Scope of Work

2.F. Amendment to Consulting Services Agreement with Jim Saunders for 401 Certification Application Preparation for Northern Integrated Supply Project
Presenter: Curtis Hartenstine
Action: Motion to Approve
2.F 1. Jim Saunders Contract Summary Report
2.F 2. Jim Saunders Scope of Work

2.G. Amendment to Consulting Services Agreement with MORF Consulting LLC for Executive Training
Presenter: Brad Wind
Action: Motion to Approve
2.G 1. MORF Consulting LLC Contract Summary Report
2.G 2. MORF Consulting LLC Scope of Work

2.H. Agreement with the City of Fort Morgan for EPS Funding Prepayment for the Southern Water Supply Project Water Activity Enterprise
Presenter: Stephanie Cecil
Action: Motion to Approve
2.H 1. City of Fort Morgan Contract Summary Report
2.H 2. City of Fort Morgan Agreement

2.I. Memorandum of Understanding with Northwest Colorado Council of Governments to Work Cooperatively as Fiscal Agents for the Upper Colorado River Wild and Scenic Stakeholder Group
Presenter: Kyle Whitaker
Action: Motion to Approve
2.I 1. Northwest Colorado Council of Governments MOU Contract Summary Report
2.I 2. Northwest Colorado Council of Governments MOU

3. Routine Items

3.A. Financial Matters -- Treasurer's Report, Northern Water
Presenter: Jerry Gibbens
Action: Motion to Accept
3.A Northern Water Treasurer's Report May 2019

3.B. Financial Matters -- Disbursements Report, Northern Water
Presenter: Director Emslie
Action: Motion to Approve
3.B Northern Water Disbursements May 2019

3.C. Allotment Contract Applications
1. Name Change Transfers
2. Allotment Transfers
3. Inactive Account Transfers
Presenter: Sherri Rasmussen
Action: Motion to Approve
3.C 1. Applicatons for Change of Water Allotment Contracts
3.C 2. Allotment Transfers Map

3.D. Standard Inclusion -- Larimer County
1. Mike D. & Mary E. Doty
Presenter: Kris Thompson
Action: Motion to Approve
3.D Mike D. & Mary E. Doty Larimer County

3.E. Standard Inclusions -- Weld County
1. Fernando Reta Avalos
Presenter: Kris Thompson
Action: Motion to Approve
3.E Fernando Reta Avalos Weld County

3.F. Consent for Inclusion -- Weld County
1. Town of Erie
2. Town of Erie (Old Town Corrective Action)
Presenter: Kris Thompson
Action: Motion to Approve
3.F 1. Town of Erie Weld County
3.F 2. Town of Erie (Old Town Corrective Action) Weld County

3.G. Operations and Maintenance Report
Presenter: Jerry Gibbens
Action: None
3.G Operations and Maintenance Report June

3.H. Storage and Delivery Summary
Presenter: Sarah Smith
Action: None

3.I. Water Supply Update
Presenter: Katie Melander
Action: None

3.J. Division Director Reports
1. Administration Division
2. Engineering Division
3. Environmental Services Division
4. Operations Division
Presenter: Division Directors Karen Rademacher, Jeff Drager, Esther Vincent, and Jerry Gibbens
Action: None

3.K. Legal Report
Presenter: Legal Counsel
Action: None
3.K 1. Legal Report Trout Raley June 13, 2019
3.K 2. Legal Report Berg Hill Greenleaf Ruscitti May 2019

4. Northern Water Discussion and/or Action Items

4.A. Joint Memorial Resolution D-1329-06-19/MS-379-06-19 for Director William "Bill" Fischer
Presenter: Brad Wind
Action: Motion to Adopt
4.A Joint Memorial Resolution D-1329-06-19 -- MS-379-06-19 William Fischer

4.B. Resolution D-1330-06-19 for Reserve Fund Policy
Presenter: Jerry Gibbens
Action: Motion to Adopt
4.B Resolution D-1330-06-19 for Reserve Fund Policy

4.C. Defined Benefit Plan 2019 Changes to Actuarial Assumptions
Presenter: Judy Skram
Action: Motion to Approve
4.D Defined Benefit Plan 2019 Changes to Actuarial Assumptions

4.D. Regional Pool Program Consideration
Presenter: Luke Shawcross
Action: None

5. Northern Integrated Supply Project Water Activity Enterprise

5.A. Financial Matters -- Treasurer's Report
Presenter: Jerry Gibbens
Action: Motion to Accept
5.A NISP Treasurer's Report May 2019

5.B. Financial Matters -- Disbursements Report
Presenter: Director Emslie
Action: Motion to Approve
5.B NISP Disbursements May 2019

5.C. Monthly Report
Presenter: Carl Brouwer and Brian Werner
Action: None
5.C NISP Monthly Report June 2019

6. Southern Water Supply Project Water Activity Enterprise

6.A. Financial Matters -- Treasurer's Report
Presenter: Jerry Gibbens
Action: Motion to Accept
6.A SWSP Treasurer's Report May 2019

6.B. Financial Matters -- Disbursements Report
Presenter: Director Emslie
Action: Motion to Approve
6.B SWSP Disbursements May 2019

6.C. Monthly Report
Presenter: Stephanie Cecil
Action: None
6.C SWSP Monthly Report May 2019

7. Pleasant Valley Pipeline Project Water Activity Enterprise

7.A. Financial Matters -- Treasurer's Report
Presenter: Jerry Gibbens
Action: Motion to Accept
7.A PVP Treasurer's Report May 2019

7.B. Financial Matters -- Disbursements Report
Presenter: Director Emslie
Action: Motion to Approve
7.B PVP Disbursements May 2019

8. Hydropower Water Activity Enterprise

8.A. Financial Matters -- Treasurer's Report
Presenter: Jerry Gibbens
Action: Motion to Accept
8.A Hydropower Treasurer's Report

8.B. Financial Matters -- Disbursements Report
Presenter: Director Emslie
Action: Motion to Approve
8.B Hydropower Disbursements May 2019

9. Information Items

9.A. Board of Directors Roundtable
Presenter: Chairman Applegate
Action: None

9.B. Future Events:

June 19, 5:30 to 7 p.m., Berthoud Area Chamber of Commerce Business After Hours, Northern Water Hosting -- Brian Werner

June 27 East Slope Tour (rescheduled from May 23 due to inclement weather)

July 4 -- No Planning Session in July

July 11, 8 a.m., Finance & Benefits Committee Meeting

July 11 Open House, Building B (following Board Meeting)

July 17, 9 a.m., Annual Budget Work Session with the Board

August 15 West Slope Tour (rescheduled from June 4 due to delayed opening of Trail Ridge Road)

August 20 - 22, CWC Summer Conference, Steamboat Springs -- Brian Werner

August 21, 1 p.m., Water Resources Review Committee, Steamboat Springs

August 29 West-to-East Slope Tour (targeted to West Slope residents)

September 5, 1 to 4 p.m., (approximately) Noosa Tour, Bellvue

September 18 East Slope Tour

Presenter: Brad Wind
Action: None

9.C. Other Matters
Presenter: Brad Wind
Action: None

10. Executive Session
Matters that fall within C.R.S. § 24-6-402 (4) (a) through (g) may be discussed[1]

[1] The Executive Session listed above may be cancelled at the discretion of the Board of Directors at the commencement of, or during, this meeting.

PRELIMINARY – SUBJECT TO CHANGE

NORTHERN COLORADO WATER CONSERVANCY DISTRICT
MINUTES OF BOARD MEETING
HELD AT NORTHERN WATER HEADQUARTERS
May 9, 2019

I. PRELIMINARY ITEMS

A. Call to Order

The Board of Directors of the Northern Colorado Water Conservancy District (Northern Water) met pursuant to call. Present were: President Mike Applegate, Vice President John Rusch and Directors Bill Emslie, Sue Ellen Harrison, Gene Manuello, Rob McClary, Don Magnuson, Dave Nettles, Dale Trowbridge, Todd Williams and Dennis Yanchunas.

The following staff members were present: General Manager Brad Wind; Administration Division Director Karen Rademacher; Engineering Division Director Jeff Drager; Environmental Services Division Director Esther Vincent; Operations Division Director Jerry Gibbens; and Legal Counsel Peggy Montaño and Bennett Raley. See the attached list for additional staff and guests in attendance.

Previously, during the Subdistrict portion of the meeting, President Applegate regretfully and sadly announced the recent passing of Director Bill Fischer, who had served since 2016 as a highly regarded Director from Larimer County on the Subdistrict and Northern Water boards. Director Applegate stated that Director Fischer would be greatly missed. Subdistrict President Yanchunas took several moments to reminisce about Director Fischer, and what a great loss this was for both the Subdistrict and Northern Water.

B. Public Comment

President Applegate asked for public comment on non-agenda items. There were no public comments.

C. Employee Recognitions

(1) Employee Anniversaries

Mr. Wind introduced Mr. Zach Allen, Communications Specialist in the Communications Department. Mr. Allen celebrated his 5-year anniversary of employment on April 7.

(2) New Employees

Mr. Wind next introduced Mr. Jason Dolph, O&M Fieldman I in the Distribution Systems Department. Mr. Dolph began work at Northern Water on February 25, 2019. He previously worked for Big Turf Farms and for the City of Fort Collins as a Parks Technician.

Mr. Wind next introduced Ms. Julie Stoupa, Executive Administrative Assistant in the Records and Administrative Services Department. Ms. Stoupa began work at Northern Water on March 1, 2019. She previously worked for Northern Water between 1985 and 2015.

Mr. Wind next introduced Ms. Amy Bainbridge, Custodian in the Facilities and Equipment Department. Ms. Bainbridge began work at Northern Water on March 25, 2019. She previously worked for Larimer County as Housekeeping Lead at the Budweiser Events Center.

Mr. Wind next introduced Ms. Rosemary Torres, Staff Accountant in the Financial Services Department. Ms. Torres began work at Northern Water on April 1, 2019. She has nine years of experience in payroll administration.

Mr. Wind next introduced Mr. Christopher Olson, Mechanical Fieldman in the Distribution Systems Department. Mr. Olson began work at Northern Water on April 8, 2019. He previously worked for the City and County of Broomfield as a Senior Utility Technician.

Mr. Wind next introduced Ms. Kristyn Unrein, Financial Analyst in the Financial Services Department. Ms. Unrein began work at Northern Water on April 22, 2019. She previously worked in several different capacities for Boulder County.

Mr. Wind next introduced Ms. Lena Jones, Water Scheduling Assistant in the Water Records and Accounting Department. Ms. Jones began work at Northern Water on April 29, 2019. She previously worked for the Town of Berthoud as the Water Department Superintendent.

President Applegate joined the Board, staff and legal counsel in congratulating Mr. Allen on his anniversary of employment, and in welcoming Mr. Dolph, Ms. Stoupa, Ms. Bainbridge, Ms. Torres, Mr. Olson, Ms. Unrein and Ms. Jones to Northern Water.

D. Agenda Modification

President Applegate asked if there were any agenda modifications. There were no agenda modifications.

E. Executive Session

President Applegate next asked for a discussion of a potential Executive Session. Ms. Rademacher discussed the following proposed Executive Session topic:

(1) To determine positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators as authorized by C.R.S. § 24-6-402(4)(e), regarding terms of the 1041 Permit with Larimer County for the Northern Integrated Supply Project (NISP).

(2) To conduct an annual performance review of the General Manager as authorized by C.R.S. § 24-6-402(4)(f).

President Applegate next asked for a motion to convene in Executive Session for the stated reasons.

Director Emslie moved to convene in Executive Session following the public portion of the meeting for the stated reasons. Director McClary seconded the motion and it passed unanimously.

II. CONSENT AGENDA

President Applegate next asked for consideration of the Consent Agenda.

A. Agreement with RRC for Upper Colorado Wild & Scenic Stakeholder Group

This item was previously presented and discussed during the Board's May 2, 2019, Planning Session, and should be considered by the Board as part of the Consent Agenda. This item is consideration of an *Amendment to Intergovernmental (IGA) Grant Agreement to Implement Upper Colorado River Habitat Project*, including a not-to-exceed amount of $67,400. This is an annual, pass-through agreement, with Northern Water acting as the fiscal agent for the Stakeholder's Group.

B. 2019 Big Thompson Conservation District Wildfire Mitigation Partnership

This item was previously presented and discussed during the Board's May 2, 2019, Planning Session, and should be considered by the Board as part of the Consent Agenda. This item is consideration of a *2019 Big Thompson Conservation District Pole Hill Wildfire Mitigation Partnership*, including a total cost of $775,000 (including an $80,000 contribution from Northern Water), with the remaining funding and contributions coming from the Natural Resources Conservation Service, the Colorado State Forest Service and the Peaks to People group.

Motion to Approve Consent Agenda Items

Director Trowbridge moved to approve the Consent Agenda. Director Williams seconded the motion and it passed unanimously.

III. ROUTINE ITEMS

A. Minutes Approval

(1) Minutes of April 11, 2019, Board Meeting

President Applegate next asked for a review of the April 11, 2019, Board meeting minutes. Vice President Rusch moved to approve the minutes as submitted. Director Nettles seconded the motion and it passed unanimously.

(2) Minutes of April 4, 2019, Board Planning Session

President Applegate next asked for a review of the April 4, 2019, Board Planning Session minutes. Director Williams moved to approve the minutes as submitted. Director Nettles seconded the motion and it passed unanimously.

(3) Minutes of April 4, 2019, Board Legal & Legislative Committee Meeting

President Applegate next asked for a review of the April 4, 2019, Board Legal and Legislative Committee meeting minutes. Vice President Rusch moved to accept the minutes as submitted. Director Harrison seconded the motion and it passed unanimously.

B. Financial Matters

(1) April 2019 Treasurer's Report

Mr. Gibbens next directed the Board's attention to the April 2019 Treasurer's Report and reviewed statements concerning transfers of funds, revenues, receipts, current disbursements, and total cash and reserves as of April 30, 2019. He also discussed cash flows and cash balances. Following questions and discussion, Director Williams moved to accept the Treasurer's Report as submitted. Director McClary seconded the motion and it passed unanimously.

(2) April 2019 Disbursements Report

Director Emslie next referred the Board to the list of disbursements for April 2019. Following questions, Director Emslie moved to approve payment of the April disbursements as submitted. Director Nettles seconded the motion and it passed unanimously.

C. Allotment Contract Change Applications

President Applegate next asked for a presentation of the allotment contract change applications. Ms. Sherri Rasmussen, Contract Department Manager, referred to the list entitled "Applications for Change of Water Allotment Contracts" dated May 9, 2019.

(Please refer to the list of Applications for Change of Water Allotment Contracts attached as Exhibit A.)

(1) Allotment Contract Change Application Nos. 1-11 (Allotment Transfers)

Ms. Rasmussen next stated that the 11 standard Allotment Transfer Applications included a total of 614 acre-foot units being transferred. She briefly discussed the applications. Director Williams moved approval of Application Nos. 1-11 as presented, contingent upon: (1) the applications meeting all statutory requirements, rules, and criteria previously established by the Board, including the criteria of the Base Water Supply Policy; (2) completion of all prescribed public record checks; and (3) payment by applicants of all costs and charges due Northern Water. Director Harrison seconded the motion and it passed unanimously.

(2) Allotment Contract Application No. 12 (Inactive Account Transfers)

Ms. Rasmussen stated that the one application included a total of 6 acre-foot units for transfer under Northern Water's Inactive Contract Account Rule. Ms. Rasmussen briefly discussed the application. Vice President Rusch moved to approve Allotment Contract Application No. 12 under Northern Water's Inactive Contract Account Rule as presented, contingent upon: (1) the

application meeting all statutory requirements, rules, and criteria previously established by the Board, including the criteria of the Base Water Supply Policy; (2) completion of all prescribed public record checks; and (3) payment by applicant of all costs and charges due Northern Water. Director Williams seconded the motion and it passed unanimously.

D. Inclusions

President Applegate continued the meeting by asking for a presentation of the inclusions that were published for hearing before the Northern Water Board of Directors. The petitioners are:

Westover Wildfire – Larimer County
Billinger – Weld County

Ms. Kris Thompson, Inclusion Specialist, referred the Board to the inclusion maps provided in the Board packet and briefly reviewed the proposed inclusions. She stated the petitions for inclusion met established Board criteria, had been advertised as required by law, and could be recommended for approval by the Board, conditioned upon receiving Secretarial assent from the U.S. Bureau of Reclamation (Reclamation), and conditioned upon future payment of all mill levies and assessments that are levied, or will be levied, on other similarly-situated lands in Northern Water at the time of inclusion of these lands, and further conditioned that if such payments are not made on such equal basis with similarly situated lands, these lands shall be subject to exclusion for noncompliance with this condition if the payments are not otherwise made. Director Emslie moved approval of the petition for inclusion of the referenced lands in Larimer County subject to fulfillment of the stated conditions. Director Williams seconded the motion and it passed unanimously. Director Magnuson moved approval of the petition for inclusion of the referenced lands in Weld County subject to fulfillment of the stated conditions. Director Nettles seconded the motion and it passed unanimously

E. Monthly Reports

(1) Operations & Maintenance

President Applegate next asked for a report on operations and maintenance (O&M). Mr. Gibbens referred Directors to copies of the *May 2019 C-BT Project & Northern Water Operations & Maintenance (O&M) Report*. He briefly discussed: (1) the recently completed remodel of the second floor of Building B; (2) the current status of preparing Modular No. 1 for occupation by employees; (3) the current status of Willow Creek Reservoir and operations at the Willow Creek Pump Plant; and (4) the recent purchase and deployment of ear protection for employees working in loud environments. Mr. Gibbens encouraged the Board to read the report at their individual convenience and give him a call if they had any questions.

(2) Storage & Delivery Summary

President Applegate next requested a water storage and delivery summary. Ms. Sarah Smith, Water Scheduling Department Assistant Manager, referred Directors to a PowerPoint presentation and discussed: (1) April 1, 2019, and May 1, 2019, Colorado-Big Thompson (C-BT) Project active storage and project contents; (2) C-BT Project Collection System summary; (3) miscellaneous

delivery statistics and summaries; (4) 2018 quota water remaining as of October 31, 2018; and (5) 1957-2019 May 1 C-BT Project total storage.

(3) Water Supply Summary

President Applegate next asked for the water supply summary. Mr. Luke Shawcross, Water Resources Department Manager, continued with a PowerPoint presentation and discussed: (1) April 2019 and October 2018 - May 7, 2019, precipitation departures; (2) Upper Colorado River Basin and South Platte River Basin current snowpack readings; (3) Upper Colorado River Basin and South Platte River Basin most probable streamflow forecasts; (4) to-date total inflows above Lake Granby, Shadow Mountain Reservoir and Grand Lake; (5) to-date Willow Creek Pump Plant pumping and to-date Willow Creek hydrograph; and (6) to-date hydrographs for the Cache la Poudre and Big Thompson rivers. A brief discussion and questions followed.

(4) Division Director Reports

(a) Administration Division

Ms. Rademacher briefly highlighted several recent activities and/or informational items of the Administration Division (Communications, Contracts, Financial Services, Human Resources, Information Technology, Water Accounting, Records & Administration departments), including: (1) a brief update on that status of pending new Granicus board meeting agenda software and new iPads for Directors; (2) a brief summary of the April 30, 2019, East Slope -employee meeting and the pending May 17, 2019, West Slope -employee meeting; (3) a preview of the new Infor software; and (4) an overview of Information Technology Steering Committee activities.

(b) Engineering Division

Mr. Drager briefly highlighted several recent activities and/or informational items of the Engineering Division (Real Estate & Emergency/Security, Project Management, Water Resources departments), including: (1) the recent efforts by Water Resources Department staff to forecast the Spring 2019 runoff; (2) a brief summary of Real Estate and Emergency/Security Department activities; and (3) recent activities of the Colorado River Programs Department.

(c) Environmental Services Division

Ms. Vincent briefly discussed several recent activities and/or informational items of the Environmental Services Division (Field Services, Water Efficiency, Water Quality departments), including: (1) recent meetings with representatives of Colorado Parks and Wildlife, the City of Fort Collins and the City of Greeley regarding cooperative efforts on the Poudre River; (2) the NISP 401 Certification process, including the recent closure of the public comment period; and (3) the current status of 2019 water quality monitoring season.

(d) Operations Division

Mr. Gibbens briefly highlighted several recent activities and/or informational items of the Operation Division (Capital Improvements, Collection Systems, Distribution Systems, Facilities

& Equipment, Instrumentation Control & Electrical Engineering, Safety departments), including: (1) the pending retirement of Mr. Dennis Baker, Distribution Systems Department Manager, on June 7, 2019, following 37 years of employment with Northern Water; (2) details of a retirement party for Mr. Baker; and (3) ongoing efforts to backfill Mr. Baker's position.

(5) Legal Report

President Applegate next asked for a discussion of legal matters.

(a) Water Court Litigation

Ms. Montaño reported that staff and counsel did not recommend filing any statements of opposition.

(b) Other Legal Matters

Ms. Montaño next referred Directors to the legal report and briefly reported on: (1) the current status of litigation involving the U.S. Environmental Protection Agency (EPA) / U.S. Army Corps of Engineers (Corps) Waters of the United States Rulemaking process; and (2) the current status of meetings and discussions regarding a proposed Poudre River instream flow augmentation plan.

Ms. Montaño stated that counsel had nothing further to report unless the Board had specific questions. The Board had no questions for counsel.

IV. DISCUSSION & ACTION ITEMS

A. Defined Benefit Retirement Plan Fund Change

President Applegate next asked for a discussion of a recommended change in the Northern Water defined benefit retirement plan investment funds. Ms. Judy Skram, Senior Accountant, briefly reviewed the May 2, 2019, Board Finance and Benefits Committee meeting, including a recommendation by Innovest Portfolio Solutions, LLC (Innovest), Northern Water's investment consultant, to terminate Northern Water's investment in the John Hancock Funds Global Absolute Return Strategies Fund (JHAIX), and move Northern Water's investment in this fund to Litman Gregory Masters Alternative Strategies Institutional (MASFX) Fund.

Ms. Skram noted that Innovest's recommendation was based on the recent resignation of the John Hancock Funds Global Absolute Return Strategies Fund's lead portfolio manager, as well as the fund's under-performance. It was also the consensus of the Board Finance and Benefits Committee to recommend that the Northern Water Board direct staff to implement Innovest's recommendation to terminate Northern Water's investment in the John Hancock Funds Global Absolute Return Strategies Fund, and to move Northern Water's investment in this fund to Litman Gregory Masters Alternative Strategies Institutional Fund.

Following a brief discussion, Director Emslie moved that the Board terminate Northern Water's investment in the John Hancock Funds Global Absolute Return Strategies Fund, and moving Northern Water's investment in this fund to Litman Gregory Masters Alternative Strategies

Institutional Fund, as recommended by Innovest and the Board Finance and Benefits Committee. Director McClary seconded the motion and it passed unanimously.

B. Actuarial Valuation Report

President Applegate next asked for a discussion of Northern Water's actuarial report. Ms. Skram introduced Ms. Katie Antoline, representing Milliman USA, Consultants and Actuaries, Inc. (Milliman), Northern Water's actuarial consultant. Ms. Antoline referred Directors to copies of the draft *Group Pension Plan for Employees of Northern Colorado Water Conservancy District, January 1, 2019, Actuarial Valuation*, and briefly reviewed a Board Finance and Benefits Committee meeting held earlier that morning, including: (1) preliminary January 1, 2019, actuarial valuation results; (2) summary of key results and assumptions; (3) plan provisions; (4) projected benefit payments and liabilities; (5) mortality assumption; and (6) impact of new mortality tables.

Director Yanchunas, Chairman of the Board Finance and Benefits Committee also discussed the following changes: (1) a reduction in the long-term investment return assumption rate of 6 percent to 5.75 percent; and (2) adoption of new mortality tables as recommended by Milliman. Following additional discussion, Ms. Skram stated that this matter would be on the June 13, 2019, Board meeting agenda for additional discussion and Board consideration of the final *Group Pension Plan for Employees of Northern Colorado Water Conservancy District, January 1, 2019, Actuarial Valuation*.

C. Regional Pool Program Discussion

President Applegate next requested a discussion of Northern Water's Regional Pool Program (RPP), last discussed during the May 2, 2019, Board Planning Session. Mr. Shawcross referred Directors to a PowerPoint presentation and summarized the Board's discussion of the RPP during the May 2, 2019, Board Planning Session, including: (1) 23,888 acre-feet of available RPP water; (2) November 15, 2018, C-BT Project reserves totaling 259,468 acre-feet, meeting the 200,000 acre-foot threshold for RPP activation; and (3) staff's recommendation that the Board allocate 12,500 acre-feet from the Regional Pool, with a minimum bid price of $26.70 (agricultural assessment) and a bid opening to occur five business days after any Board allocation from the Regional Pool.

A general discussion ensued. Director Magnuson recommended allocating the full 23,888 acre-feet of available water in the RPP, which he described as an "all-or-nothing" approach. Vice President Rusch stated his preference for staff's recommendation of 12,500 acre-feet. Director Emslie concurred with Vice President Rusch. Director Yanchunas agreed with Director Magnuson's "all-or-nothing" approach but stated his concern that allocating 23,888 acre-feet could risk negatively impacting C-BT Project allottees. Thus, Director Yanchunas stated his comfort with staff's recommendation for a 12,500 acre-foot allocation from the Regional Pool. Director Williams stated that he agreed with Director Yanchunas.

Following additional discussion President Applegate asked for a motion from the Board. Vice President Rusch moved: (1) that the Board allocate 12,500 acre-feet of water from the Regional Pool to be made available to water users within Northern Water boundaries via the bid process described in the RPP procedures; (2) a Regional Pool bid floor price of $26.70 (current

C-BT agricultural water assessment rate); (3) a bid opening in 5 business days (as stipulated in the RPP procedures); and (4) an administrative fee of $16,200. Director Yanchunas seconded the motion and it passed by a vote of 10 in favor; one against.

D. Article 19 of 1938 C-BT Project Repayment Contract Draft Resolution

President Applegate next asked for a discussion of Article 19 of the 1938 C-BT Project Repayment Contract, last discussed during the May 2, 2019, Board Planning Session. Mr. Jim Hall, Senior Water Resources Project Engineer, referred Directors to copies of *Resolution D-1328-05-19, C-BT Project Repayment Contract Article 19, Status of Project Water Supply*. He stated that the resolution is identical to the one reviewed by staff with Directors during the May 2 Board Planning Session, and that staff recommended Board adoption of the resolution as currently written. Mr. Hall asked if legal counsel had any additional comments. Mr. Raley stated that legal counsel had nothing to add.

A general discussion ensued. Director Magnuson thanked Mr. Hall and other staff members for their detailed work and effort to develop the resolution. He noted that future Boards would continue to discuss this matter. President Applegate asked if there were any public comments. There was none. Director Magnuson then moved the Board adopt *Resolution D-1328-05-19* as currently written. Director Nettles seconded the motion and it passed unanimously.

NORTHERN COLORADO WATER CONSERVANCY DISTRICT
RESOLUTION
D-1328-05-19

Colorado-Big Thompson Project Repayment Contract
Article 19 – Status of Project Water Supply

WHEREAS, Article 19 of the contract concerning construction of the Colorado-Big Thompson Project between the United States and Northern Water, dated July 5, 1938, (Repayment Contract), provides that all seepage and return flows from the use of C-BT Project water are reserved to Northern Water to be allocated for use within the Northern Water boundaries; and

WHEREAS, C-BT Project water seepage and return flows are an important source of water in the South Platte River basin for Northern Water constituents and taxpayers, particularly in Logan, Morgan, Sedgwick, Washington, and Weld Counties.

NOW, THEREFORE, BE IT RESOLVED, that Northern Water will take appropriate actions to enforce Article 19 consistent with its interpretation of Article 19. The first priority is to ensure that C-BT Return Flows are used within Northern Water boundaries. Northern Water will take additional actions to enforce Article 19 as circumstances require and Northern Water's ability to track and account for C-BT Return Flows evolves.

BE IT FURTHER RESOLVED, that the following definitions apply to the application of the requirements of Article 19:

Board – Northern Colorado Water Conservancy District Board of Directors.

C-BT – Colorado-Big Thompson.

C-BT Project water – All water allocated out of the C-BT Project, including water derived from: Quota Allocations, the Annual Carryover Program, Non-Charge Deliveries, Replacement Water, the Regional Pool Program and any future water allocations instituted by the Board.

C-BT Return Flows – All C-BT Project water, including seepage, returning to the South Platte River or its tributaries as a result of storage, delivery or use of C-BT Project water or C-BT Return Flows.

Native water – Water that originates in the South Platte River Basin that is subject to appropriation under Colorado Water Statutes.

Non-C-BT Project water – Any source of water that is not C-BT Project water, including sources delivered via the C-BT Project facilities such as Windy Gap Project water.

Overplus or Overplus Use – Any C-BT Return Flows allocated by Northern Water for beneficial use within Northern Water that is not a Preferred Use.

Preferred Use – Use of C-BT Return Flows for the irrigation of lands within Northern Water boundaries that were partially supplied with water as of July 5, 1938, and diverted through ditches or reservoirs pursuant to priorities decreed as of that date.

Repayment Contact – Contract Between the United States and the Northern Colorado Water Conservancy District Providing for the Construction of the Colorado-Big Thompson Project, Colorado, dated July 5, 1938.

BE IT FURTHER RESOLVED, that the following principles apply to the application of the requirements of Article 19:

1. The use of C-BT Return Flows outside of Northern Water boundaries is prohibited.

2. C-BT Return Flows shall only be used for uses authorized by Northern Water.

3. Preferred Uses have priority to C-BT Return Flows. C-BT Return Flows may be used for a Preferred Use to the extent necessary to meet the demand up to the decreed amount of the Native water right(s), using existing decreed priorities as the basis for the allocation of available C-BT Return Flows.

4. C-BT Return Flows that are in excess of the amount necessary to meet demand for Preferred Uses may be diverted and used to meet demand for an Overplus Use, up to the decreed amount of the Native water right(s), using existing decreed priorities as the basis for the allocation of available C-BT Return Flows.

5. Northern Water may change the method of allocation of Overplus water in the future.

6. Pursuant to the Repayment Contract, C-BT Return Flows may not be "taken and held as supplying any appropriation or decreed priority." Therefore, a change of water right applicant may not transfer the historical use of C-BT Return Flows to a new use in a change of water right application. C-BT Return Flows shall be excluded from any historical use analysis in a change of water right case.

   To the extent Northern Water quantifies the amount of C-BT Return Flows that are available on a real-time basis at a location or diversion point, a water user diverting for a changed use may take delivery of only that portion of the diversion derived from the Non-C-BT Project water of the South Platte River or tributary.

E. Northern Water Reserve Fund Policy Discussion

President Applegate next requested a discussion of a proposed Northern Water Reserve Fund Policy. Mr. Gibbens referred Directors to a draft, redlined copy of *Resolution D-XXXX-XX-XX, Northern Water Reserve Policy*, and reminded the Board that this matter was last discussed during the May 2, 2019, Board Planning Session. He reviewed the redlined resolution line-by-line with the Board, including specific reserve accounts, target ranges and funding strategies. Mr. Gibbens requested Board authorization for staff to release the draft resolution to the public and for staff to schedule a public comment period on the draft resolution to occur during the June 6, 2019, Board Planning Session. Following a brief discussion and questions, it was the consensus of the Board that staff proceed as outlined by Mr. Gibbens.

F. Fiscal Year 2019 & 2020 Budgets & Appointment of Budget Officers

President Applegate requested a discussion of the Fiscal Year (FY) 2019 and FY 2020 budgets and recommendations for the appointment of budget officers to prepare the revised FY 2019 budget and the FY 2020 proposed budget. Mr. Budde, Financial Services Department Manager, recommended the appointment of Mr. Brad Wind, Mr. Jerry Gibbens, Ms. Mary Krakow, Ms. Karen Rademacher and himself as budget officers for preparation of the FY 2019 revised budget and the FY 2020 proposed budget. Director Williams moved to approve the appointments as recommended by Mr. Budde. Director Trowbridge seconded the motion and it passed unanimously.

G. Legislative Summary

President Applegate next requested a summary of the 2019 Colorado legislative session. Ms. Julie McKenna, Legislative Consultant for Northern Water and the Subdistrict, noted that the Colorado legislature had adjourned its 2019 session. She referred Directors to copies of a *2019*

Northern Water End of Legislative Session Report and discussed the following matters: (1) 30 new legislature members for the 2019 session; (2) control of all three branches of Colorado government in the hands of Democrats; (3) the introduction of many ambitious measures, including full-day kindergarten funding, equal pay, landlord tenant and affordable housing bills, ambitious environmental goals and efforts to address rising health care costs; (4) of all of these ambitious measures, only the oil and gas reform bill moved through the legislative process with little significant changes; (5) approval of $10 million in funding for the Colorado Water Plan (to be funded by sports betting, if passed by Colorado voters); and (6) approval of funding for aquatic nuisance species.

Ms. McKenna highlighted several bills scheduled for discussion over the next several months by the Legislature's Interim Water Committee, including: (1) **HB 19-1218**, *Loaned Water for Instream Flows to Improve the Environment*; and (2) **HB 19-1271**, *Augmentation of Instream Flows.* A brief discussion and questions followed.

Ms. McKenna stated that she had nothing further to report unless Directors had questions. The Board joined President Applegate in thanking Ms. McKenna for her exemplary efforts on behalf of Northern Water and the Subdistrict during the 2019 Colorado legislative session.

V. NISP WATER ACTIVITY ENTERPRISE

A. Financial Matters

(1) April 2019 Treasurer's Report

Mr. Gibbens next directed the Board's attention to the Treasurer's Report and reviewed statements concerning transfers of funds, revenues, receipts, current disbursements, and total cash and reserves as of April 30, 2019. He also discussed cash flows and cash balances. Following questions and discussion, Director Trowbridge moved to accept the Treasurer's Report as submitted. Director McClary seconded the motion and it passed unanimously.

(2) April 2019 Disbursements Report

Director Emslie next referred the Board to the list of disbursements for April 2019. Following questions, Director Emslie moved to approve payment of the April disbursements as submitted. Vice President Rusch seconded the motion and it passed unanimously.

B. Negotiation of Terms for NISP 1041 Permit Process with Larimer County

President Applegate next asked for a discussion of negotiations pertaining to the 1041 Permit process with Larimer County for NISP. Ms. Montaño briefly discussed: (1) an April 24, 2019, meeting between Northern Water staff and legal counsel and Larimer County officials; (2) Northern Water's negotiation of a collaborative memorandum of understanding (MOU) and an intergovernmental agreement (IGA) in lieu of a formal 1041 Permit process with Larimer County for NISP; and (3) additional meetings scheduled with Larimer County. Ms. Montaño deferred additional discussion of this matter to Executive Session following the regular portion of the meeting.

C. Monthly Report

President Applegate next requested a NISP monthly report. Mr. Carl Brouwer, Project Management Department Manager, next reported on the following NISP items, including a review of topics discussed during the May 6, 2019, NISP Participants Committee meeting: (1) consensus of NISP participants and Northern Water staff for a fiscal year (FY) 2020 NISP budget of approximately $10 million, rather than the current proposal for approximately $15 million; (2) consensus of NISP participants to reduce financing from approximately $70 million to approximately $20 million, largely for purchase of the Galeton Reservoir site, the South Platte River forebay site and WaterSecure; (3) an update by Black & Veatch / AECOM on Glade Reservoir design; and (4) a brief recap of the Bellevue Watson Fish Hatchery Diversion Fish Bypass Dedication Ceremony, held May 1, 2019, including a brief video of the dedication ceremony. Vice President Rusch congratulated and thanked staff for their excellent work organizing and co-hosting the dedication ceremony.

VI. SOUTHERN WATER SUPPLY PROJECT WATER ACTIVITY ENTERPRISE

A. Financial Matters

(1) April 2019 Treasurer's Report

Mr. Gibbens next directed the Board's attention to the Treasurer's Report and reviewed statements concerning transfers of funds, revenues, receipts, current disbursements, and total cash and reserves as of April 30, 2019. He also discussed cash flows and cash balances. Following questions and discussion, Director Trowbridge moved to accept the Treasurer's Report as submitted. Director McClary seconded the motion and it passed unanimously.

(2) April 2019 Disbursements Report

Director Emslie next referred the Board to the list of disbursements for April 2019. Following questions, Director Emslie moved to approve payment of the April disbursements as submitted. Vice President Rusch seconded the motion and it passed unanimously.

B. Monthly Report

Ms. Amy Johnson, Capital Improvements Department Manager, next referred Directors to a PowerPoint presentation and reported on: (1) the April 24, 2019, Southern Water Supply Project (SWSP) annual meeting; (2) SWSP water delivery in review; (3) SWSP operation and maintenance activities; (4) SWSP financial report; (5) 5-year capital improvement plan; and (6) an update on the proposed Eastern Pump Station.

Ms. Johnson continued with a brief report on the current status of Southern Water Supply Project (SWSP) II pipeline construction efforts, including: (1) 35,640 linear feet of pipe installed to-date (33 percent of the total linear feet of pipe); and (2) completion of crossings at St. Vrain Creek and the Little Thompson River. A brief discussion followed.

VII. PLEASANT VALLEY PIPELINE PROJECT WATER ACTIVITY ENTERPRISE

A. Financial Matters

(1) April 2019 Treasurer's Report

Mr. Gibbens next directed the Board's attention to the Treasurer's Report and reviewed statements concerning transfers of funds, revenues, receipts, current disbursements, and total cash and reserves as of April 30, 2019. He also discussed cash flows and cash balances. Following questions and discussion, Vice President Rusch moved to accept the Treasurer's Report as submitted. Director Trowbridge seconded the motion and it passed unanimously.

(2) April 2019 Disbursements Report

Director Emslie next referred the Board to the list of disbursements for April 2019. Following questions, Director Emslie moved to approve payment of the April disbursements as submitted. Director Yanchunas seconded the motion and it passed unanimously.

VIII. HYDROPOWER WATER ACTIVITY ENTERPRISE

A. Financial Matters

(1) April 2019 Treasurer's Report

Mr. Gibbens next directed the Board's attention to the Treasurer's Report and reviewed statements concerning transfers of funds, revenues, receipts, current disbursements, and total cash and reserves as of April 30, 2019. He also discussed cash flows and cash balances. Following questions and discussion, Director Trowbridge moved to accept the Treasurer's Report as submitted. Director McClary seconded the motion and it passed unanimously.

(2) April 2019 Disbursements Report

Director Emslie next referred the Board to the list of disbursements for April 2019. Following questions, Director Emslie moved to approve payment of the April disbursements as submitted. Director Williams seconded the motion and it passed unanimously.

B. Hydropower Water Activity Enterprise Update

Mr. Brouwer referred Directors to a PowerPoint presentation and provided Directors with a brief update on the current status of Northern Water's Hydropower Water Activity Enterprise (WAE), including: (1) brief history and background of Northern Water and hydropower; (2) 2013-2018 Trout Hydropower Plant production; (3) 2012-2018 Poudre Valley Rural Electric Association payments for Trout Hydropower production; (4) 2016-2018 Granby Hydropower Plant production; (5) 2016-2018 Mountain Parks Electric payments for Granby Hydropower production; (6) current financial status of Northern Water Hydropower WAE (Trout and Granby); and (7) maintenance at both Trout Hydropower Plant and Granby Hydropower Plant. A brief discussion and questions followed.

IX. INFORMATIONAL ITEMS

A. Director Reports & Discussion Items

Director Yanchunas expressed his appreciation to Director Williams and Director Nettles for their attendance at recent Windy Gap Firming Project and NISP participants' committee meetings.

B. Future Events

President Applegate asked for a discussion of future events. Mr. Wind next briefly reminded Directors of the following future events listed in the meeting agenda:

(1) Board Audit Committee meeting, 8 a.m. June 6, 2019
(2) Conservation Gardens Fair, June 8, 2019
(3) Board Legal and Legislative Committee meeting, 8 a.m. June 13, 2019
(4) Proposed Board Finance and Benefits Committee meeting, June 13, 2019, 3 p.m.
(5) Annual Board Budget Workshop, July 17, 2019, 9 a.m.

X. EXECUTIVE SESSION

President Applegate convened in Executive Session for the following Executive Session topics:

(1) To determine positions relative to matters that may be subject to negotiations, developing strategy for negotiations, and instructing negotiators as authorized by C.R.S. § 24-6-402(4)(e), regarding terms of the 1041 Permit with Larimer County for the Northern Integrated Supply Project (NISP).

(2) To conduct an annual performance review of the General Manager as authorized by C.R.S. § 24-6-402(4)(f).

Following the conclusion of the Executive Session, President Applegate reconvened the Board meeting.

There being no further business to come before the Board, President Applegate adjourned the meeting.

ADDITIONAL STAFF AND GUESTS IN ATTENDANCE MAY 9, 2019

STAFF

Zach Allen	Communications Specialist
Amy Bainbridge	Custodian
Carl Brouwer	Project Management Department Manager
John Budde	Financial Services Department Manager
Jason Dolph	O&M Fieldman I
Jim Hall	Senior Water Resources Project Engineer
Kelly Ippolito	Records Technician
Amy Johnson	Capital Improvements Department Manager
Lena Jones	Water Scheduling Assistant
Liz Larmon	Administrative Support Specialist
Katie Melander	Water Resources Engineer
Christopher Olson	Mechanical Fieldman
Sherri Rasmussen	Contracts Department Manager
Luke Shawcross	Water Resources Department Manager
Greg Silkensen	Communications Department Assistant Manager
Judy Skram	Senior Accountant
Sarah Smith	Water Scheduling Department Assistant Manager
Julie Stoupa	Executive Administrative Assistant
Kris Thompson	Inclusion Specialist
Rosemary Torres	Staff Accountant
Kristyn Unrein	Financial Analyst
Brian Werner	Communications Department Manager

GUESTS

Katie Antoline	Milliman USA
Matt Blake	Ames Construction
Mike Cook	Little Thompson Water District
Mary Gearhart	City of Greeley
Amber Kauffman	Little Thompson Water District
Leif Lesoing	Tri-Districts
Jerry Pena	GEI Consultants
Bob Rice	U.S. Bureau of Reclamation
Dana Schwartz	Olsson Associates
Joel Stewart	Milliman USA
Joe Taddeucci	City of Boulder

PRELIMINARY – SUBJECT TO CHANGE

BOARD OF DIRECTORS,
NORTHERN COLORADO WATER CONSERVANCY DISTRICT AND
NORTHERN WATER MUNICIPAL SUBDISTRICT,
MINUTES OF PLANNING SESSION
HELD AT NORTHERN WATER HEADQUARTERS BOARD ROOM
May 2, 2019

I. PRELIMINARY ITEMS

A. Call to Order & Board Quorum Verification

Board members present were: Northern Colorado Water Conservancy District (Northern Water) President Mike Applegate, Northern Water Vice President John Rusch; Northern Water Municipal Subdistrict (Subdistrict) President Dennis Yanchunas, Subdistrict Vice President Bill Emslie; and Directors Sue Ellen Harrison, Don Magnuson, Rob McClary, Dave Nettles, Dale Trowbridge, and Todd Williams. Directors Bill Fischer and Gene Manuello were absent.

The following staff members were present: General Manager Brad Wind; Administration Division Director Karen Rademacher; Engineering Division Director Jeff Drager; Environmental Services Division Director Esther Vincent; Operations Division Director Jerry Gibbens; and Legal Counsel Bennett Raley and Doug Sinor. See the attached list for additional staff and guests in attendance.

B. Public Comment

Northern Water President Applegate asked for public comment on non-agenda items. Mr. Wind stated that unfortunately he did not have a current update on the status or condition of Director Fischer, who is ill and hospitalized in Aurora. There were no additional public comments.

C. Agenda Modification

Northern Water President Applegate asked if there were any agenda modifications. Mr. Wind noted the following agenda modifications: (1) the removal of existing *Agenda Item II-K, Windy Gap Firming Project Contractor Pre-qualification Update*; and (2) the addition of *Agenda Item III-A, Amendment to Intergovernmental Grant Agreement to Implement the Upper Colorado River Habitat Project.*

D. Executive Session

Northern Water President Applegate next asked for a discussion of a potential Executive Session. Ms. Rademacher discussed the following proposed Executive Session topics:

Northern Water

(a) Receive advice from legal counsel on specific legal questions, as authorized by C.R.S. § 24-6-402(4)(b), and also to discuss negotiations, as authorized by C.R.S. § 24-6-402(4)(e), related to participation agreements for the Northern Integrated Supply Project (NISP) Water Activity Enterprise.

Northern Water President Applegate asked for a motion to convene in Executive Session for the stated reasons. Subdistrict Vice President Emslie moved to convene in Executive Session following the public portion of the meeting for the stated reasons. Northern Water Vice President Rusch seconded the motion and it passed unanimously.

II. DISCUSSION & STUDY ITEMS

A. Finance & Benefits Committee Meeting Recap

Northern Water President Applegate next requested a recap of the Board Finance and Benefits Committee meeting held earlier that morning. Ms. Judy Skram, Senior Accountant, made several brief comments and then introduced Mr. Gordon Tewell, and Mr. Jerry Huggins, Innovest Portfolio Solutions, LLC (Innovest), Northern Water's investment consultant. Mr. Huggins referred the Board to a PowerPoint Presentation and discussed the recent performance of Northern Water's defined benefit employee retirement fund, including: (1) the markets and first quarter 2019 investment returns; (2) market outlook; (3) yield curve and equities; (4) global equity indices; (5) domestic equity sector performance; and (6) fixed income and additional asset classes.

Mr. Tewell continued with the PowerPoint presentation and discussed the manager score card, including reports on specific portfolio funds regarding the following criteria: (1) portfolio manager and staff; (2) performance; and (3) portfolio funds of concern to Innovest. Mr. Tewell reported that during the Committee meeting Innovest recommended terminating Northern Water's investment in the John Hancock Funds Global Absolute Return Strategies Fund (JHAIX), and moving Northern Water's investment in this fund to Litman Gregory Masters Alternative Strategies Institutional Fund (MASFX). Mr. Tewell stated that Innovest's recommendation was based on the recent resignation of the John Hancock Funds Global Absolute Return Strategies Fund's lead portfolio manager, as well as the fund's under-performance.

Ms. Skram noted that it was the consensus of the Committee to recommend that the Northern Water Board direct staff to implement Innovest's recommendation to terminate Northern Water's investment in the John Hancock Funds Global Absolute Return Strategies Fund, and to move Northern Water's investment in this fund to Litman Gregory Masters Alternative Strategies Institutional Fund. Ms. Skram stated that staff would ask Directors take this action during the May 9, 2019, Northern Water Board meeting the next week. A brief discussion followed. Northern Water President Applegate thanked Mr. Huggins and Mr. Tewell for their reports.

B. Allotment Contract Discussion

Northern Water President Applegate next asked for a discussion of Colorado-Big Thompson (C-BT) Project allotment contracts. Ms. Sherri Rasmussen, Contracts Department Manager, referred Directors to a PowerPoint presentation and discussed the current status of the C-BT Project's allotment contracts, which allot 310,000 acre-foot units (AFUs) of C-BT Project water, including: (1) 152,587 AFUs in Class B/Section 131 (municipal) contracts; (2) 122,928 AFUs in Class C (industrial, domestic, irrigation and multi-purpose) contracts; (3) 34,412 AFUs in Class D (agriculture) contracts; (4) 73 AFUs in Northern Water's Inactive Account; (5) 1960-2018 average annual price per AFU; (6) current issues confronting staff pertaining to allotment contracts (no beneficial need for the water, improperly classified allotment contracts, mismatched base water supplies, "grandfathered in" name changes, speculation/investment, ownership discrepancies); and (7) questions for the Board.

Ms. Rasmussen and Mr. Wind asked for Board input regarding the current level of detail presented by staff during monthly Board meetings for proposed allotment contract transfers. Ms. Rasmussen also asked for feedback from Directors regarding staff's current level of "gate-keeping." A general discussion ensued. Several Directors voiced support for the difficult work of the Contracts Department associated with allotment contracts. In terms of the current level of detail presented by staff for proposed allotment contract transfers, Subdistrict President Yanchunas requested additional details when staff members are aware of an issue, problem or unusual circumstances associated with an allotment contract. Director Williams concurred with Subdistrict President Yanchunas. Following additional discussion, Ms. Rasmussen and Mr. Wind thanked Directors for their feedback and input.

C. City of Boulder Open Space & Mountain Parks Field Analysis

Ms. Rasmussen continued with a discussion of three allotment contract applications totaling 479 acre-foot units (AFUs) that will be presented by staff during the May 9, 2019, Northern Water Board meeting:

1. An allotment contract request for corrective action to move 264 AFUs of C-BT water from the City of Boulder Water Utilities (BWU) Division to the City of Boulder Open Space and Mountain Parks (BOSMP) Department for irrigation use on BOSMP lands.

2. Two allotment contract transfer requests pertaining to 60 AFUs of C-BT water acquired as part of BOSMP's purchase of Boulder Valley Farm for irrigation use on the Boulder Valley Farm property.

Ms. Rasmussen noted that this matter was last discussed with Directors during the November 8, 2018, Northern Water Board meeting. She reviewed details of these allotment contract transfer matters, including: (1) history of BOSMP's purchase of Boulder Valley Farm; (2) a request for corrective action to transfer 264 AFUs of C-BT from BWU to BOSMP; and (3) recent completion of a field and water supply analysis for BOSMP properties conducted by Kirk Tellinghuisen, Water Scheduler for Northern Water, with assistance from BOSMP staff.

Ms. Rasmussen next reported the results of a field and water supply analysis for BOSMP properties located within Northern Water boundaries: (1) BOSMP has 3,709.6 irrigated acres and a total water supply of 8,033.6 acre-feet; (2) based on these findings, BOSMP has 2.17 acre-feet per irrigated acre, well below the 3 acre-foot per acre limit; and (3) BOSMP will be able to utilize its C-BT water on any of its irrigated properties, which is how Boulder County Open Space utilizes its C-BT water. Ms. Rasmussen concluded that Northern Water staff recommend the Northern Water Board approve all three allotment contract transfers. She noted that staff from both BWU and BOSMP were in attendance if Directors had any questions.

Northern Water President Applegate asked if there was any public comment. Mr. Joe Taddeucci, City of Boulder Water Resources Manager, thanked the Board for its consideration of the three allotment contract applications, and he thanked Ms. Rasmussen and Mr. Tellinghuisen for their excellent assistance with this matter. A brief question and answer period followed between Directors and staff from BWU and BOSMP. Northern Water President Applegate thanked Ms. Rasmussen for her presentation, as well as BWU and BOSMP staff for their attendance at the meeting.

D. Financial Audit Firm Search

Northern Water President Applegate next requested an update on the status of Northern Water staff's search for a new financial audit firm. Ms. Skram noted that Northern Water's previous auditor, CliftonLarsonAllen, LLP (CLA), had done a fine job of providing auditing services to Northern Water and the Subdistrict for many years. However, due to industry best practices, it was time to rotate to a new auditor for the fiscal year 2019 audit. Ms. Skram stated that the Board Audit Committee would be meeting at 8 a.m. on June 6, 2019, to launch the audit firm search. A brief discussion and questions followed.

E. Fiscal Year 2020 Budget

Northern Water President Applegate next asked for a discussion of the fiscal year (FY) 2019 budget process. Mr. John Budde, Financial Services Department Manager, referred Directors to a PowerPoint presentation and briefly discussed: (1) budget instructions to department managers, including use of department initiatives in the FY 2020 budget process; (2) recently-completed reviews of department budgets by senior management; (3) pending appointment of FY 2020 budget officers during the May 9, 2019, Board meeting; (4) a July 17, 2019, Board Finance Committee and Board Budget Workshop on the proposed FY 2020 budgets for Northern Water, the Subdistrict and all of the Water Activity Enterprises (WAEs); and (5) the annual public budget hearing, scheduled to take place during the Board's August 1, 2019, Board Planning Session. A brief discussion followed.

F. Regional Pool Program Discussion

Northern Water President Applegate next requested a discussion of Northern Water's Regional Pool Program (RPP), last discussed during the April 4, 2019, Board Planning Session. Mr. Luke Shawcross, Water Resources Department Manager, referred Directors to a PowerPoint presentation and briefly reviewed: (1) a summary of the 2018 RPP; (2) 2006-2019 C-BT Project

active storage as of November 15 each year; (3) November 15, 2018, C-BT Project reserves totaling 259,468 acre-feet, meeting the 200,000 acre-foot threshold for RPP activation; (4) May 1, 2019, C-BT Project storage and status report; (5) average to above-average Upper Colorado River Basin and South Platte River Basin snowpack readings; (6) near- and long-term temperature and precipitation forecasts; (7) March 2019 precipitation and cumulative year-to-date Northern Water mean areal precipitation; (8) October 30, 2018, and April 23, 2019, U.S. Drought Monitor map for Colorado; (9) feedback from RPP contributors; (9) points for and against an RPP allocation; and (10) staff's recommendation that the Board allocate 12,500 acre-feet from the RPP (out of a current balance of approximately 23,800 acre-feet in the RPP), with a minimum bid price of $26.70 and a bid opening to occur five business days after any Board allocation from the RPP. Following a discussion and questions, Mr. Wind stated that this topic would be on the May 9, 2019, Board meeting agenda for further discussion and potential action by the Board.

G. Article 19 of 1938 C-BT Project Repayment Contract Draft Resolution

Northern Water President Applegate next asked for a discussion of Article 19 of the 1938 C-BT Project Repayment Contract. Mr. Jim Hall, Project Manager & Senior Water Resources Engineer, referred Directors to draft copies of *Resolution D-XXXX-05-19, C-BT Project Repayment Contract Article 19, Repayment Contract Article 19 – Status of Project Water Supply*, as well as a PowerPoint presentation. He stated that staff recommended Board adoption of the resolution during the May 9, 2019, Board meeting. Mr. Hall recognized the contributions of Mr. Raley and former Northern Water General Manager Eric Wilkinson in developing the resolution. Following a brief discussion Northern Water President Applegate asked if there were any public comments. There were none.

H. Northern Water Reserve Fund Policy Discussion

Northern Water President Applegate next requested a discussion of a proposed Northern Water Reserve Fund Policy (RFP). Mr. Gibbens referred Directors to a draft copy of *Resolution D-XXXX-XX-XX, Northern Water Reserve Policy*. He then reviewed the resolution and draft reserve policy line-by-line with the Board, including specific reserve accounts, target ranges and funding strategies. A general discussion and questions followed.

I. Colorado River Connectivity Channel Contractual Rights & Real Property Interests

Northern Water President Applegate next asked for a discussion of the acquisition or termination of contractual rights or contractual rights and real property interest, as related to the Colorado River Connectivity Channel (CRCC). Mr. Raley reported that the Subdistrict had agreed to one day of non-binding mediation with the Schmuck Children's Trust regarding the acquisition or termination of contractual rights or contractual rights and real property interest, as related to the CRCC.

J. Water Efficiency Program Update

Northern Water President Applegate next requested an update on Northern Water's Water Efficiency Program. Mr. Frank Kinder, Water Efficiency Program Manager, referred Directors to a PowerPoint presentation and discussed the Water Efficiency Program, including: (1) timeline (January 2017 to present); (2) identified priorities; (3) technical support; (4) concept for a Water Efficiency Grant Program (WEGP); (5) rollout and launch of the WEGP at the November 15, 2018, Fall Water Users meeting; (6) current status of the WEGP (applications, decision criteria, response and acceptance of 13 applications); (7) summaries of the 13 accepted applicants; (8) 2018-2019 grants and consultations; (9) case studies and a closer look at several of the grant applications; (10) a brief history of Northern Water's water conservation and water efficiency efforts to-date; (11) water efficiency expansion and motivations; (12) regional studies and regional cooperation; (13) education, outreach and messaging; (14) existing training and certifications offered by Northern Water; (15) target audiences for training (green industry); (16) enhancements; (17) June 8, 2019, Conservation Fair; (18) partnerships; (19) audits (demand-supply management); (20) conservation campus; (21) residential and non-residential consultations; (22) demonstration garden (and Garden in a Box) concept; and (23) available water efficiency tools. Several brief questions and a discussion followed. Northern Water President Applegate thanked Mr. Kinder for a very comprehensive and thoughtful presentation.

K. Northern Integrated Supply Project Participants Special Meeting

Northern Water President Applegate next asked for a discussion of a NISP participants special meeting. Mr. Wind deferred discussion of this matter to Executive Session following the regular portion of the meeting.

III. PREVIEW OF MAY 9, 2019, SUBDISTRICT BOARD AGENDA TOPICS

A. Amendment to IGA Grant Agreement for Upper Colorado River Habitat Project

Northern Water President Applegate next requested a discussion of a proposed *Amendment to Intergovernmental (IGA) Grant Agreement to Implement Upper Colorado River Habitat Project.* Mr. Drager referred Directors to draft copies of the amendment and explained that the proposed amendment is tied to the Windy Gap Firming Project (WGFP) mitigation for stream restoration and riparian habitat improvements on the Upper Colorado River below Windy Gap Dam. He noted that this effort is also related to the Natural Resources Conservation Service (NRCS) grant to help fund the Colorado River Connectivity Channel (CRCC) around Windy Gap Reservoir. Colorado Parks and Wildlife (CPW) officials would like to move forward with the stream restoration work, and under this proposed amendment the Subdistrict has agreed to provide $200,000 in funding for design of the stream restoration effort. Mr. Drager noted that WGFP participants had agreed with this proposed amendment to fund stream restoration design, but the participants were unlikely to approve or fund the actual construction of any stream restoration efforts until conclusion of the ongoing WGFP federal litigation. Following a discussion and questions, Mr. Drager asked Directors to review the proposed amendment prior to the May 9, 2019, Board meeting, when Subdistrict Directors would be asked to consider approving the amendment.

IV. PREVIEW OF MAY 9, 2019, NORTHERN WATER BOARD AGENDA TOPICS

A. Agreement with RRC for Upper Colorado Wild & Scenic Stakeholder Group

Northern Water President Applegate next asked for a discussion of a proposed *Consulting Services Agreement by and between Northern Water, on behalf of the Upper Colorado River Wild & Scenic Stakeholder's Group (Stakeholder's Group), and RRC Associates (RRC),* for research to further advance the pilot effort to establish baseline numbers and provide data archiving to help guide future policy decisions. Mr. Kyle Whitaker, Senior Water Resources Engineer & Colorado River Program Manager, referred Directors to an agreement summary and briefly reviewed: (1) scope; (2) activities; and (3) a not-to-exceed amount of $67,400. He noted that this was an annual, pass-through agreement, with Northern Water acting as the fiscal agent for the Stakeholder's Group. Following a brief discussion, Mr. Whitaker stated that this agreement would be on the May 9, 2019, Board meeting agenda, when staff would ask Northern Water Directors to take action on the agreement.

B. 2019 Big Thompson Conservation District Wildfire Mitigation Partnership

Northern Water President Applegate next requested a discussion of a proposed *2019 Big Thompson Conservation District Pole Hill Wildfire Mitigation Partnership*. Mr. Keith Stagg, Natural Resources Specialist, referred Directors to an agreement summary and PowerPoint presentation and reviewed details of the proposed wildfire mitigation partnership, including: (1) nine landowners; (2) 246 total acres in the vicinity of Pole Hill and Pinewood Reservoir; (3) a total cost of $775,000 (including an $80,000 contribution from Northern Water); and (4) the remaining funding and contributions coming from the Natural Resources Conservation Service, the Colorado State Forest Service and Peaks to People. Following a brief discussion, Mr. Stagg stated that this partnership would be on the May 9, 2019, Board meeting agenda, when staff would ask Northern Water Directors to take action on the partnership.

V. INFORMATIONAL ITEMS

A. Board of Directors Roundtable

Director Harrison stated that she would unfortunately not be able to attend the June 6, 2019, Board Planning Session due to her planned attendance at the 40th Annual Getches-Wilkinson Center Summer Conference at the University of Colorado Law Center.

Northern Water Vice President Rusch congratulated staff on the successful Bellvue Watson Fish Hatchery Diversion Fish Bypass Dedication Ceremony held May 1, 2019.

B. Future Events

Northern Water President Applegate asked for a discussion of future events.

Mr. Wind next reminded Directors of the following future events listed in the meeting agenda:

(1) Board Finance and Benefits Committee meeting, May 9, 2019, 8 a.m.
(2) Conservation Gardens Fair, June 8, 2019, Northern Water headquarters
(3) Building B Open House, July 11, 2019
(4) Board Legal and Legislative Committee meeting, June 13, 2019, 8 a.m.
(5) Board Finance Committee and Budget Workshop, July 17, 2019, 9 a.m.

VI. EXECUTIVE SESSION

Northern Water President Applegate convened in Executive Session for the following purposes:

Northern Water

(a) Receive advice from legal counsel on specific legal questions, as authorized by C.R.S. § 24-6-402(4)(b), and also to discuss negotiations, as authorized by C.R.S. § 24-6-402(4)(e), related to participation agreements for the Northern Integrated Supply Project (NISP) Water Activity Enterprise.

Following the conclusion of the Executive Session, Northern Water President Applegate reconvened the Board Planning Session.

There being no further business to come before the Boards, Northern Water President Applegate adjourned the meeting.

ADDITIONAL STAFF AND GUESTS IN ATTENDANCE MAY 2, 2019

STAFF

Carl Brouwer	Project Management Department Manager
John Budde	Financial Services Department Manager
Doris Farnham	Senior Systems Administrator
Frank Kinder	Water Efficiency Program Manager
Jim Hall	Project Manager & Senior Water Resources Engineer
Liz Larmon	Administrative Support Specialist
Sherri Rasmussen	Contracts Department Manager
Judy Skram	Senior Accountant
Luke Shawcross	Water Resources Department Manager
Greg Silkensen	Communications Department Assistant Manager
Keith Stagg	Natural Resources Specialist
Kyle Whitaker	Senior Water Resources Engineer & Colorado River Program Manager

GUESTS

Joshua Baile	CDM Smith
Bethany Collins	City of Boulder
Mike Cook	Little Thompson Water District
Jerry Huggins	Innovest Portfolio Solutions
Kim Hutton	City of Boulder
Ruth Quade	City of Greeley
Joe Taddeucci	City of Boulder
Gordon Tewell	Innovest Portfolio Solutions
Amy Willhite	City of Boulder

PRELIMINARY – SUBJECT TO CHANGE

NORTHERN COLORADO WATER CONSERVANCY DISTRICT &
NORTHERN WATER MUNICIPAL SUBDISTRICT
MINUTES OF
BOARD FINANCE & BENEFITS COMMITTEE MEETING
HELD AT NORTHERN WATER HEADQUARTERS
May 2, 2019

I. CALL TO ORDER

Finance and Benefits Committee Chairman Dennis Yanchunas called the Northern Colorado Water Conservancy District (Northern Water) and Northern Water Municipal Subdistrict (Subdistrict) Board Finance and Benefits Committee meeting to order at 8 a.m. Present were Northern Water President Mike Applegate, Subdistrict President Dennis Yanchunas, Subdistrict Vice President Bill Emslie, and Directors Rob McClary, Dale Trowbridge and Todd Williams.

Staff members present were General Manager Brad Wind; Administration Division Director Karen Rademacher; Operations Division Director Jerry Gibbens; Financial Services Department Manager John Budde, Senior Accountant Judy Skram, Assistant Communications Manager Greg Silkensen, and Legal Counsel Doug Sinor. Mr. Gordon Tewell and Mr. Jerry Huggins, representing Innovest Portfolio Solutions (Innovest), were also present.

II. DISCUSSION ITEMS

Chairman Yanchunas welcomed everyone to the meeting. Ms. Skram introduced Mr. Gordon Tewell and Mr. Jerry Huggins, of Innovest, Northern Water's investment consultant.

A. Defined Benefit Plan Performance, Economic Highlights & Asset Allocation

Chairman Yanchunas asked for a review of the recent investment performance of the defined benefit retirement plan and economic highlights. Mr. Huggins referred the Committee to a PowerPoint presentation and discussed: (1) portfolio construction looking forward (asset allocation, focusing on past returns, opportunities, forecasts); (2) asset allocation as the driver of investment returns; (3) 2008-2018 periodic table of returns; (3) Innovest's long-term outlook for the economy and capital markets; (4) Innovest's capital market process (global economics, asset class fundamentals, projections and allocation studies); (5) long-term return projections and expected returns (5-10 year period); and (6) defined benefit retirement plan asset allocation study.

Mr. Huggins stated that Innovest did not recommend making any changes to the plan at this time. Following a brief discussion and questions, it was the consensus of the Committee to recommend the Northern Water Board make no changes to the defined benefit retirement plan investment portfolio at this time.

Mr. Tewell continued with a PowerPoint presentation and reviewed: (1) first quarter 2019 investment returns; (2) the markets (outlook, national deficit, yield curve and equities); (3) manager's score card; and (4) table of returns as of March 31, 2019.

B. Defined Benefit Plan Recommended Investment Fund Change

Mr. Tewell next reviewed details of a recommendation by Innovest to terminate Northern Water's investment in the John Hancock Funds Global Absolute Return Strategies Fund (JHAIX) and move Northern Water's investment in this fund to Litman Gregory Masters Alternative Strategies Fund (MASFX). He stated that Innovest's recommendation was based on the recent resignation of the John Hancock Funds Global Absolute Return Strategies Fund's lead portfolio manager, as well as the fund's under-performance. Following a general discussion and questions, it was the consensus of the Committee to recommend that the Northern Water Board direct staff to implement Innovest's recommendation to terminate Northern Water's investment in the John Hancock Funds Global Absolute Return Strategies Fund, and to move Northern Water's investment in this fund to Litman Gregory Masters Alternative Strategies Institutional Fund, as recommended by Innovest.

There being no further business to come before the Committee, Chairman Yanchunas adjourned the meeting.

PRELIMINARY – SUBJECT TO CHANGE

NORTHERN COLORADO WATER CONSERVANCY DISTRICT &
NORTHERN WATER MUNICIPAL SUBDISTRICT
MINUTES OF
BOARD FINANCE & BENEFITS COMMITTEE MEETING
HELD AT NORTHERN WATER HEADQUARTERS
May 9, 2019

I. CALL TO ORDER

Finance and Benefits Committee Chairman Dennis Yanchunas called the Northern Colorado Water Conservancy District (Northern Water) and Northern Water Municipal Subdistrict (Subdistrict) Board Finance and Benefits Committee meeting to order at 8 a.m. Present were Northern Water President Mike Applegate, Northern Water Vice President John Rusch, Subdistrict President Dennis Yanchunas, Subdistrict Vice President Bill Emslie, and Directors Rob McClary, Dale Trowbridge and Todd Williams.

Staff members present were General Manager Brad Wind, Administration Division Director Karen Rademacher, Environmental Services Division Director Esther Vincent, Operations Division Director Jerry Gibbens, Human Resources Department Manager Linda Bennett, Senior Accountant Judy Skram, Assistant Communications Manager Greg Silkensen, and Legal Counsel Peggy Montaño. Ms. Katie Antoline and Mr. Joel Stewart, representing Milliman USA (Milliman), actuarial consultant for Northern Water, were also present.

II. DISCUSSION ITEMS

Chairman Yanchunas welcomed everyone to the meeting. Ms. Skram introduced Ms. Antoline and Mr. Stewart.

A. January 1, 2019, Actuarial Report, Assumptions & Recommended Changes

Ms. Antoline referred the Committee to a PowerPoint presentation and reviewed Northern Water's *Group Pension Plan for Employees of Northern Colorado Water Conservancy District, January 1, 2019, Actuarial Valuation*, including; (1) purpose of a valuation; (2) elements of a valuation; (3) data summary; (4) review of key assumptions; (5) plan provisions and assets; (6) development of projected benefit payments; and (7) development of liabilities utilizing 2018 assumptions.

Mr. Stewart continued with a PowerPoint presentation and discussed: (1) summary of key results utilizing 2018 assumptions; (2) effect of actual returns on plan funding; (3) 2019-2049 projection of plan solvency; (4) mortality assumption; and (5) impact of mortality tables

Mr. Stewart next reviewed: (1) the current assumed long-term lump sum investment interest rate return of 6 percent, and a potential reduction in this rate to 5.75 percent; (2) Milliman's comfort with the current rate of 6 percent, but that the Board could decide to take a more conservative approach and reduce the rate to 5.75 percent; and (3) Milliman's recommendation that the Board adopt new mortality tables.

Following a brief discussion, it was the consensus of the Committee to recommend the Northern Water Board: (1) reduce the assumed long-term lump sum investment interest rate return from 6 percent to 5.75 percent (with the long-term goal of incrementally reducing the assumed interest rate return and moving toward less volatile investments as the defined benefit retirement plan matures); and (2) that the Board adopt new mortality tables as recommended by Milliman.

Additional brief discussion ensued regarding a proposed contribution to the defined benefit retirement plan for the fiscal year 2020 budget. Finally, Ms. Skram briefly updated the Board regarding the most recent meetings of the Administrative Committee of the Group Pension Plan for Northern Water Employees.

There being no further business to come before the Committee, Chairman Yanchunas adjourned the meeting.

Northern Water Municipal Subdistrict

Contract Summary Form

Name of Project	Fiber Connectivity Project
Project Description	The installation of fiber optic cable and all associated equipment required to complete this turnkey project that is designed to provide fiber connectivity between Northern Water's Headquarters and Northern Water's Carter Lake Outlet Structures.
Entity or Enterprise	Northern Water - Fund 10
Agreement Number	TBD
Starting Date	6/13/2019
New or Amended	New contract
Final Completion Date	9/30/2019
Contract Expiration Date	10/25/2019
NW Project Manager	Jim Nguyen
Legal Approval by	pending
Legal Approval Date	pending
Vendor Name	Lightworks Fiber
Vendor Key Contact	Teresa Neal
Vendor Address	PO Box 193 Hotchkiss CO 81419
Vendor Phone	970-234-5049 or 970-872-1500
Vendor Email	tneal@lightworksfiber.com
Procurement Type	Request for Proposals
Contract Amount	$ 671,450
Insurance Requirements as per contract	Standard
Bond Requirements	100% Performance, Material and Labor Bonds Required and included in contract price
Other risks	N/A

PROVIDE FIBER CONNECTIVITY BETWEEN NORTHERN WATER'S HEADQUARTERS AND NORTHERN WATER'S CARTER LAKE OUTLET STRUCTURES

Project Summary:

The intent of this project is to provide fiber connectivity between Northern Water's Headquarters and its Carter Lake outlet structures. Northern Water's current fiber originates from 220 Water Avenue and ends at the southeast corner of Bunyan Avenue and Berthoud Parkway shown in Figure 1. Carter Lake outlet structure's current fiber is shown in Figure 2. This fiber project will connect these two facilities as show in Figure 3.

Figure 1. (Existing Headquarter fiber represented by blue dots)

Figure 2. (Existing Carter Lake Fiber shown in red from top of dam to Master Meter Vault)

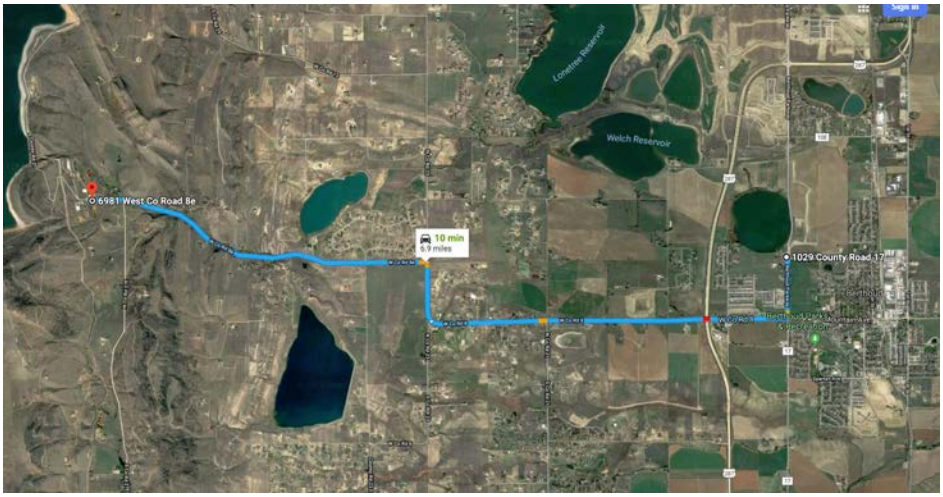


Figure 3. (Proposed fiber project to connect Northern Water facilities)

Scope of Work

1. This is a turnkey solution. All necessary materials, labor, fees and permits will be provided by the Contractor.
2. Contractor shall install at a minimum one, 2 inch, 3-way MicroDuct HDPE similar to Duraline Futurepath HDPE MicroDuct.
3. Contractor shall install trace wire along the run of the conduit.

4. Contractor shall install 48-strand, single-mode fiber.
5. Fiber and conduit shall be at a minimum of 36 inches below finished grade.
6. Contractor shall install 24” x 36” x 24” handholes every 1000 feet along the run,

and at any point where bends equals or exceeds 90 degrees.

7. Contractor shall be required to obtain all required permits.
8. Unless otherwise specified, the path of the cable will be at the discretion of the Contractor.
9. Contractor shall submit shop drawings, samples and operations and

maintenance manuals within fourteen (14) days of the receipt of the contract documents. Northern Water will review all shop drawings within fourteen (14) days.

10. Contractor shall install fiber patch panels and terminate all fiber using ST connectors at the Carter Lake ends (Master Meter Vault, Figure 2).

Contractor Requirements

1. The contractor company (not just the individual doing the work) must be a Corning Certified Fiber Installer in the State of Colorado.
2. At least one technician working on this project shall be BICSI (Building Industry Consulting Service International) and Corning certified.
3. Contractor must comply with Corning’s 25-year labor, materials, and application assurance warranty. The contractor bonds are not associated with this 25-year Corning assurance warranty.

Fiber Optic Cable, Conduit and Handholes

1. The fiber optic cable shall be Corning gel-free, all-dielectric cables with Binderless, FastAccess, 48-strands, single-mode fiber (096EU4-T4701D20).
2. All cabled optical fibers > 1000 meters in length shall be 100 percent attenuation tested. The attenuation of each fiber shall be provided with each cable reel.
3. The cable manufacturer shall be TL 9000 registered.
4. Do not exceed the recommended pulling tension.
5. Do not exceed the recommended minimum bend radius.
6. Do not exceed maximum vault distance recommendations. At no time should vaults be greater than 1250 feet in distance from another.
7. All fiber optic cable installation work shall be done in accordance with the manufacturer's recommendations. The NECA/FOA 301 “Standard for Installing and

Testing Fiber Optic Cable" and ITU-T 2009 manual shall be used as reference. If there is a discrepancy between the guide and the manufacturer's recommendation, the Contractor shall follow the manufacturer's recommendation.

8. It is very important to avoid damaging the fiber optic cable and the associated fittings in any way. It shall be the Contractor's responsibility to protect the cable and fittings against damage. If the cable and associated materials are damaged due to Contractor's mishandling, negligence, or faulty equipment, the Contractor shall replace the damaged sections, including furnishing of necessary materials, in a manner satisfactory to Northern Water and at no additional cost to the Northern Water.
9. Fiber conduit shall be a 2-inch, 3-way multi-path, HDPE. Acceptable manufacturers are Dura-line or equal.
10. Handholes shall be Tier 22 with two-piece cover.
11. All fiber, handholes and conduit shall be from new stocks.

Test Documentation to be Provided

1. After completing the tests, submit five (5) hard copies of the test results to Northern Water documenting the following test parameters:
2. Summarize the results of both the OTDR and optical source/power meter tests in spreadsheet/tabular format adhering to the following requirements:
    1. List fiber optic segment name including route, start point, and end point.
    2. List direction of test as NB, SB, EB, or WB.
    3. List total fiber optic cable length for each fiber as documented in the OTDR test.
    4. List attenuation in dB of gain or loss for each fiber optic event in the OTDR test.
    5. List fiber optic loss event descriptions and locations including splices, miscellaneous events, and terminations.
    6. List the attenuation across the cable in dB/mile for each fiber tested.
    7. List the total segment loss for each fiber as determined by the optical source/power meter test.
    8. Provide bi-directional data including event distances, event descriptions, and attenuation losses for each fiber corresponding to a common start point.
    9. Provide bi-directional data on separate lines, side-by-side within the same sheet.
    10. Provide 1310 nm and 1550 nm test results on separate sheets in identical formats.

11. Provide copies of the fiber cable traces taken during the OTDR test to the Northern Water for review. Provide electronic files in a universal file format or with software to view the files.

Deliverables

1. Contractor will provide as-built map of the conduit/fiber pathway and all pull box locations in AutoCAD or ESRI format.
2. Fiber optic cable must be tested for throughput and results provided to Northern Water before final payment is made.

Warranty

In addition to the Corning's 25-year parts and labor, the Contractor warrants and guarantees to Northern Water that all work, equipment and materials furnished under the Agreement are free from defects in workmanship and materials for a period of two years after final acceptance by Northern Water. The Contractor further warrants and guarantees that the plans and specifications incorporated herein are free of fault and defect sufficient for Contractor to warrant the finished product after completion date. Should the Contractor fail to proceed promptly in accordance with this guarantee, Northern Water may have such work performed at the expense of the Contractor. This section does not relieve the Contractor from liability for defects that become known after two years.

Northern Water Municipal Subdistrict

Contract Summary Form

Name of Project	NISP 401 Certification Application Preparation
Project Description	Preparation of application for 401 Certification that will be submitted to WQCD, advice re: water quality issues and regulatory practices related to the application, and advice regarding development of and negotiations with the Division for conditions required for certification.
Entity or Enterprise	Northern Integrated Supply Project Water Activity Enterprise - Fund 40
Agreement Number	2199-0-AGRE
Starting Date	6/1/2019
New or Amended	Amendment to existing contract
Final Completion Date	9/30/2019
Contract Expiration Date	9/30/2019
NW Project Manager	Curtis Hartenstine
Legal Approval by	Michael Kopp
Legal Approval Date	5/24/2019
Vendor Name	Jim Saunders
Vendor Key Contact	Jim Saunders
Vendor Address	2840 5th Street, Boulder, CO 80304
Vendor Phone	Phone number for Key Contact.
Vendor Email	j.f.saunders3@gmail.com
Procurement Type	Negotiated Purchase
Contract Amount	$ 85,000 + $28,350 (Amendment No. 4), for a total of $113,350
Insurance Requirements as per contract	Standard insurance requirements
Bond Requirements	n/a
Other risks	n/a

EXHIBIT C

NISP 401 Certification
Amended Scope of Work for Jim Saunders
24 May 2019

The following Scope of Work (SOW) has been prepared in support of Amendment 4 to Consulting Services Agreement 2199-0-AGRE. The agreement covers my participation in the preparation of the application for 401 Certification that will be submitted to the Water Quality Control Division (WQCD), advice concerning water quality issues and regulatory practices related to the application, and advice regarding development of, and negotiations with the Division for, conditions required for certification. Revisions to the contract amount have become necessary due to ongoing support required by Northern for preparation of the 401 Certification. In addition, the time line for completion has been extended to September 30, 2019. A brief description of the tasks and associated effort is given below.

SOW

1) Additional meetings – 7 internal meetings and 6 meetings with WQCD to include preparation, travel, attendance, and follow-up. **Subtotal: 90h**
2) Additional communications with Hydros to clarify technical issues. **Subtotal: 10h**
3) Continuing technical support for development of conditions. **Subtotal: 125h**
4) Review of, and review of, and response to, comments received during the public comment period for the 401 Application. **Subtotal: 20h**
5) Review and evaluation of stream restoration assessment models, especially the Wyoming Stream Quantification Tool. The effort will culminate in a review of comments, to be prepared by NW staff, on the newly released Colorado version of that model. **Subtotal 25h**

Total Effort and Cost

The estimated effort for all tasks described above is 270h. At my rate of $105/h, the total cost would be $28,350.

Northern Water Municipal Subdistrict

Contract Summary Form

Name of Project	Provide Additional Executive Coaching
Project Description	2 coaching sessions for each Senior Manager, coaching for two employees, attend Semi-Annual Mgmt Meeting, and one Stewardship Meeting
Entity or Enterprise	Northern Water - Fund 10
Agreement Number	2904-0-AGRE
Starting Date	7/01/2019
New or Amended	Amendment to existing contract
Final Completion Date	9/30/2019
Contract Expiration Date	9/30/2019
NW Project Manager	Esther Vincent
Legal Approval by	Not Applicable for Amendments
Legal Approval Date	Not Applicable for Amendments
Vendor Name	MORF Consulting, LLC
Vendor Key Contact	Cheryl Benedict
Vendor Address	6748 Berry Bush Lane, Evergreen, CO 80439
Vendor Phone	(303) 670-0484
Vendor Email	cbenedict@morfconsulting.com
Procurement Type	Other as described
Contract Amount	$41,000.00, Amendment No. 1 $22,200.00, TOTAL $63,200.00
Insurance Requirements as per contract	Standard Insurance requirements
Bond Requirements	Not Applicable.
Other risks	Not Applicable.

Date: May 28, 2019

To: Esther Vincent, P.E.
Director of Environmental Services
Northern Water
220 Water Ave
Berthoud, CO 80513

Re: Scope of Work for MORF Consulting and Northern Water - revised

Dear Esther,

Thank you for asking MORF Consulting to amend our 2904-0-AGRE agreement to extend through the end of your fiscal year (September 30, 2019) and to add additional scope. You are proposing we:

- Continue with 2 additional coaching sessions for each Senior Manager, namely Brad, Karen, Esther, Jerry and Jeff, occurring in July and September.
- Continue monthly coaching for two employees, namely Sherri and Amy.
- Attend July 12 Semi-Annual Management Retreat for two-hour discussion (location is Broomfield)
- If not already in place, to include the cost to extend MORF's general liability insurance coverage through September 30
- Attend one Stewardship Team meeting on a topic to be determined on one of the following dates: Jun 28, Jul 26, Aug 23, Sep 27

Stewardship Team Meeting- date and topic to be determined

We understand you would like Cheryl to facilitate a Stewardship Team meeting, topic to be determined. Cheryl will work with Esther and Karen on the agenda and content covered prior to the meeting. Fee: $2500

Semi-Annual Management Retreat- July 12, 2019

We understand you would like Cheryl to design and facilitate a two-hour discussion at the semi-annual retreat, held in Broomfield. She will work with Esther and Karen to create an agenda that will be the best fit for where the executive team would like to focus, at that time. Fee: $3500

Executive Coaching – July – September 2019

Study after study confirms that long-term, professional executive coaching is the best way to create sustainable leadership growth, especially in times of change and transition. It assists a senior leader in discovering, developing, and further utilizing his/her highest potential. Coaching is "a collaborative relationship" focused on equipping executive leaders to more fully develop themselves as leaders and to facilitate a shift in their knowledge and behavior. Executive Coaching is:

- Distinctively designed to help you lead Northern Water as a 'First Team'
- Specifically tailored to help you execute workplace strategies and shared vision
- Support to deal effectively with change and transition
- Focused on your individual succession planning and strategic implementation
- Explicitly built around your leadership experiences and challenges
- Designed to keep you on track with your strategic goals and vision to grow the company
- Customized, holding the Northern Water way as the foundation and focus

Cheryl will facilitate/coordinate two highly interactive, confidential in-person coaching sessions for the 5 senior leaders at Northern Water in July and September. The purpose is to give deeper insight into yourself, both professionally and personally, as well as a 'trusted advisor' perspective into real time challenges and situations as they show up in the workplace. Fee for two full in-person days of coaching at Northern Water for the five leaders: $4375 or $8750 total for the 5 leaders.

For the two employees that you are requesting continued monthly coaching, the fee for the three coaching sessions (July, August, September) is $1650 a month or $4950 total.

The total for the amendment to our 2904-0-AGRE agreement is $19,700.

Cheryl brings a unique perspective to executive coaching and leadership consulting with a B.A. in Communications, B.S. in Psychology and Master Certificate in Executive Coaching and Organizational Development. For the past 15 years, she has focused almost exclusively on supporting leaders of engineering and water organizations.

MORF Consulting will invoice the week the work is completed for the sessions provided. Executive coaching invoices will be sent monthly (as services are provided), beginning in July 2019 through September 2019.

Our sincere thanks for the opportunity to work with you and Northern Water.

Cheryl Benedict
Partner, MORF Consulting
6748 Berry Bush Lane
Evergreen, CO 80439
cbenedict@morfconsulting.com
Cell: (816) 941-2505

Northern Water

Municipal Subdistrict

Contract Summary Form

Name of Project	Eastern Pump Station Prepayment Agreement with Fort Morgan
Project Description	We have some minor construction phase work we plan on doing this Fall 2019 and Fort Morgan has agreed to pay some of their construction funds early to facilitate this early construction phase work (shop drawing review and partial award to Contractor). All other participants will be paying January 2020 (along with Fort Morgan paying the rest of their portion of the work).
Entity or Enterprise	Southern Water Supply Project Water Activity Enterprise - Fund 20
Agreement Number	TBD
Starting Date	6/20/2019
New or Amended	New contract
Final Completion Date	12/31/2019
Contract Expiration Date	12/31/2019
NW Project Manager	Stephanie Cecil
Legal Approval by	Michael Kopp – Trout Raley
Legal Approval Date	5/23/2019
Vendor Name	City of Fort Morgan
Vendor Key Contact	Brent Nation
Vendor Address	710 E Railroad Avenue, Fort Morgan, CO 80701
Vendor Phone	970-370-6558
Vendor Email	brent.nation@cityoffortmorgan.com
Procurement Type	Other as described
Contract Amount	$ 500,000
Insurance Requirements as per contract	None
Bond Requirements	None
Other risks	See project description.

AGREEMENT BETWEEN THE NORTHERN COLORADO WATER CONSERVANCY DISTRICT, ACTING BY AND THROUGH ITS SOUTHERN WATER SUPPLY PROJECT WATER ACTIVITY ENTERPRISE, AND THE CITY OF FORT MORGAN REGARDING FUNDING FOR THE EASTERN PUMP STATION

This agreement ("Agreement") is entered into this ____ day of _____, 2019, by and between the Southern Water Supply Pipeline Water Activity Enterprise, a government-owned business within the meaning of Article X, § 20(2)(d) of the Colorado Constitution, organized pursuant to C.R.S. § 37-45.1-101 et seq. and owned by the Northern Colorado Water Conservancy District ("Enterprise") and the City of Fort Morgan ("Fort Morgan" or "City"), collectively, the "Parties."

Recitals

A. The City and the Enterprise are parties to an Allotment Contract under which the City has the perpetual, exclusive right to capacity in the Pipeline from Carter Lake to the City's delivery point.

B. The Enterprise intends to construct the Eastern Pump Station Project ("Project") for the purpose of increasing the flow in the Pipeline and creating additional capacity to carry water in the Pipeline.

C. In accordance with the Allotment Contract, the City agreed to pay the Enterprise a pro rata portion of the costs for the design, construction and implementation of the Project.

D. The Enterprise is planning to construct the Project in 2020-2021.

E. The City wishes to prepay a portion of its share of the costs for the Project in 2019 in the amount of $500,000.00 to enable the Enterprise to conduct preliminary construction phase work on the Project in 2019.

F. The Enterprise wishes to accept payment of the above funds in 2019 to conduct preliminary construction phase work on the Project, including shop drawing generation and review, planning, and other miscellaneous preliminary construction phase work by the Enterprise, Consulting Engineer, Contractor, and/or Equipment Suppliers.

Agreement

1. The City shall make $500,000.00 of its total construction phase commitment under the Allotment Contract available to the Enterprise upon execution of this Agreement (the "Prepayment Funds").

    a. The total Prepayment Funds of $500,000.00 will cover all costs to be incurred as part of the preliminary construction phase work in 2019.

2. The Prepayment Funds transferred from Fort Morgan to the Enterprise under this Amendment qualify as a prepayment of Fort Morgan's obligation under the Allotment Contract and shall reduce the total amount of money Fort Morgan will transfer to the Enterprise pursuant to the Construction Phase of the Project in January 2020.

3. Upon termination of this Amendment, unused Prepayment Funds will be transferred into the Construction Phase funds as part of the City's payment on the Project.

4. This Amendment will terminate when both Parties agree that no additional preliminary construction phase work towards the Project needs to be performed in 2019, all the Prepayment Funds have been used, or on December 31, 2019, whichever comes first.

5. The signatories to this Amendment warrant that each has the authority to enter into this Amendment on behalf of the party represented.

SOUTHERN WATER SUPPLY PROJECT WATER ACTIVITY ENTERPRISE

By: _____
Bradley D. Wind, General Manager

Date: _____

CITY OF FORT MORGAN

By: _____

Date: _____

Northern Water

Municipal Subdistrict

Contract Summary Form

Name of Project	Fiscal Agent MOU between NWCCOG and Northern Water
Project Description	To allow the transfer of reimbursable funds between fiscal agents for the Upper Colorado River Wild and Scenic Program
Entity or Enterprise	Northern Water - Fund 10
Agreement Number	TBD
Starting Date	6/13/2019
New or Amended	New contract
Final Completion Date	(see below)
Contract Expiration Date	Termination of last PO, either NWCCOG's or Northern Water's
NW Project Manager	Kyle Whitaker
Legal Approval by	Michael Kopp
Legal Approval Date	5/6/2019
Vendor Name	Northwest Colorado Council of Governments
Vendor Key Contact	Torie Jarvis
Vendor Address	P.O. Box 2308, Silverthorne, CO 80498
Vendor Phone	Phone number for Key Contact.
Vendor Email	qqwater@nwccog.org
Procurement Type	Other as described
Contract Amount	$ 100,000 maximum
Insurance Requirements as per contract	N/A
Bond Requirements	N/A
Other risks	N/A

MEMORANDUM OF UNDERSTANDING

This Memorandum of Understanding (MOU) is entered into this ____ day of _____, 2019, between the Northwest Colorado Council of Governments ("NWCCOG") and Northern Colorado Water Conservancy District ("Northern Water") (collectively the "Parties").

RECITALS

WHEREAS, the Parties are both participants of the Upper Colorado River Wild and Scenic Stakeholder Group ("Stakeholder Group"); and

WHEREAS, as part of the Upper Colorado River Wild and Scenic Stakeholder Group Management Plan ("Management Plan"), certain studies of conditions on the Upper Colorado River and other professional services are desirable; and

WHEREAS, Northern Water has a purchase order POGG1 PDAA 201900002471 dated 11/14/2018 with the State of Colorado Department of Natural Resources ("Northern Water PO") for reimbursement of certain costs incurred in connection with the Management Plan; and

WHEREAS, NWCCOG has a purchase order POGG1 PDAA 201900002125 dated 8/15/2018 with the State of Colorado Department of Natural Resources ("NWCCOG PO") for reimbursement of certain costs incurred in connection with the Management Plan; and

WHEREAS, in some circumstances one Party cannot contract directly for products or services on behalf of the Stakeholder Group but still wishes to pay for such products and services and request reimbursement pursuant to that Party's own Purchase Order with the State of Colorado; and

WHEREAS, allowing one Party to reimburse the other Party for products or services the other Party contracted for on behalf of the Stakeholder Group and then seek reimbursement, in turn, under the first Party's PO will allow both Parties to more easily procure products or services on behalf of the Stakeholder Group, in fulfillment of the Management Plan.

NOW, THEREFORE, IN CONSIDERATION of the promises and mutual covenants contained herein, the Parties mutually agree as follows:

UNDERSTANDING

1. Northern Water and NWCCOG agree to work cooperatively as fiscal agents for the Stakeholder Group.

2. Prior to entering into any contract for products or services for which NWCCOG seeks either partial or full reimbursement under Northern Water's PO, NWCCOG must submit a written request to Northern Water detailing the specifics of the contract and the desired reimbursement pursuant to Northern Water's PO. Northern Water shall confirm in writing that reimbursement of the proposed contract under Northern Water's PO is acceptable.

3. If NWCCOG desires for Northern Water to reimburse NWCCOG for expenses incurred under a contract executed on behalf of the Stakeholder Group and seek reimbursement for these expenses under Northern Water's PO, NWCCOG shall send Northern Water a written request for reimbursement, which shall describe the Stakeholder Group contract under which the expenses were incurred and shall include evidence of payment to the contractor, copies of any invoices received from the contractor, and any other supporting documentation associated with the disbursement.

4. NWCCOG shall submit this request at least 30 days before NWCCOG wishes to receive the reimbursement payment.

5. If Northern Water is unable to pay NWCCOG for part or all of the reimbursement request, whether because no additional funds are available under Northern Water's PO due to existing or reasonably anticipated future Stakeholder Group contracts or for any other reason, Northern Water shall so notify NWCCOG in writing.

6. Unless Northern Water is unable to reimburse NWCCOG as provided in paragraph 5, Northern Water agrees to reimburse NWCCOG for any such expenditures within 30 days of receipt of their invoice and supporting documentation.

7. Prior to entering into any contract for products or services for which Northern Water seeks either partial or full reimbursement under NWCCOG's PO, Northern Water must submit a written request to NWCCOG detailing the specifics of the contract and the desired reimbursement pursuant to NWCCOG's PO. NWCCOG shall confirm in writing that reimbursement of the proposed contract under NWCCOG's PO is acceptable.

8. If Northern Water desires for NWCCOG to reimburse Northern Water for expenses incurred under a contract executed on behalf of the Stakeholder Group and seek reimbursement for these expenses under NWCCOG's PO, Northern Water shall send NWCCOG a written request for reimbursement, which shall describe the Stakeholder Group contract under which the expenses were incurred and shall include evidence of payment to the contractor, copies of any invoices received from the contractor, and any other supporting documentation associated with the disbursement.

9. Northern Water shall submit this request at least 30 days before Northern Water needs to receive the reimbursement payment.

10. If NWCCOG is unable to pay Northern Water for part or all of the reimbursement request, whether because no additional funds are available under NWCCOG's PO due to

existing or reasonably anticipated future Stakeholder Group contracts or for any other reason, NWCCOG shall so notify Northern Water in writing.

11. Unless NWCCOG is unable to reimburse Northern Water as provided in paragraph 10, NWCCOG agrees to reimburse Northern Water for any such expenditures within 30 days of receipt of their invoice and supporting documentation.

12. This MOU will be in effect from the date of full execution to the date Northern Water's or NWCCOG's PO terminates, whichever terminates last, unless extended by a formal written modification to the MOU executed by both NWCCOG and Northern Water. Either NWCCOG or Northern Water also may terminate this MOU at any time by providing written notice to the other Party. Upon receipt of such notice, this MOU shall terminate immediately after any outstanding reimbursement requests are either paid or declined pursuant to the terms of this MOU.

13. This MOU shall not be deemed to be for the benefit of any entity or person who is not a party hereto nor for any purpose other than fiscal agency of the Stakeholder Group. Neither this MOU, nor any interest therein, may be assigned without the prior consent of the non-assigning Party.

14. Should any part of this MOU be rendered void, invalid, or unenforceable by any court of law for any reason, such determination shall not render void, invalid, or unenforceable any other part of this MOU.

15. Nothing contained in this MOU shall constitute a waiver, in whole or in part, of the governmental immunities, rights, or protections provided to either Party by the Colorado Governmental Immunity Act, C.R.S. §§ 24-10-101 to -120, or any successor or similar statutes of the State of Colorado.

16. Any notice or written requests required under this MOU may be emailed, personally delivered, or mailed in the United States mail, first class postage prepaid, to be served at the following email addresses or addresses:

Northern Water: Email: jskram@northernwater.org
Mail: Northern Water
Attention: Judy Skram
220 Water Avenue
Berthoud, CO 80513

NWCCOG: Email: qqwater@nwccog.org (Torie Jarvis)
and fiscal@nwccog.org
Mail: Northwest Colorado Council of Governments
Attention: Torie Jarvis
PO Box 2308
Silverthorne, CO 80498

Notices personally served shall be deemed served on the date of delivery. Notice mailed shall be deemed served the next business day following the date of mailing if mailed in the State of Colorado, otherwise on the date which is two business days following the date of mailing. Emailed notice shall be deemed served at the time received.

IN WITNESS WHEREOF, the Parties hereto have set their hands and seals on the day and in the year first written above.

NORTHWEST COLORADO COUNCIL OF GOVERNMENTS

By:_____
Jon Stavney, Executive Director

Date _____

NORTHERN COLORADO WATER CONSERVANCY DISTRICT

By _____
Bradley D. Wind, General Manager

Date_____

Northern Colorado Water Conservancy District

Statement of Cash Receipts, Disbursements and Transfers

For the month ending May 31, 2019

		Business Type Activity Enterprise Funds				
	District	Southern Water Supply Project	Pleasant Valley Pipeline	Northern Integrated Supply Project	Northern Water Hydropower	*Total*
Receipts						
General Property & Specific Ownership Taxes	**$ 6,829,412.98**	$ -	$ -	$ -	$ -	***$ 6,829,412.98***
Regional Pool Program Proceeds	**2,217,860.19**	-	-	-	-	***2,217,860.19***
SWSP II - Left Hand Water District	**-**	530,430.72	-	-	-	***530,430.72***
Plesant Valley Pipeline Assessments	**-**	-	10,077.84	-	-	***10,077.84***
Poudre Valley REA Carter Lake Hydro Energy	**-**	-	-	-	44,366.07	***44,366.07***
Mountain Parks Electric Granby Hydro Energy	**-**	-	-	-	10,316.32	***10,316.32***
Class D Water Assessments	**251,962.98**	-	-	-	-	***251,962.98***
Forfieted CBT Unit (2) Sales Proceeds	**97,130.00**	-	-	-	-	***97,130.00***
Medical Plan - Cobra & Stop Loss Reimbursements	**91,239.19**	-	-	-	-	***91,239.19***
Water Quality - Emerging Contaminates	**12,293.50**	-	-	-	-	***12,293.50***
Transfer Fees & Inclusions	**11,077.07**	-	-	-	-	***11,077.07***
Upper Colorado River Wild and Scenic Alternative Management Plan	**4,773.60**	-	-	-	-	***4,773.60***
Class B & C Water Assessments	**4,584.80**	-	-	-	-	***4,584.80***
Reimbursements & Miscellaneous Receipts	**2,777.70**	1,232.82	-	-	-	***4,010.52***
Property Rental	**1,500.00**	-	-	-	-	***1,500.00***
Sale of Assets - GovDeals.com	**435.00**	-		-	-	***435.00***
Interest Earned	**21,805.04**	59,242.46	142.77	17,312.78	1,795.54	***100,298.59***
Total Receipts	**9,546,852.05**	590,906.00	10,220.61	17,312.78	56,477.93	***10,221,769.37***
Disbursements						
Materials & Services per Transaction Report	**1,078,505.72**	198,138.12	13,115.91	664,225.65	2,106.84	***1,956,092.24***
Poudre Valley REA Carter Lake Hydro Capacity Charge	**-**	-	-	-	10,920.00	***10,920.00***
Mountain Parks Electric Granby Hydro Capacity Charge	**-**	-	-	-	552.00	***552.00***
Transactions - Less than $100	**10,275.88**	1,434.18	51.62	311.42	332.97	***12,406.07***
Subtotal Materials & Services	**1,088,781.60**	199,572.30	13,167.53	664,537.07	13,911.81	***1,979,970.31***
Employee and Directors Payroll and Benefits	**1,153,014.20**	-	-	-	-	***1,153,014.20***
Medical & Dental Self Insurance Claims	**181,114.77**	-	-	-	-	***181,114.77***
COP's Base Rental Debt Service	**1,215,450.00**	-	-	-	-	***1,215,450.00***
Total Disbursements	**3,638,360.57**	199,572.30	13,167.53	664,537.07	13,911.81	***4,529,549.28***
Cash Balance, Beginning of Month	**26,013,640.02**	26,099,466.81	127,748.85	7,673,503.86	918,595.57	***60,832,955.11***
Cash Balance, End of Month	**$ 31,922,131.50**	$ 26,490,800.51	$ 124,801.93	$ 7,026,279.57	$ 961,161.69	***$ 66,525,175.20***

Northern Colorado Water Conservancy District

Schedule of Restricted & Other Reserves

April 30, 2019

Schedule of Reserves

	April 30, 2019 Market Value	March 31, 2019 Market Value	Change
District Reserves			
Major CB-T Repair Reserves			
District Reserve	**$ 659,478.84**	$ 652,900.53	$ 6,578.31
District / USBR Reserve	**907,971.89**	898,917.38	9,054.51
Contingency	**108,840.50**	107,758.33	1,082.17
Subtotal Major CB-T Repair Reserves	**1,676,291.23**	1,659,576.24	16,714.99
Certificates of Participation Reserves			
Base Rentals	**6,167.32**	6,155.74	11.58
Subtotal Certificates of Participation Reserves	**6,167.32**	6,155.74	11.58
Other Reserves			
Facility Removal - Hydropower	**104,611.68**	104,385.06	226.62
Facilities Replacement Reserve	**11,248,219.40**	11,224,575.31	23,644.09
Emergency Reserve	**378,486.94**	377,668.03	818.91
Project Improvement Reserve *(1)*	**32,860,985.73**	32,807,329.74	53,655.99
New Capital Reserve	**4,336,283.29**	4,326,987.66	9,295.63
Subtotal Other Reserves	**48,928,587.04**	48,840,945.80	87,641.24
Total District Reserves	**$ 50,611,045.59**	$ 50,506,677.78	$ 104,367.81
Southern Water Supply Project Water Activity Enterprise Reserves			
Construction Escrow & Change Order Accounts			
Boulder	**$ 1,567,180.34**	$ 1,563,911.66	$ 3,268.68
Left Hand Water District	**968,666.82**	966,646.46	2,020.36
Longs Peak Water District	**111,729.87**	111,496.83	233.04
Berthoud	**16,166.42**	16,133.70	32.72
Total SWSP II Water Activity Reserves	**$ 2,663,743.45**	$ 2,658,188.65	$ 5,554.80
Hydropower Water Activity Enterprise Reserves			
Carter Lake Debt Service Reserve			
District	**$ 418,714.22**	$ 417,972.05	$ 742.17
CWRPDA	**130,756.01**	130,472.57	283.44
Granby Debt Service Reserve			
District	**46,691.98**	46,691.98	-
Total Hydropower Water Activity Reserves	**$ 596,162.21**	$ 595,136.60	$ 1,025.61

(1) The Project Improvement Reserve account, holds The Coca-Cola Company (Coca-Cola) corporate notes in the amount of $150,000. On April 26, 2018, Moody's Investment Service downgraded the Coca-Cola note to a rate below the minimum credit rating at the time of initial purchase as set forth by Northern Water's Investment Policy Statement. Northern Water's fixed income advisor, PFM Asset Management credit committee has reviewed the downgrade and recommends holding the security to maturity.

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1010102	- C-BT Canal-Boulder Creek Supply	69400 - Mat MR Elect Cabinets	AP	381 - Newco	146.56
1010102	- C-BT Canal-Boulder Creek Supply	70160 - Mat MR Hrdwr Accessories	AP	129 - AAA Auto Parts	129.96
1010112	- C-BT Canal-Hansen Feeder	61500 - Mat Concrete Ready-Mix	AP	347 - Loveland Ready Mix Concrete	8,220.60
1010112	- C-BT Canal-Hansen Feeder	64160 - Mat Eq Welding Accessories	AP	136 - Airgas USA, LLC	283.27
1010112	- C-BT Canal-Hansen Feeder	64320 - Mat Eq Welding Supplies	AP	136 - Airgas USA, LLC	235.48
1010112	- C-BT Canal-Hansen Feeder	65715 - Mat Grounds Plant Materials	AP	537 - Bowman Construction	194.30
1010112	- C-BT Canal-Hansen Feeder	70160 - Mat MR Hrdwr Accessories	AP	719 - UMB Bank	214.69
1010112	- C-BT Canal-Hansen Feeder	73140 - Mat Sealant Crack Silkaflex	AP	296 - HD Supply Construction and	268.32
1010112	- C-BT Canal-Hansen Feeder	95210 - Ser Rental Equip Trackhoe	AP	2002 - Titan Rentals	2,246.00
1010114	- C-BT Canal-Hansen Supply	61500 - Mat Concrete Ready-Mix	AP	347 - Loveland Ready Mix Concrete	1,048.20
1010114	- C-BT Canal-Hansen Supply	72880 - Mat Scada Logic Controller	AP	414 - Rexel of America, LLC.	593.78
1010116	- C-BT Canal-Lower Boulder	69520 - Mat MR Elect Conduit Fittings	AP	381 - Newco	176.09
1010116	- C-BT Canal-Lower Boulder	70160 - Mat MR Hrdwr Accessories	AP	381 - Newco	146.51
1010116	- C-BT Canal-Lower Boulder	70160 - Mat MR Hrdwr Accessories	AP	719 - UMB Bank	314.69
1010116	- C-BT Canal-Lower Boulder	90060 - Ser Pro CS UtilityNotification	AP	468 - Utility Notification Center of	126.38
1010124	- C-BT Canal-St. Vrain Supply	61500 - Mat Concrete Ready-Mix	AP	347 - Loveland Ready Mix Concrete	273.80
1010124	- C-BT Canal-St. Vrain Supply	72740 - Mat Scada Cellular	AP	719 - UMB Bank	709.18
1010124	- C-BT Canal-St. Vrain Supply	91360 - Ser Pro Eng Undergd Leak Test	AP	719 - UMB Bank	225.00
1010124	- C-BT Canal-St. Vrain Supply	96265 - Ser Travel Meal Local	AP	2082 - Jason Dolph	102.00
1010124	- C-BT Canal-St. Vrain Supply	96700 - Ser UT Utility Energy	AP	403 - Poudre Valley REA	341.99
1010126	- C-BT Canal-Willow Creek Feeder	93520 - Ser Rental Equip Backhoe	AP	796 - Honnen Equipment	5,380.00
1010126	- C-BT Canal-Willow Creek Feeder	94280 - Ser Rental Equip HAVC Rental	AP	656 - Indian Peaks Rental, LLC	126.00
1010212	- C-BT Diversion - Tunnel Dille	69420 - Mat MR Elect Cable and Wire	AP	381 - Newco	927.42
1010212	- C-BT Diversion - Tunnel Dille	69600 - Mat MR Elect Lamp/Lens/Rflctr	AP	381 - Newco	832.81
1010220	- C-BT Equipment Shop Farr	69840 - Mat MR Elect Solar Heat Coll	AP	1594 - Zoro Tools, Inc.	275.58
1010221	- C-BT Equipment Shop Horsetooth	83020 - Ser Maint Equip Garage Door	AP	1321 - DH Pace Company	1,990.00

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1010221	- C-BT Equipment Shop Horsetooth	96700 - Ser UT Utility Energy	AP	489 - Xcel Energy	266.76
1010302	- C-BT Reservoir & Dam Carter Lake	68960 - Mat MR Bldg Construction Mat	AP	536 - Bloedorn Lumber-Loveland	113.73
1010302	- C-BT Reservoir & Dam Carter Lake	83080 - Ser Maint Equip Generators	AP	780 - Power Systems West, Colorado	285.00
1010302	- C-BT Reservoir & Dam Carter Lake	96700 - Ser UT Utility Energy	AP	403 - Poudre Valley REA	434.44
1010306	- C-BT Reservoir & Dam Lake Granby	81320 - Ser Maint Build Elevator	AP	423 - Schindler Elevator Corporation	2,100.00
1010306	- C-BT Reservoir & Dam Lake Granby	82820 - Ser Maint Equip Electronic	AP	1288 - Geokon	232.66
1010314	- C-BT Reservoir & Dam Horsetooth	83080 - Ser Maint Equip Generators	AP	780 - Power Systems West, Colorado	285.00
1010314	- C-BT Reservoir & Dam Horsetooth	83620 - Ser Maint Equip Motor	AP	719 - UMB Bank	2,611.79
1010314	- C-BT Reservoir & Dam Horsetooth	96660 - Ser UT Communication Data	AP	188 - LLC CenturyLink Communications	13,043.18
1010314	- C-BT Reservoir & Dam Horsetooth	96700 - Ser UT Utility Energy	AP	489 - Xcel Energy	477.57
1010322	- C-BT Reservoir & Dam Shadow Mountain	70160 - Mat MR Hrdwr Accessories	AP	719 - UMB Bank	397.06
1010322	- C-BT Reservoir & Dam Shadow Mountain	96700 - Ser UT Utility Energy	AP	366 - Mountain Parks Electric	602.67
1010324	- C-BT Reservoir & Dam Willow Creek	94280 - Ser Rental Equip HAVC Rental	AP	656 - Indian Peaks Rental, LLC	130.11
1010450	- C-BT Pump Station Farr	51440 - ExpAst Tools Drills Breakers	AP	281 - Grainger	2,765.11
1010450	- C-BT Pump Station Farr	60900 - Mat Comp Hardware	AP	719 - UMB Bank	366.74
1010450	- C-BT Pump Station Farr	81220 - Ser Maint Build Custodial Ser	AP	1214 - Cabin Works	6,720.00
1010450	- C-BT Pump Station Farr	82100 - Ser Maint Build Trash Removal	AP	1717 - Waste Connections of Co, Inc.	102.64
1010450	- C-BT Pump Station Farr	83180 - Ser Maint Equip Heat Exchanger	AP	1149 - Serck Services, Inc.	4,166.63
1010450	- C-BT Pump Station Farr	92660 - Ser Pro IT Soft Maint Subscrip	AP	1930 - GE Digital LLC	11,446.21
1010450	- C-BT Pump Station Farr	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	296.46
1010450	- C-BT Pump Station Farr	96860 - Ser UT Telephone Services	AP	187 - CenturyLink	212.31
1010452	- C-BT Pump Station Willow Creek	82380 - Ser Maint Equip Bearing	AP	1375 - Babbitt Bearing Specialists	2,730.00
1010452	- C-BT Pump Station Willow Creek	83080 - Ser Maint Equip Generators	AP	965 - Cummins Rocky Mountain	4,667.52
1010464	- C-BT Support Services	70390 - Mat MR Hrdwr Locates Supplies	AP	164 - Batteries Plus	164.45
1010464	- C-BT Support Services	70390 - Mat MR Hrdwr Locates Supplies	AP	1841 - Flagshooter, Inc.	345.59
1010464	- C-BT Support Services	71960 - Mat Off Supp General	AP	719 - UMB Bank	149.24

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1010464	- C-BT Support Services	72340 - Mat Safety Cloth Shrt/Coat/Vst	AP	2018 - FR Girls of Texas	625.34
1010464	- C-BT Support Services	72380 - Mat Safety Equip Boots	AP	486 - Whiteside's Boots	129.99
1010464	- C-BT Support Services	72380 - Mat Safety Equip Boots	AP	2018 - FR Girls of Texas	376.69
1010464	- C-BT Support Services	72400 - Mat Safety Equip Boots Rubber	AP	324 - John Deere Financial	199.99
1010464	- C-BT Support Services	72440 - Mat Safety Equip Eyewear Shoes	AP	106 - Ed Motz	286.00
1010464	- C-BT Support Services	72740 - Mat Scada Cellular	AP	1388 - DH Wireless Solutions	672.05
1010464	- C-BT Support Services	86820 - Ser FS Fees Licensing	AP	505 - Colorado Department of Public	281.00
1010464	- C-BT Support Services	86820 - Ser FS Fees Licensing	AP	2122 - Randy Lopez T & T	650.00
1010464	- C-BT Support Services	86980 - Ser FS Fees Registration	AP	159 - AWWA	1,390.00
1010464	- C-BT Support Services	92900 - Ser Pro Safety Crane	AP	2112 - Colorado Crane Operator School	3,300.00
1010464	- C-BT Support Services	96100 - Ser Travel Lodging Hotel	AP	719 - UMB Bank	1,457.82
1010464	- C-BT Support Services	96270 - Ser Travel Meal ExtendedTravel	AP	719 - UMB Bank	281.38
1010464	- C-BT Support Services	96270 - Ser Travel Meal ExtendedTravel	AP	1914 - David Spargo	120.00
1010464	- C-BT Support Services	96380 - Ser Travel Transport Auto Rent	AP	719 - UMB Bank	277.91
1010464	- C-BT Support Services	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	276.46
1010524 Willow	- C-BT Stream Gaging Discharge Chute Windy	96700 - Ser UT Utility Energy	AP	366 - Mountain Parks Electric	271.32
1011910	- Facilities Headquarters	61960 - Mat Eq HVAC Cooling Towers	AP	719 - UMB Bank	101.97
1011910	- Facilities Headquarters	62040 - Mat Eq HVAC Filters	AP	281 - Grainger	111.24
1011910	- Facilities Headquarters	65580 - Mat Grounds Fertilizers	AP	323 - Siteone Landscape Supply	135.08
1011910	- Facilities Headquarters	65720 - Mat Grounds Mulch Soil Ammend	AP	395 - Pioneer	235.80
1011910	- Facilities Headquarters	65740 - Mat Grounds Landscape Supplies	AP	271 - Frontier Fertilizer	337.15
1011910	- Facilities Headquarters	65760 - Mat Grounds Landscape Tools	AP	165 - Berthoud Ace Hardware	103.10
1011910	- Facilities Headquarters	65760 - Mat Grounds Landscape Tools	AP	349 - Mac Equipment	139.95
1011910	- Facilities Headquarters	65860 - Mat Grounds Sprinkler	AP	222 - CPS Distributors Inc	1,664.60
1011910	- Facilities Headquarters	65860 - Mat Grounds Sprinkler	AP	323 - Siteone Landscape Supply	100.17

Northern Water

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1011910	- Facilities Headquarters	66140 - Mat Grounds Pond Equipment	AP	165 - Berthoud Ace Hardware	213.92
1011910	- Facilities Headquarters	66440 - Mat Jan Sup Cleaner/Detergent	AP	482 - Waxie Sanitary Supply	143.78
1011910	- Facilities Headquarters	66460 - Mat Jan Sup Deodorants	AP	482 - Waxie Sanitary Supply	143.02
1011910	- Facilities Headquarters	66480 - Mat Jan Sup Disinfectant/Soap	AP	482 - Waxie Sanitary Supply	139.50
1011910	- Facilities Headquarters	66560 - Mat Jan Sup Floor Stripper/Pol	AP	303 - Hillyard	217.66
1011910	- Facilities Headquarters	66680 - Mat Jan Sup Trashliners	AP	482 - Waxie Sanitary Supply	165.52
1011910	- Facilities Headquarters	69000 - Mat MR Bldg Doors	AP	719 - UMB Bank	1,940.00
1011910	- Facilities Headquarters	69720 - Mat MR Elect Power Cord	AP	381 - Newco	344.51
1011910	- Facilities Headquarters	72340 - Mat Safety Cloth Shrt/Coat/Vst	AP	2018 - FR Girls of Texas	239.00
1011910	- Facilities Headquarters	72380 - Mat Safety Equip Boots	AP	486 - Whiteside's Boots	129.99
1011910	- Facilities Headquarters	72460 - Mat Safety Equip First Aid	AP	1354 - A-Z Safety Supply	233.54
1011910	- Facilities Headquarters	72600 - Mat Safety Equip Resist Cloth	AP	324 - John Deere Financial	128.97
1011910	- Facilities Headquarters	81120 - Ser Maint Build Carpet Clean	AP	1156 - Stanley Steemer	770.00
1011910	- Facilities Headquarters	81600 - Ser Maint Build Maint Ser	AP	441 - Summit Laboratories	239.80
1011910	- Facilities Headquarters	82240 - Ser Maint Build Window Washing	AP	1787 - Fish Window Cleaning	1,275.00
1011910	- Facilities Headquarters	82840 - Ser Maint Equip Elevators	AP	1246 - ThyssenKrupp Elevator	149.33
1011910	- Facilities Headquarters	87260 - Ser FS Sub Newspaper Subscrip	AP	665 - Dish	124.03
1011910	- Facilities Headquarters	93120 - Ser Pro Sec Fire and Safety	AP	425 - Security & Sound Design Inc	114.00
1011910	- Facilities Headquarters	93140 - Ser Pro Sec Guard Security Ser	AP	2105 - Zachary Anderson	165.00
1011910	- Facilities Headquarters	93220 - Ser Pro Sec Patrol Services	AP	2034 - Anlance Protection, LTD	486.67
1011910	- Facilities Headquarters	93340 - Ser Rental Cloth Rugs	AP	1523 - Cintas	269.41
1011910	- Facilities Headquarters	93380 - Ser Rental Cloth Uniform	AP	1523 - Cintas	202.57
1011910	- Facilities Headquarters	93840 - Ser Rental Equip Dumpsters	AP	478 - Waste Management	308.39
1011910	- Facilities Headquarters	94360 - Ser Rental Equip Irrigation	AP	1312 - Fort Collins-Loveland Water	650.00
1011910	- Facilities Headquarters	96690 - Ser UT Comm Mobile Data Plan	AP	472 - Verizon Wireless	172.61
1011910	- Facilities Headquarters	96700 - Ser UT Utility Energy	AP	403 - Poudre Valley REA	11,154.34

Northern Water

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor		Amount
1011910	- Facilities Headquarters	96720 - Ser UT Utility Gas	AP	489	- Xcel Energy	2,168.01
1011910	- Facilities Headquarters	96800 - Ser UT Telephone Cellular	AP	472	- Verizon Wireless	1,122.97
1011910	- Facilities Headquarters	96860 - Ser UT Telephone Services	AP	187	- CenturyLink	2,685.86
1011910	- Facilities Headquarters	96860 - Ser UT Telephone Services	AP	188	- LLC CenturyLink Communications	168.30
1011910	- Facilities Headquarters	96880 - Ser UT Telephone T1	AP	187	- CenturyLink	1,390.97
1011910	- Facilities Headquarters	96960 - Ser UT Utility Sewer	AP	453	- Town of Berthoud	521.48
1011910	- Facilities Headquarters	96980 - Ser UT Utility Water	AP	453	- Town of Berthoud	205.94
1011920	- Facilities Ranches	96700 - Ser UT Utility Energy	AP	366	- Mountain Parks Electric	169.18
1012810	- Fleet Heavy Equipment	65100 - Mat Fleet Parts Body/Frame	AP	475	- Wagner Equipment Co	737.75
1012820	- Fleet Light Duty Equipment	65100 - Mat Fleet Parts Body/Frame	AP	954	- Bobcat of the Rockies	488.48
1012840	- Fleet Passenger Vehicles	64460 - Mat Fleet Fuel Unleaded	AP	719	- UMB Bank	232.21
1012840	- Fleet Passenger Vehicles	64780 - Mat Fleet Acc Mats Floor	AP	389	- Parts and Equipment	207.80
1012850	- Fleet Trucks	64360 - Mat Fleet Fuel Diesel #1	AP	719	- UMB Bank	422.60
1012850	- Fleet Trucks	64460 - Mat Fleet Fuel Unleaded	AP	267	- WEX Bank	1,420.37
1012850	- Fleet Trucks	64840 - Mat Fleet Acc Mud Flaps	AP	389	- Parts and Equipment	139.22
1012850	- Fleet Trucks	64920 - Mat Fleet Acc Switch/Flash	AP	389	- Parts and Equipment	339.00
1012850	- Fleet Trucks	65060 - Mat Fleet Parts Batteries	AP	129	- AAA Auto Parts	117.59
1012850	- Fleet Trucks	65200 - Mat Fleet Parts Electrical	AP	381	- Newco	130.04
1012850	- Fleet Trucks	65240 - Mat Fleet Parts Fuel Sys	AP	389	- Parts and Equipment	101.26
1012850	- Fleet Trucks	84800 - Ser Maint Fleet Body Frame	AP	400	- Poff's Auto Body	3,407.60
1012850	- Fleet Trucks	85100 - Ser Maint Fleet Glass Replace	AP	1790	- Anders Auto Glass	200.00
1012855	- Fleet Small Equipment	51470 - ExpAst Tools Hand	AP	719	- UMB Bank	225.00
1012855	- Fleet Small Equipment	65060 - Mat Fleet Parts Batteries	AP	129	- AAA Auto Parts	744.60
1012855	- Fleet Small Equipment	69900 - Mat MR Elect Tools	AP	381	- Newco	207.24
1012855	- Fleet Small Equipment	70260 - Mat MR Hrdwr Brushes	AP	165	- Berthoud Ace Hardware	101.62
1012855	- Fleet Small Equipment	70820 - Mat MR Sm Tool Drill/Saw/Ham	AP	321	- Jax Mercantile	216.98

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1012858	- Fleet Fuel	64360 - Mat Fleet Fuel Diesel #1	AP	179 - Broadmoor Heights 66 LLC	526.48
1012858	- Fleet Fuel	64360 - Mat Fleet Fuel Diesel #1	AP	335 - Kwik Korner	612.51
1012858	- Fleet Fuel	64380 - Mat Fleet Fuel Diesel #2	AP	175 - Blackwell Oil Company	1,788.44
1012858	- Fleet Fuel	64460 - Mat Fleet Fuel Unleaded	AP	175 - Blackwell Oil Company	1,149.94
1012858	- Fleet Fuel	64460 - Mat Fleet Fuel Unleaded	AP	179 - Broadmoor Heights 66 LLC	1,563.45
1012858	- Fleet Fuel	64460 - Mat Fleet Fuel Unleaded	AP	335 - Kwik Korner	2,050.14
1012862	- Fleet Shop Supplies	64240 - Mat Eq Welding Electrodes	AP	136 - Airgas USA, LLC	173.40
1012862	- Fleet Shop Supplies	64260 - Mat Eq Welding Gas Cylinders	AP	136 - Airgas USA, LLC	213.45
1012862	- Fleet Shop Supplies	64320 - Mat Eq Welding Supplies	AP	136 - Airgas USA, LLC	266.50
1012862	- Fleet Shop Supplies	64960 - Mat Fleet Parts Accessory	AP	129 - AAA Auto Parts	591.76
1012862	- Fleet Shop Supplies	65200 - Mat Fleet Parts Electrical	AP	389 - Parts and Equipment	225.00
1012862	- Fleet Shop Supplies	65200 - Mat Fleet Parts Electrical	AP	719 - UMB Bank	449.99
1012862	- Fleet Shop Supplies	65240 - Mat Fleet Parts Fuel Sys	AP	129 - AAA Auto Parts	231.84
1012862	- Fleet Shop Supplies	70860 - Mat MR Sm Tool Wrench/Pliers	AP	129 - AAA Auto Parts	1,882.99
1012862	- Fleet Shop Supplies	70860 - Mat MR Sm Tool Wrench/Pliers	AP	389 - Parts and Equipment	210.06
1012862	- Fleet Shop Supplies	96480 - Ser Travel Transport Tolls	AP	719 - UMB Bank	339.35
1012864	- Fleet Insurance	80800 - Ser Insurance Liability Auto	AP	1332 - GPP	714.00
1013648	- Programs Administration	71540 - Mat Off Badges Plaques Awards	AP	719 - UMB Bank	159.98
1013648	- Programs Administration	71760 - Mat Off Foods Coffee Tea	AP	435 - Staples Business Credit	355.40
1013648	- Programs Administration	71960 - Mat Off Supp General	AP	386 - Office Depot	2,069.12
1013648	- Programs Administration	71960 - Mat Off Supp General	AP	420 - Rowes Flowers	359.88
1013648	- Programs Administration	72060 - Mat Off Paper Napkin/Plate/Cup	AP	421 - Sams Club/Synchrony Bank	369.85
1013650	- Programs Contracts Allotments and Inclusions	87080 - Ser FS Fees Tuitions	AP	1944 - MORF, LLC	1,125.00
1013650	- Programs Contracts Allotments and Inclusions	87540 - Ser Pro Com Legal Notice	AP	261 - Fence Post	524.00
1013650	- Programs Contracts Allotments and Inclusions	87540 - Ser Pro Com Legal Notice	AP	405 - Prairie Mountain Media	371.63
1013650	- Programs Contracts Allotments and Inclusions	87540 - Ser Pro Com Legal Notice	AP	561 - Greeley Publishing	504.30

Northern Water

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1013650	- Programs Contracts Allotments and Inclusions	87540 - Ser Pro Com Legal Notice	AP	705 - Ft. Collins Coloradoan	197.84
1013650	- Programs Contracts Allotments and Inclusions	87780 - Ser Pro Com Printing Copying	AP	337 - Land Title Guarantee Company	837.00
1013650	- Programs Contracts Allotments and Inclusions	92660 - Ser Pro IT Soft Maint Subscrip	AP	719 - UMB Bank	3,700.00
1013650	- Programs Contracts Allotments and Inclusions	92840 - Ser Pro Legal General	AP	455 - Trout Raley	495.60
1013651	- Programs Human Resources	86980 - Ser FS Fees Registration	AP	719 - UMB Bank	790.00
1013651	- Programs Human Resources	87380 - Ser Pro Com Advertising	AP	160 - Background Information Service	109.40
1013651	- Programs Human Resources	87380 - Ser Pro Com Advertising	AP	719 - UMB Bank	928.72
1013651	- Programs Human Resources	88780 - Ser Pro CS Employee Background	AP	720 - ErgoMed	510.00
1013651	- Programs Human Resources	89140 - Ser Pro CS Human Resources	AP	892 - Employment Law Solutions, Inc.	600.00
1013651	- Programs Human Resources	89520 - Ser Pro CS Personnel Employ	AP	1550 - Robert Half Technology	25,694.68
1013652	- Programs Senior Management	71780 - Mat Off Foods Board Lunch	AP	963 - Origins Catering Company	896.01
1013652	- Programs Senior Management	86660 - Ser FS Fees Conference	AP	159 - AWWA	695.00
1013652	- Programs Senior Management	86880 - Ser FS Fees Membership Dues	AP	651 - Greater Granby Area Chamber	115.00
1013652	- Programs Senior Management	86880 - Ser FS Fees Membership Dues	AP	1190 - National Irrigation and	300.00
1013652	- Programs Senior Management	86980 - Ser FS Fees Registration	AP	719 - UMB Bank	1,930.00
1013652	- Programs Senior Management	88100 - Ser Pro CS Administrative	AP	183 - Buirgy Consulting	4,675.00
1013652	- Programs Senior Management	88520 - Ser Pro CS Counseling	AP	1944 - MORF, LLC	5,250.00
1013652	- Programs Senior Management	89600 - Ser Pro CS Public Affairs	AP	177 - Brandeberry McKenna	2,400.00
1013652	- Programs Senior Management	89740 - Ser Pro CS Recreation	AP	810 - RRC Associates	9,600.00
1013652	- Programs Senior Management	90080 - Ser Pro CS Vegetation Wetlands	AP	585 - JW Associates	3,557.14
1013652	- Programs Senior Management	92820 - Ser Pro Legal Expenses	AP	455 - Trout Raley	7,041.49
1013652	- Programs Senior Management	92840 - Ser Pro Legal General	AP	455 - Trout Raley	61,753.20
1013652	- Programs Senior Management	96100 - Ser Travel Lodging Hotel	AP	185 - Candlewood Suites	109.00
1013652	- Programs Senior Management	96420 - Ser Travel Mileage to employee	AP	111 - Noble Underbrink	111.20
1013652	- Programs Senior Management	96420 - Ser Travel Mileage to employee	AP	120 - Rob McClary	193.72
1013652	- Programs Senior Management	96690 - Ser UT Comm Mobile Data Plan	AP	472 - Verizon Wireless	238.39

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

	Activity	Account Category	System	Vendor	Amount
1013653	- Programs General Engineering	96100 - Ser Travel Lodging Hotel	AP	719 - UMB Bank	630.45
1013654	- Programs Project Management	86880 - Ser FS Fees Membership Dues	AP	159 - AWWA	1,450.00
1013654	- Programs Project Management	86880 - Ser FS Fees Membership Dues	AP	719 - UMB Bank	129.00
1013654	- Programs Project Management	96100 - Ser Travel Lodging Hotel	AP	719 - UMB Bank	257.04
1013654	- Programs Project Management	96270 - Ser Travel Meal ExtendedTravel	AP	1816 - Kevin Lock	267.00
1013654	- Programs Project Management	96690 - Ser UT Comm Mobile Data Plan	AP	472 - Verizon Wireless	129.60
1013654	- Programs Project Management	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	304.17
1013656	- Programs Water Resources	71820 - Mat Off Foods Box Lunches	AP	532 - Silver Mine Subs	162.27
1013656	- Programs Water Resources	80260 - Ser Contract USGS Gauging	AP	240 - United States Geological	6,871.93
1013656	- Programs Water Resources	86740 - Ser FS Fees Ditch Assessment	AP	745 - Cache La Poudre Water	100.00
1013656	- Programs Water Resources	86980 - Ser FS Fees Registration	AP	368 - Employer's Council Services	768.00
1013656	- Programs Water Resources	86980 - Ser FS Fees Registration	AP	719 - UMB Bank	310.00
1013656	- Programs Water Resources	92660 - Ser Pro IT Soft Maint Subscrip	AP	794 - C.U. Technology Transfer	15,400.00
1013656	- Programs Water Resources	92840 - Ser Pro Legal General	AP	455 - Trout Raley	732.00
1013660	- Programs Water Quality	63560 - Mat Eq Wat Samp Calibration	AP	200 - Cole-Parmer	408.00
1013660	- Programs Water Quality	63560 - Mat Eq Wat Samp Calibration	AP	474 - VWR International	1,934.90
1013660	- Programs Water Quality	63560 - Mat Eq Wat Samp Calibration	AP	719 - UMB Bank	690.00
1013660	- Programs Water Quality	63640 - Mat Eq Wat Samp Field Supp	AP	358 - McMaster Carr Supply Co	111.39
1013660	- Programs Water Quality	63640 - Mat Eq Wat Samp Field Supp	AP	474 - VWR International	111.45
1013660	- Programs Water Quality	68060 - Mat Lab PH BufferSolutn	AP	474 - VWR International	830.80
1013660	- Programs Water Quality	68140 - Mat Lab PipettersDispen	AP	474 - VWR International	600.79
1013660	- Programs Water Quality	71960 - Mat Off Supp General	AP	719 - UMB Bank	228.10
1013660	- Programs Water Quality	72340 - Mat Safety Cloth Shrt/Coat/Vst	AP	2018 - FR Girls of Texas	125.23
1013660	- Programs Water Quality	72400 - Mat Safety Equip Boots Rubber	AP	321 - Jax Mercantile	150.00
1013660	- Programs Water Quality	72600 - Mat Safety Equip Resist Cloth	AP	321 - Jax Mercantile	239.65
1013660	- Programs Water Quality	83920 - Ser Maint Equip Purification	AP	428 - Evoqua Water Technologies, LLC	144.18

Northern Water

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1013660	- Programs Water Quality	86980 - Ser FS Fees Registration	AP	719 - UMB Bank	605.00
1013660	- Programs Water Quality	86990 - Ser FS Fees Shipping Charges	AP	260 - FedEx	1,207.10
1013660	- Programs Water Quality	87700 - Ser Pro Com Print Publication	AP	2066 - Circuit Media	1,755.00
1013660	- Programs Water Quality	91440 - Ser Pro Eng Water Quality	AP	311 - Hydros Consulting Inc	6,581.88
1013660	- Programs Water Quality	91440 - Ser Pro Eng Water Quality	AP	450 - Timberline Aquatics Inc	6,138.18
1013660	- Programs Water Quality	91460 - Ser Pro Eng Water Analysis	AP	180 - BSA Environmental Services	1,650.00
1013660	- Programs Water Quality	91460 - Ser Pro Eng Water Analysis	AP	308 - Hazen Research, Inc.	3,490.00
1013660	- Programs Water Quality	91460 - Ser Pro Eng Water Analysis	AP	450 - Timberline Aquatics Inc	11,800.00
1013660	- Programs Water Quality	91460 - Ser Pro Eng Water Analysis	AP	1517 - High Sierra Water Laboratory	13,760.00
1013660	- Programs Water Quality	91480 - Ser Pro Eng Water Sampling	AP	240 - United States Geological	15,901.00
1013660	- Programs Water Quality	91480 - Ser Pro Eng Water Sampling	AP	1533 - LT Environmental, Inc.	3,488.52
1013660	- Programs Water Quality	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	199.68
1013661	- Programs Water Efficiency	51470 - ExpAst Tools Hand	AP	165 - Berthoud Ace Hardware	115.95
1013661	- Programs Water Efficiency	60540 - Mat Comm Promo Hand/Giveaway	AP	719 - UMB Bank	500.34
1013661	- Programs Water Efficiency	72340 - Mat Safety Cloth Shrt/Coat/Vst	AP	2018 - FR Girls of Texas	171.69
1013661	- Programs Water Efficiency	86680 - Ser FS Fees Continuing Prof Ed	AP	368 - Mountain States Employers	377.88
1013661	- Programs Water Efficiency	87000 - Ser FS Fees Sponsorships	AP	843 - Plant Select	2,500.00
1013661	- Programs Water Efficiency	92660 - Ser Pro IT Soft Maint Subscrip	AP	719 - UMB Bank	2,088.00
1013661	- Programs Water Efficiency	93630 - Ser Rental Equip Tables Chairs	AP	719 - UMB Bank	779.88
1013662	- Programs Field Services	63300 - Mat Eq Telephone Part Accessry	AP	719 - UMB Bank	157.69
1013662	- Programs Field Services	70160 - Mat MR Hrdwr Accessories	AP	719 - UMB Bank	259.48
1013662	- Programs Field Services	72740 - Mat Scada Cellular	AP	184 - Campbell Scientific	2,541.22
1013662	- Programs Field Services	96680 - Ser UT Communication SCADA	AP	472 - Verizon Wireless	2,892.34
1013662	- Programs Field Services	96690 - Ser UT Comm Mobile Data Plan	AP	472 - Verizon Wireless	108.00
1013662	- Programs Field Services	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	383.25
1013664	- Programs South Platte Special Projects	91500 - Ser Pro Eng Water Resource	AP	212 - Colorado State University	10,000.00

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1013668	- Programs Real Estate	87080 - Ser FS Fees Tuitions	AP	32 - Brian Flockhart	207.00
1013668	- Programs Real Estate	96340 - Ser Travel Transport Airfare	AP	719 - UMB Bank	336.60
1013668	- Programs Real Estate	96690 - Ser UT Comm Mobile Data Plan	AP	472 - Verizon Wireless	108.00
1013670	- Programs Irrigation Management	70160 - Mat MR Hrdwr Accessories	AP	719 - UMB Bank	265.99
1013670	- Programs Irrigation Management	96680 - Ser UT Communication SCADA	AP	472 - Verizon Wireless	443.84
1013670	- Programs Irrigation Management	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	173.78
1013671	- Programs Records	86820 - Ser FS Fees Licensing	AP	528 - Open Text Inc.	247.82
1013671	- Programs Records	87220 - Ser FS Sub Magazine Subscrip	AP	158 - AWRA Colorado	195.00
1013672	- Programs Communications	51290 - ExpAst Sound Sys Speakers/Acc	AP	719 - UMB Bank	167.84
1013672	- Programs Communications	71560 - Mat Off Badges Tags	AP	719 - UMB Bank	250.61
1013672	- Programs Communications	71960 - Mat Off Supp General	AP	719 - UMB Bank	1,291.12
1013672	- Programs Communications	86700 - Ser FS Fees Contributions	AP	212 - Colorado State University	500.00
1013672	- Programs Communications	86880 - Ser FS Fees Membership Dues	AP	1507 - Rocky Mountain Conservancy	100.00
1013672	- Programs Communications	86880 - Ser FS Fees Membership Dues	AP	1603 - Special District Association	1,650.00
1013672	- Programs Communications	86980 - Ser FS Fees Registration	AP	719 - UMB Bank	939.00
1013672	- Programs Communications	87000 - Ser FS Fees Sponsorships	AP	351 - Mad Science of Denver	415.00
1013672	- Programs Communications	87000 - Ser FS Fees Sponsorships	AP	1171 - BizWest	4,000.00
1013672	- Programs Communications	87040 - Ser FS Fees Symposium	AP	1542 - Spectra Food Services	7,248.02
1013672	- Programs Communications	87520 - Ser Pro Com Film Production	AP	1862 - Moxiecran Media LLC	7,100.00
1013672	- Programs Communications	92480 - Ser Pro IT Network Security	AP	1260 - TotalDiscovery, LLC	990.00
1013672	- Programs Communications	96100 - Ser Travel Lodging Hotel	AP	719 - UMB Bank	527.60
1013672	- Programs Communications	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	151.32
1013673	- Programs Water Scheduling	51215 - ExpAst Rad/Tel Smart Phones	AP	472 - Verizon Wireless	299.99
1013673	- Programs Water Scheduling	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	240.81
1013674	- Programs Information Technology	50015 - ExpAst Com Desktop Tower	AP	316 - Insight Public Sector Inc	7,617.67
1013674	- Programs Information Technology	50090 - ExpAst Com Network Equipment	AP	316 - Insight Public Sector Inc	10,524.02

Northern Water

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity	Account Category	System	Vendor	Amount
1013674 - Programs Information Technology	50090 - ExpAst Com Network Equipment	AP	719 - UMB Bank	532.98
1013674 - Programs Information Technology	50090 - ExpAst Com Network Equipment	AP	1639 - CCS Presentation Systems	3,270.00
1013674 - Programs Information Technology	50270 - ExpAst Com Tablet	AP	472 - Verizon Wireless	25,999.80
1013674 - Programs Information Technology	50270 - ExpAst Com Tablet	AP	719 - UMB Bank	1,455.57
1013674 - Programs Information Technology	51215 - ExpAst Rad/Tel Smart Phones	AP	472 - Verizon Wireless	5,599.86
1013674 - Programs Information Technology	61320 - Mat Comp Software Supplies	AP	1691 - Transpara, LLC.	2,390.00
1013674 - Programs Information Technology	61400 - Mat Comp Supp Magnetic	AP	386 - Office Depot	338.75
1013674 - Programs Information Technology	61400 - Mat Comp Supp Magnetic	AP	719 - UMB Bank	2,974.03
1013674 - Programs Information Technology	63300 - Mat Eq Telephone Part Accessry	AP	719 - UMB Bank	159.96
1013674 - Programs Information Technology	92020 - Ser Pro IT Application Soft	AP	316 - Insight Public Sector Inc	677.79
1013674 - Programs Information Technology	92020 - Ser Pro IT Application Soft	AP	368 - Employer's Council Services	768.00
1013674 - Programs Information Technology	92020 - Ser Pro IT Application Soft	AP	1709 - WhosOnLocation Limited	1,345.00
1013674 - Programs Information Technology	92020 - Ser Pro IT Application Soft	AP	2108 - Smartsheet	1,188.00
1013674 - Programs Information Technology	92140 - Ser Pro IT Cloud	AP	719 - UMB Bank	139.95
1013674 - Programs Information Technology	92360 - Ser Pro IT GIS Training	AP	719 - UMB Bank	1,300.00
1013674 - Programs Information Technology	92400 - Ser Pro IT Hard Maint Subscrip	AP	719 - UMB Bank	113.30
1013674 - Programs Information Technology	92400 - Ser Pro IT Hard Maint Subscrip	AP	1639 - CCS Presentation Systems	645.00
1013674 - Programs Information Technology	92440 - Ser Pro IT Install Peripherals	AP	139 - All Copy Products	2,399.51
1013674 - Programs Information Technology	92520 - Ser Pro IT Networking Services	AP	194 - City of Longmont	209.85
1013674 - Programs Information Technology	92520 - Ser Pro IT Networking Services	AP	270 - Front Range Internet	149.95
1013674 - Programs Information Technology	92520 - Ser Pro IT Networking Services	AP	472 - Verizon Wireless	616.28
1013674 - Programs Information Technology	92520 - Ser Pro IT Networking Services	AP	1213 - AllStream	1,172.58
1013674 - Programs Information Technology	92520 - Ser Pro IT Networking Services	AP	1285 - Comcast	5,022.90
1013674 - Programs Information Technology	92660 - Ser Pro IT Soft Maint Subscrip	AP	316 - Insight Public Sector Inc	63,144.24
1013674 - Programs Information Technology	96690 - Ser UT Comm Mobile Data Plan	AP	472 - Verizon Wireless	460.68
1013674 - Programs Information Technology	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	901.99

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1013676	- Programs Emergency & Security	71960 - Mat Off Supp General	AP	719 - UMB Bank	118.89
1013676	- Programs Emergency & Security	93080 - Ser Pro Sec Emergency Planning	AP	1562 - Globalstar USA, LLC	4,146.39
1013676	- Programs Emergency & Security	96275 - Ser Travel Meal Business	AP	719 - UMB Bank	315.10
1013676	- Programs Emergency & Security	96380 - Ser Travel Transport Auto Rent	AP	719 - UMB Bank	261.98
1013677	- Capital Improvements	86980 - Ser FS Fees Registration	AP	159 - AWWA	555.00
1013678 Engineering	- Programs Instrumentation Control & Electrical	60520 - Mat Comm Garm Jacket Shirt	AP	2018 - FR Girls of Texas	291.86
1013678 Engineering	- Programs Instrumentation Control & Electrical	60900 - Mat Comp Hardware	AP	719 - UMB Bank	368.96
1013678 Engineering	- Programs Instrumentation Control & Electrical	70160 - Mat MR Hrdwr Accessories	AP	281 - Grainger	122.53
1013678 Engineering	- Programs Instrumentation Control & Electrical	70160 - Mat MR Hrdwr Accessories	AP	719 - UMB Bank	363.03
1013678 Engineering	- Programs Instrumentation Control & Electrical	86880 - Ser FS Fees Membership Dues	AP	837 - International Society of	130.00
1013678 Engineering	- Programs Instrumentation Control & Electrical	96275 - Ser Travel Meal Business	AP	59 - Jim Nguyen	215.44
1013678 Engineering	- Programs Instrumentation Control & Electrical	96275 - Ser Travel Meal Business	AP	719 - UMB Bank	235.58
1013678 Engineering	- Programs Instrumentation Control & Electrical	96690 - Ser UT Comm Mobile Data Plan	AP	472 - Verizon Wireless	129.60
1013678 Engineering	- Programs Instrumentation Control & Electrical	96800 - Ser UT Telephone Cellular	AP	472 - Verizon Wireless	243.68
1013679	- Programs Safety	72380 - Mat Safety Equip Boots	AP	719 - UMB Bank	179.99
1013679	- Programs Safety	72415 - Mat Safety Equip Ergonomics	AP	719 - UMB Bank	534.91
1013679	- Programs Safety	72500 - Mat Safety Equip Fall Protectn	AP	520 - Tool & Anchor Supply	1,039.96
1013679	- Programs Safety	72540 - Mat Safety Equip Head/Ear/Face	AP	2097 - Visions of Video	6,560.00
1013679	- Programs Safety	72580 - Mat Safety Equip Netting	AP	281 - Grainger	182.70
1013679	- Programs Safety	72680 - Mat Safety Traffic Cones	AP	719 - UMB Bank	329.95
1013679	- Programs Safety	72700 - Mat Safety Traffic Marker	AP	719 - UMB Bank	621.69
1013679	- Programs Safety	86940 - Ser FS Fees Professional Assoc	AP	505 - Colorado Department of Public	175.00

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1013679	- Programs Safety	89800 - Ser Pro CS Safety Consulting	AP	2080 - Anfeald, LLC.	1,824.00
1013680	- Programs Financial Services	71820 - Mat Off Foods Box Lunches	AP	532 - Silver Mine Subs	157.28
1013680	- Programs Financial Services	86880 - Ser FS Fees Membership Dues	AP	719 - UMB Bank	105.00
1013680	- Programs Financial Services	86980 - Ser FS Fees Registration	AP	719 - UMB Bank	1,125.00
1013680	- Programs Financial Services	87200 - Ser FS Sub Internet Subscrip	AP	719 - UMB Bank	467.88
1013680	- Programs Financial Services	87460 - Ser Pro Com Bookbinding	AP	192 - Citizen Printing Company Inc	556.50
1013680	- Programs Financial Services	91780 - Ser Pro Fin Securities Price	AP	1177 - ICE Data Services, Inc.	141.21
1013680	- Programs Financial Services	91800 - Ser Pro Fin Fixed Income Adv	AP	600 - PFM Asset Management LLC	2,444.84
1013680	- Programs Financial Services	91920 - Ser Pro Fin Safekeep Custodial	AP	456 - U S Bank	639.85
1065131	- USBR ANS Projects	82200 - Ser Maint Build Welding	AP	2120 - Concept Fabrication, LLC	253.30
1065131	- USBR ANS Projects	83060 - Ser Maint Equip Gates	AP	1349 - Larimer County	10,023.11
1065134	- Northern Water Fiber Connectivity	90420 - Ser Pro Eng Control Systems	AP	236 - Dewberry Engineers Inc.	171.00
1065140	- System Condition Assessment	90340 - Ser Pro Eng Civil	AP	1611 - Mott MacDonald	16,991.50
1065165	- Cottonwood Siphon Rehab	90340 - Ser Pro Eng Civil	AP	236 - Dewberry Engineers Inc.	26,199.50
1065167	- Poudre River Chute	90340 - Ser Pro Eng Civil	AP	2069 - Alden Research Laboratory, Inc	44,356.55
1065168	- Facilities Berthoud Campus Improvement	10640 - Cap Const Build Imp Bldg A	AP	1993 - Midwest Services Group	140.00
1065168	- Facilities Berthoud Campus Improvement	10660 - Cap Const Build Imp Bldg B	AP	2040 - Sun Construction & Facility	277,523.00
1065168	- Facilities Berthoud Campus Improvement	50090 - ExpAst Com Network Equipment	AP	316 - Insight Public Sector Inc	796.04
1065168	- Facilities Berthoud Campus Improvement	50090 - ExpAst Com Network Equipment	AP	719 - UMB Bank	6,483.65
1065168	- Facilities Berthoud Campus Improvement	65800 - Mat Grounds Rock/Stone	AP	320 - Jake Kauffman & Son, Inc	2,513.45
1065168	- Facilities Berthoud Campus Improvement	66500 - Mat Jan Sup Dispensers	AP	281 - Grainger	143.92
1065168	- Facilities Berthoud Campus Improvement	68960 - Mat MR Bldg Construction Mat	AP	719 - UMB Bank	861.34
1065168	- Facilities Berthoud Campus Improvement	71700 - Mat Off Equip Office Machines	AP	281 - Grainger	138.20
1065168	- Facilities Berthoud Campus Improvement	71700 - Mat Off Equip Office Machines	AP	421 - Sams Club/Synchrony Bank	1,783.66
1065168	- Facilities Berthoud Campus Improvement	71960 - Mat Off Supp General	AP	281 - Grainger	662.70
1065168	- Facilities Berthoud Campus Improvement	86930 - Ser FS Fees Permits	AP	719 - UMB Bank	738.00

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW10 District - Colorado-Big Thompson

Activity		Account Category	System	Vendor	Amount
1065168	- Facilities Berthoud Campus Improvement	88320 - Ser Pro CS Architectural	AP	1627 - RB + B Architects, Inc.	11,832.24
1065168	- Facilities Berthoud Campus Improvement	90940 - Ser Pro Eng Inspecting Struct	AP	1789 - CTL Thompson	4,479.00
1065168	- Facilities Berthoud Campus Improvement	93700 - Ser Rental Equip Const Equip	AP	2002 - Titan Rentals	685.00
1065168	- Facilities Berthoud Campus Improvement	95220 - Ser Rental Equip Tractors	AP	2002 - Titan Rentals	1,510.00
1065177	- Canal Rehab Projects	90340 - Ser Pro Eng Civil	AP	1729 - WEST Consultants, Inc.	880.00
1065181	- ERP Software	92680 - Ser Pro IT Software Upgrade	AP	1643 - RPI Consultants	3,675.00
1065183	- Granby Dam Repairs Improvement Projects	69030 - Mat MR Bldg Filter Fabric	AP	537 - Bowman Construction	906.16
1065183	- Granby Dam Repairs Improvement Projects	93520 - Ser Rental Equip Backhoe	AP	796 - Honnen Equipment	5,380.00
1065189	- Munroe Canal Improvement Projects	90340 - Ser Pro Eng Civil	AP	2070 - Lithos Engineering	27,465.20
1082840	- Fleet Passenger Vehicles	14260 - Cap FL Pass Veh Hybrid Sedan	AP	2048 - Autonation Toyota Arapahoe	26,474.00
1083865	- Office Equipment	12920 - Cap Eq Off Copy Machine	AP	139 - All Copy Products	5,636.00
				SUBTOTAL	**1,078,505.72**

APPLICATIONS FOR CHANGE
OF COLORADO-BIG THOMPSON PROJECT
WATER ALLOTMENT CONTRACTS

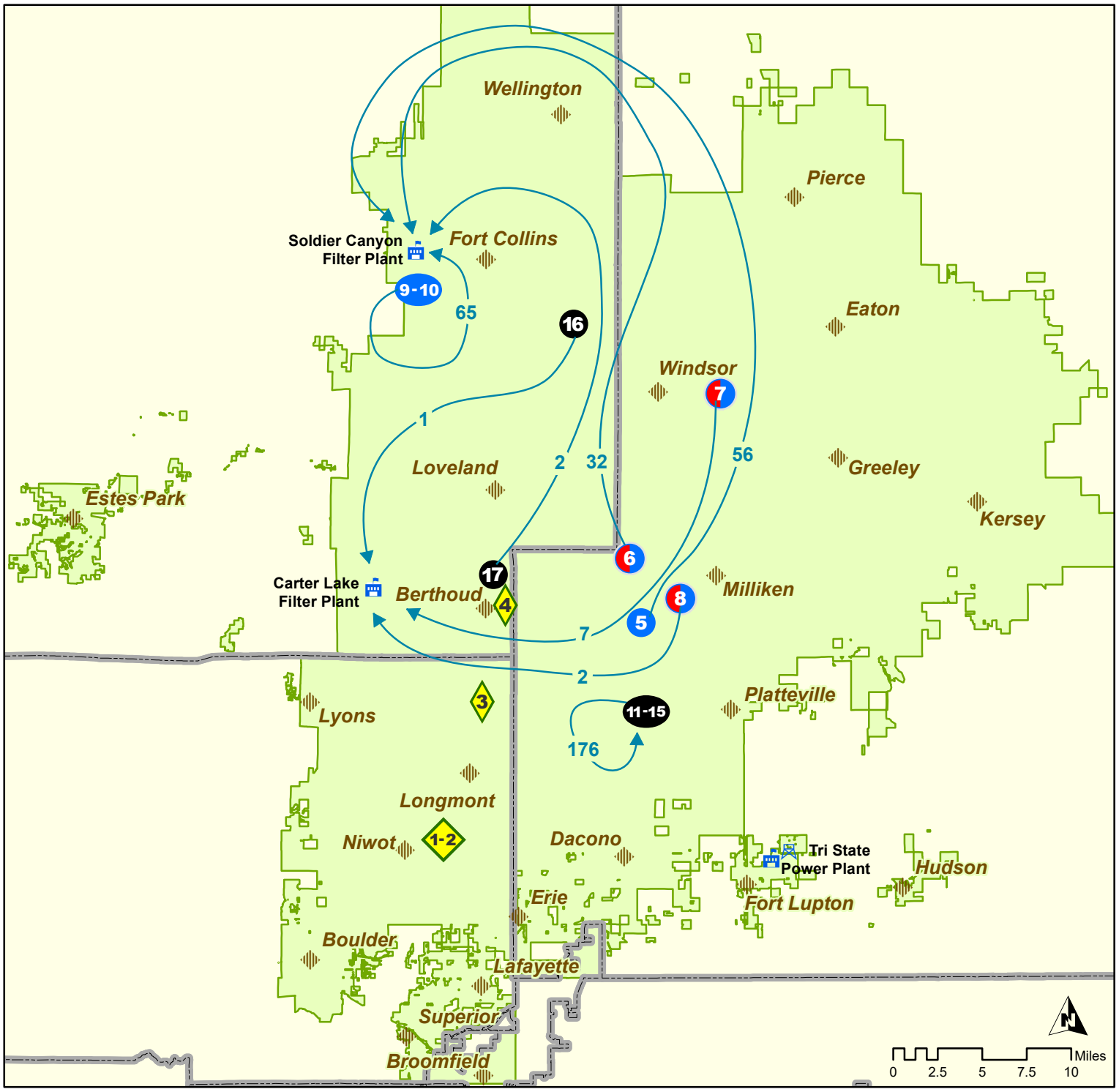
June 13, 2019

Current Allottee / Co-Applicant	S.T.R.	Acre-Foot Units	New Allottees	S.T.R.	% of Total Water Supply Base CBT	Acre Foot Units
STANDARD APPLICATIONS						
Name Changes						
1. Brunner, John H. et al.	29-2-69	**03**	Brunner, Patricia H.	29-2-69		**03**
2. Brunner, John H. et al.	29-2-69	**05**	Brunner, Patricia H.	29-2-69		**05**
3. ACME Investments, LLC	14-3-69	**15**	Bodhi Land Holdings LLC	14-3-69		**15**
4. Hergenreter, Joann M. et al.	24-4-69	**10**	Hergenreter, William J.	24-4-69		**10**
Allotment Transfers						
5. Kirby, Delbert Arthur et al.	29-4-67	**56**	Town of Severance	TU		**56**
6. DEVCO Investors, LLC	6-4-67	**80**	DEVCO Investors, LLC Town of Severance	6-4-67 TU		**48** **32**
7. Twenty Five Farm, LLC	13-6-67	**50**	Twenty Five Farm, LLC Little Thompson Water District	13-6-67 Corp		**43** **07**
8. Zabka Farms Inc.	15-4-67	**04**	Zabka Farms Inc. City of Dacono	15-4-67 TU		**02** **02**
9. Fort Collins-Loveland Water District	Corp	**60**	North Weld County Water District	Corp		**60**
10. Fort Collins-Loveland Water District	Corp	**05**	North Weld County Water District	Corp		**05**
INACTIVE ACCOUNT TRANSFERS						
11. Fredon LLC	19-3-67	**02**	Fredon LLC	Inactive Account		**02**
12. Fredon LLC	19/20-3-67	**03**	Fredon LLC	Inactive Account		**03**

13. Fredon LLC	19/20-3-67	**23**	Fredon LLC	Inactive Account	**23**
14. Fredon LLC	19-3-67	**40**	Fredon LLC	Inactive Account	**40**
15. Fredon LLC	19/20-3-67	**108**	Fredon LLC	Inactive Account	**108**
16. Estate of William Lee Gallatin	Inactive Account	**01**	Town of Milliken	TU	**01**
17. Northern Colorado Water Conservancy District	Inactive Account	**02**	Northern Colorado Water Association	Corp	**02**
27% moving to domestic	**TOTAL**	**467**		**TOTAL**	**467**

NORTHERN WATER INACTIVE ACCOUNT SUMMARY

	Transfers In	Transfers Out	Number of Units
Beginning Balance on 04/11/19			**56**
Board Approval Transfers:			
05/9/2019 Ray-Glo Holsteins LLC		**06**	
Non-Board Approval Transfers:			
Ending Balance on 05/09/19			**50**



Allotment Transfers

June 13th, 2019

Northern Water

- Current Allottee
- Some Retained by Allottee
- Name change
- Arrows indicates direction of transfer
- NW Boundaries
- Applicant
- Inactive Account
- Name Change Inactive Account
- Corrective Action
- County Boundaries

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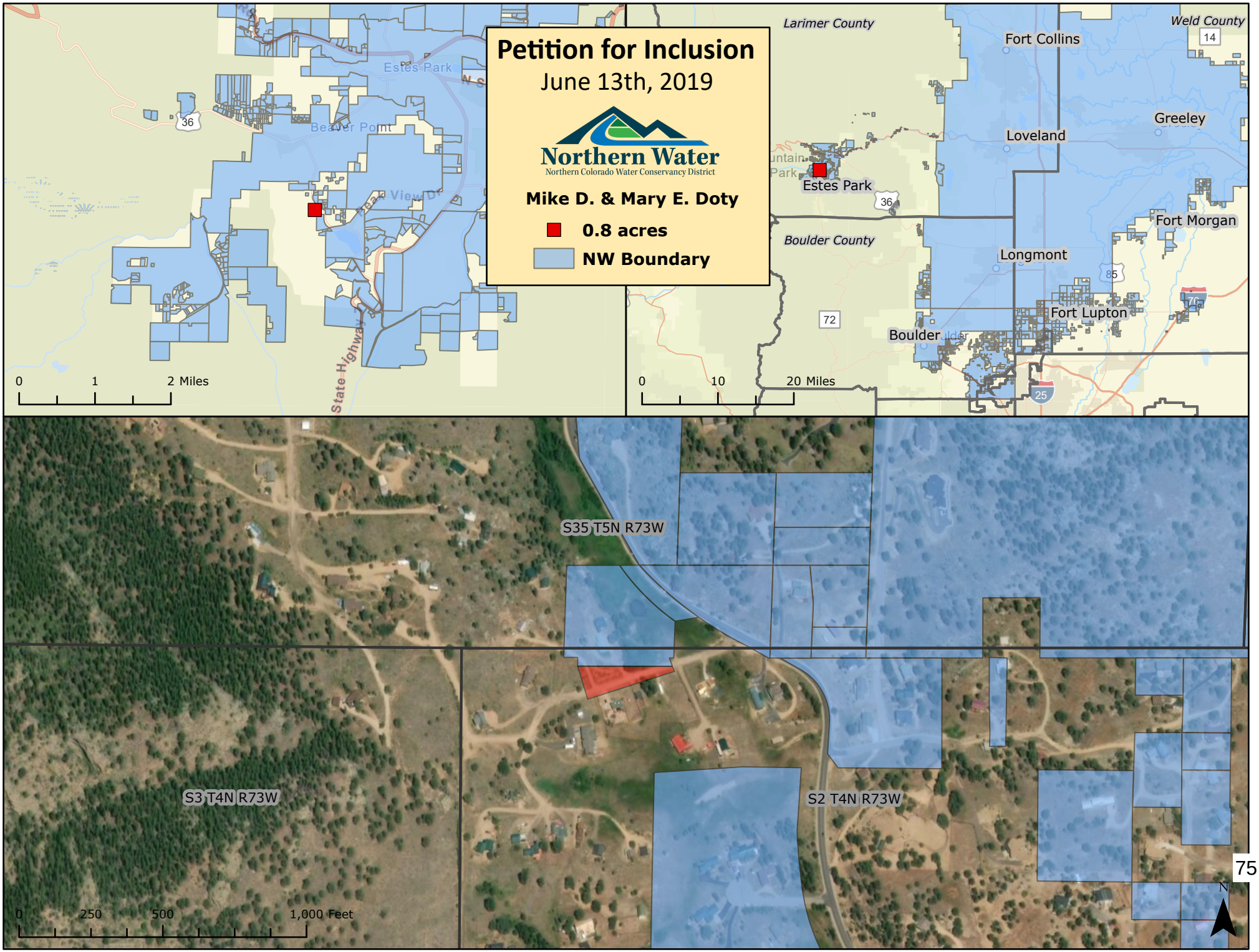

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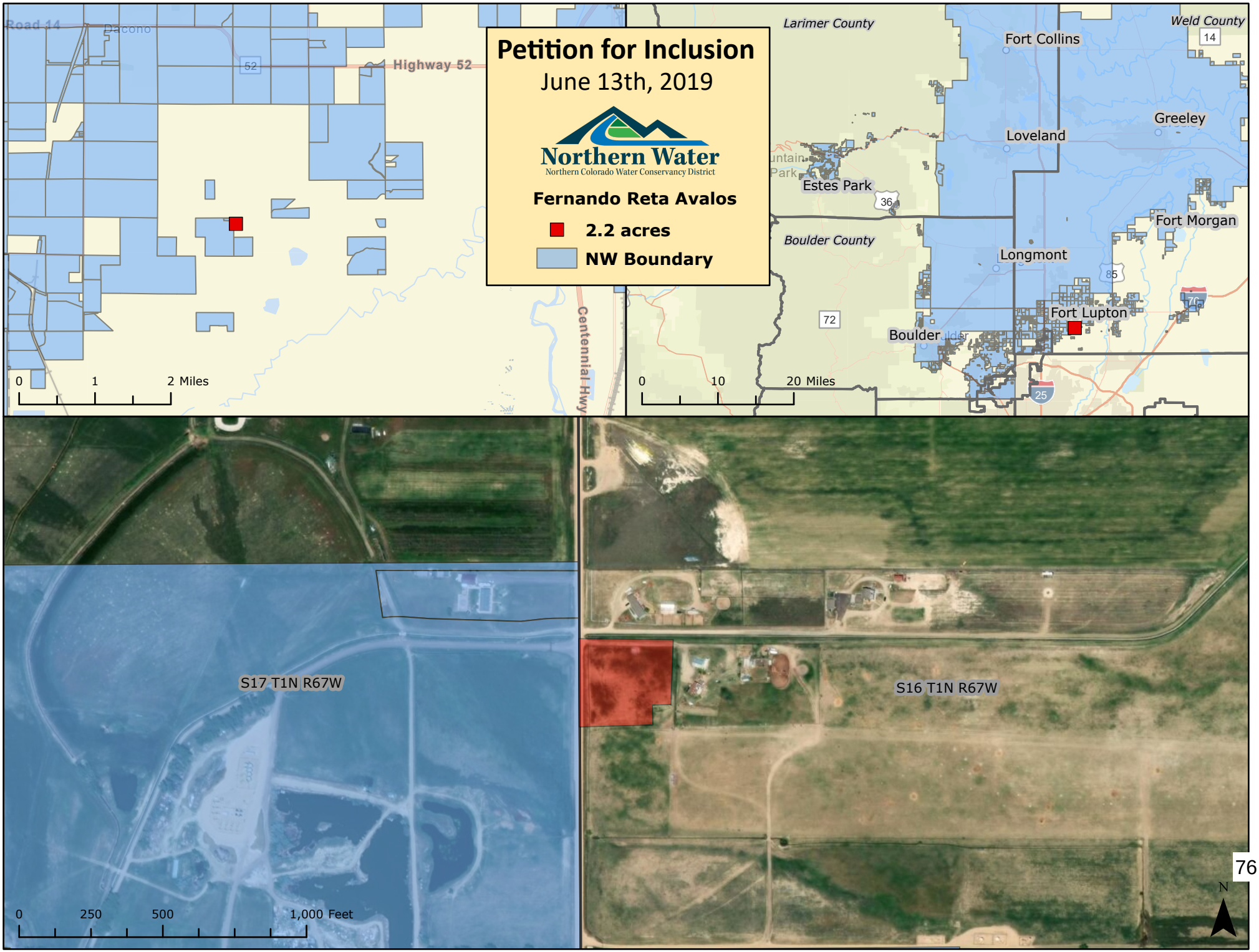

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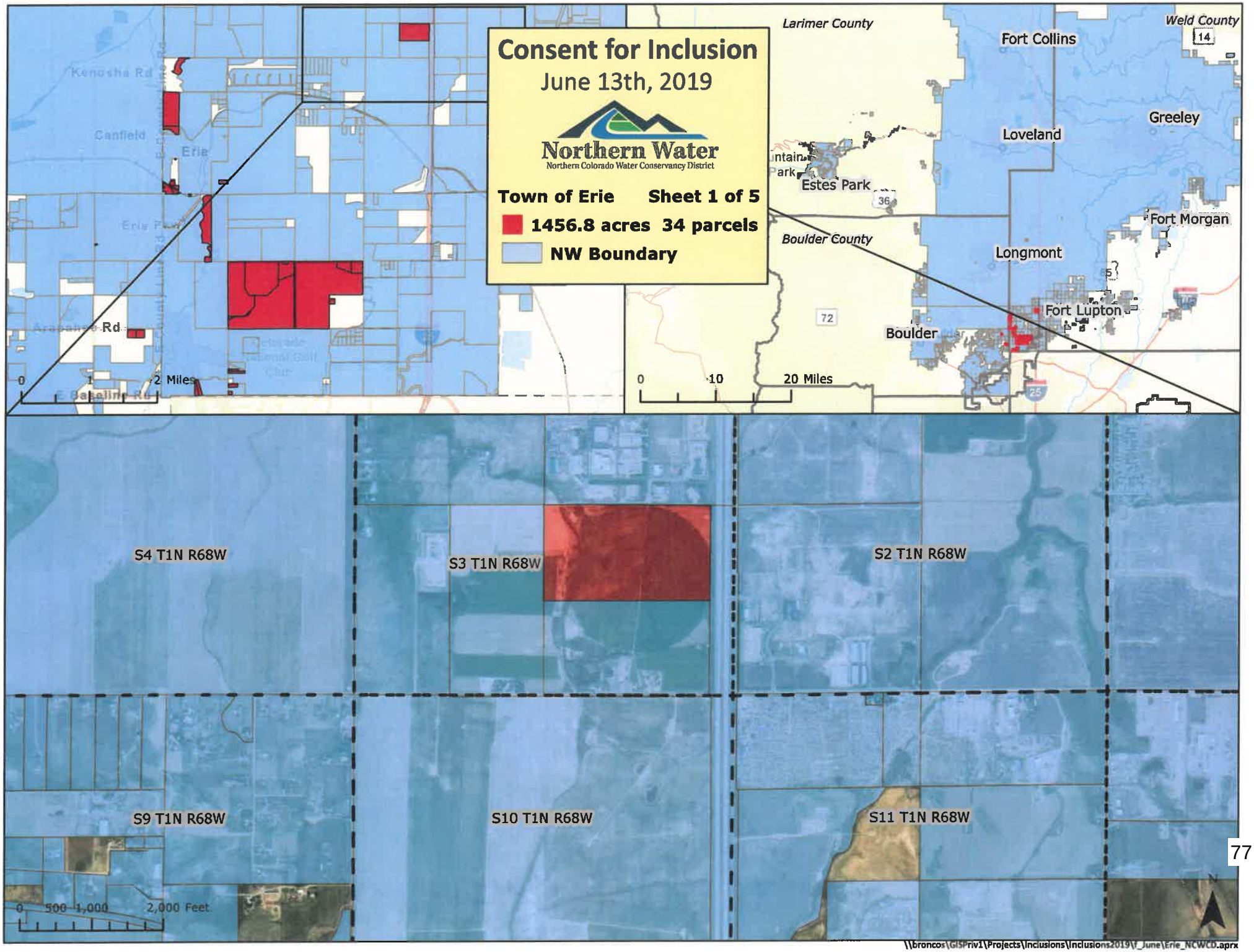
Consent for Inclusion
June 13th, 2019
Northern Water
Northern Colorado Water Conservancy District
Town of Erie
Sheet 1 of 5
1456.8 acres 34 parcels
NW Boundary
Larimer County
Weld County
Fort Collins
Greeley
Loveland
Estes Park
Boulder County
Longmont
Fort Morgan
Fort Lupton
Boulder
Kenosha Rd
Canfield
Erie
Arapahoe Rd
0 1 2 Miles
0 10 20 Miles
S4 T1N R68W
S3 T1N R68W
S2 T1N R68W
S9 T1N R68W
S10 T1N R68W
S11 T1N R68W
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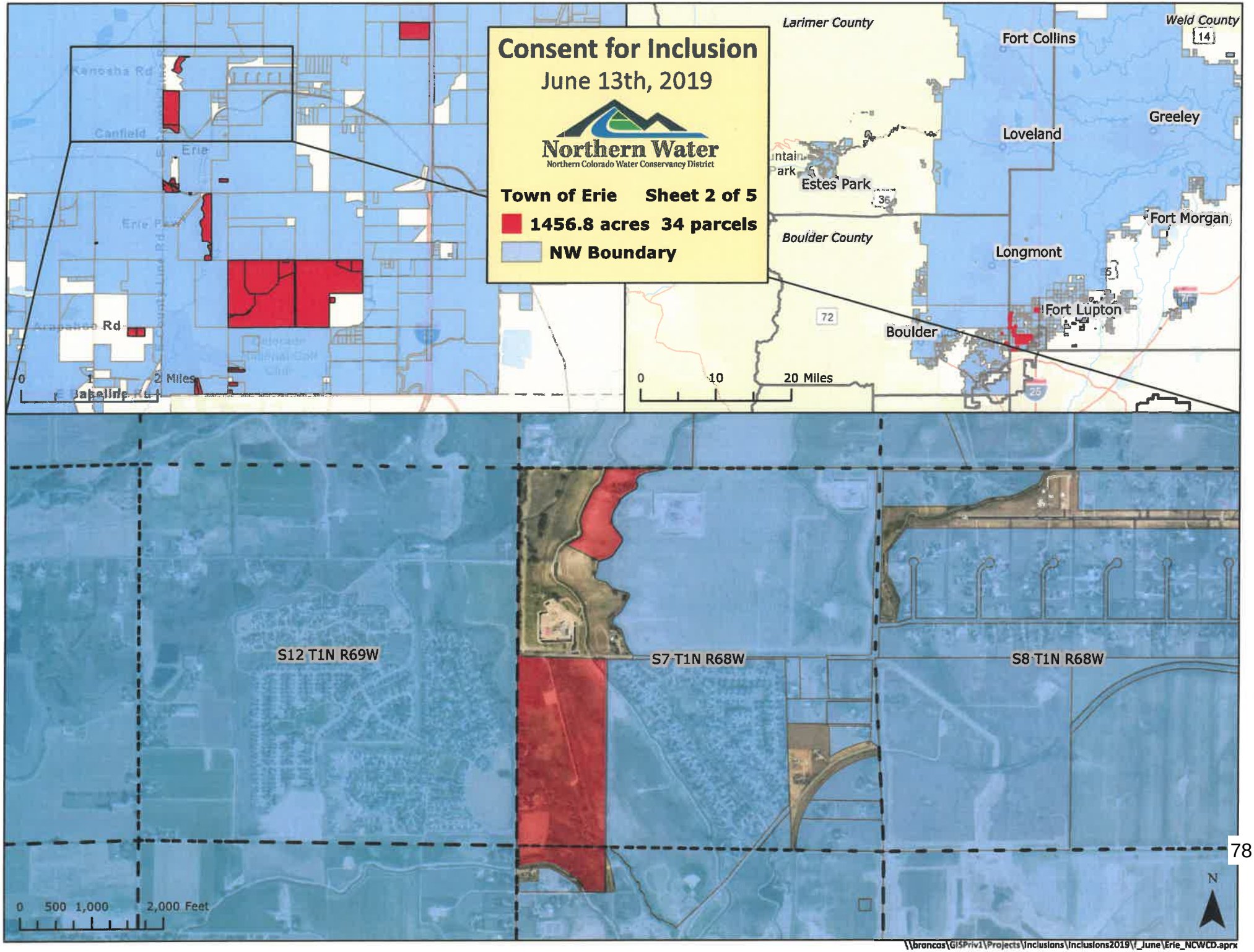
Consent for Inclusion
June 13th, 2019
Northern Water
Northern Colorado Water Conservancy District
Town of Erie Sheet 2 of 5
1456.8 acres 34 parcels
NW Boundary
Larimer County
Weld County
Fort Collins
Greeley
Loveland
Estes Park
Boulder County
Longmont
Fort Morgan
Fort Lupton
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Canfield
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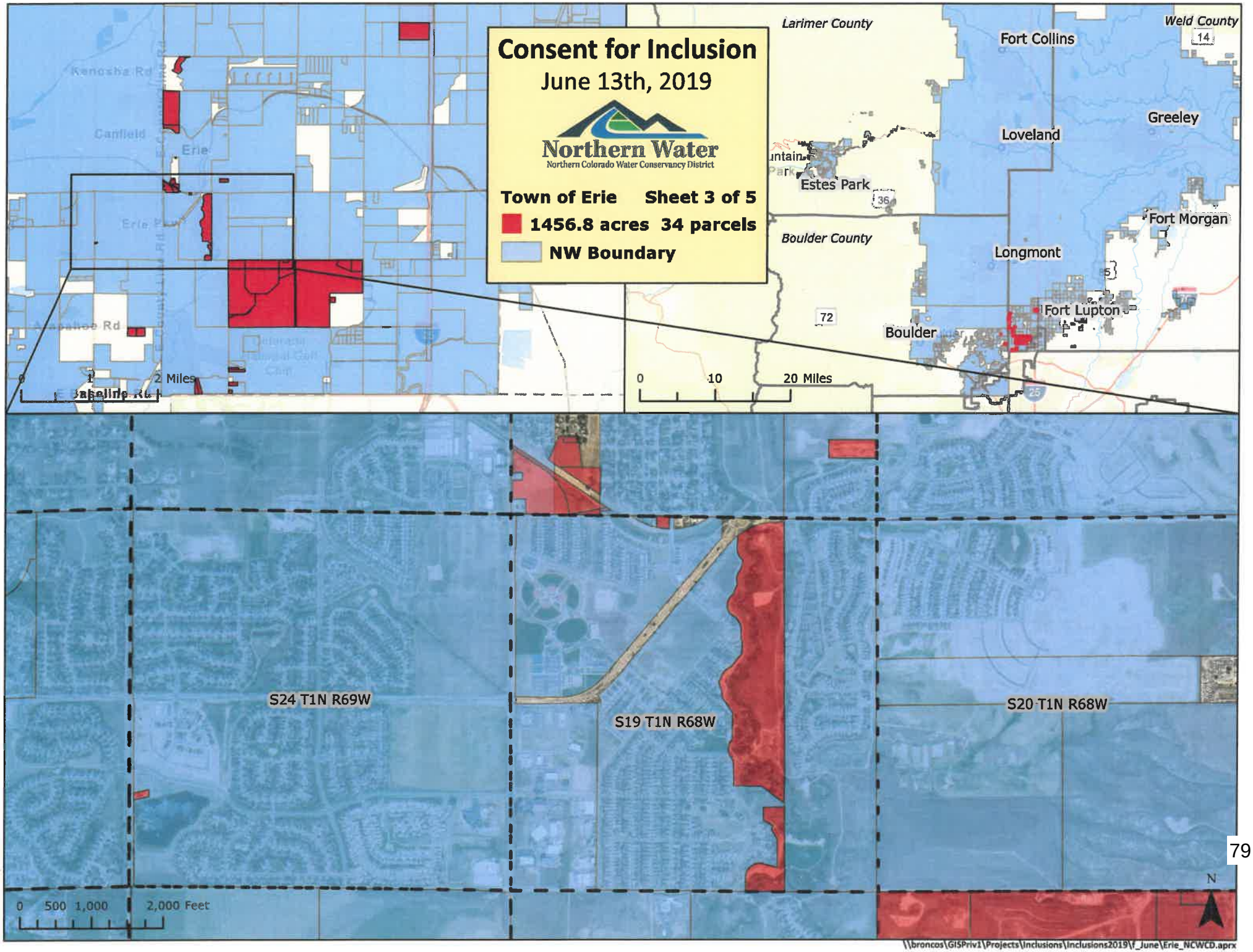
Consent for Inclusion
June 13th, 2019
Northern Water
Northern Colorado Water Conservancy District
Town of Erie Sheet 3 of 5
1456.8 acres 34 parcels
NW Boundary
Larimer County
Weld County
Fort Collins
Greeley
Loveland
Estes Park
Boulder County
Longmont
Fort Morgan
Fort Lupton
Boulder
Canfield
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Kenosha Rd
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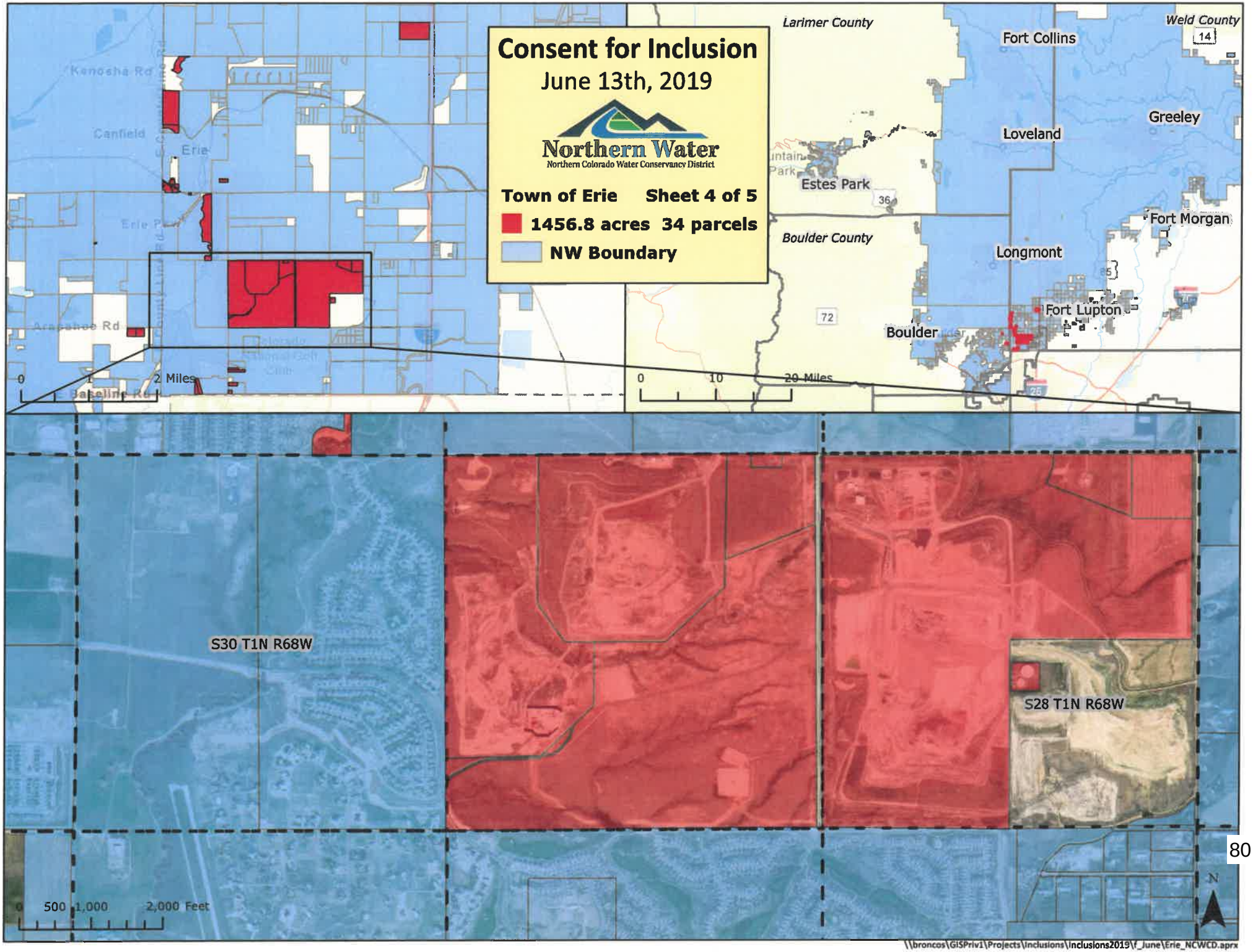
Consent for Inclusion
June 13th, 2019
Northern Water
Northern Colorado Water Conservancy District
Town of Erie Sheet 4 of 5
1456.8 acres 34 parcels
NW Boundary
Larimer County
Weld County
Fort Collins
Greeley
Loveland
Estes Park
Boulder County
Longmont
Fort Morgan
Fort Lupton
Boulder
Kenosha Rd
Canfield
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Arapahoe Rd
Jaeger Rd
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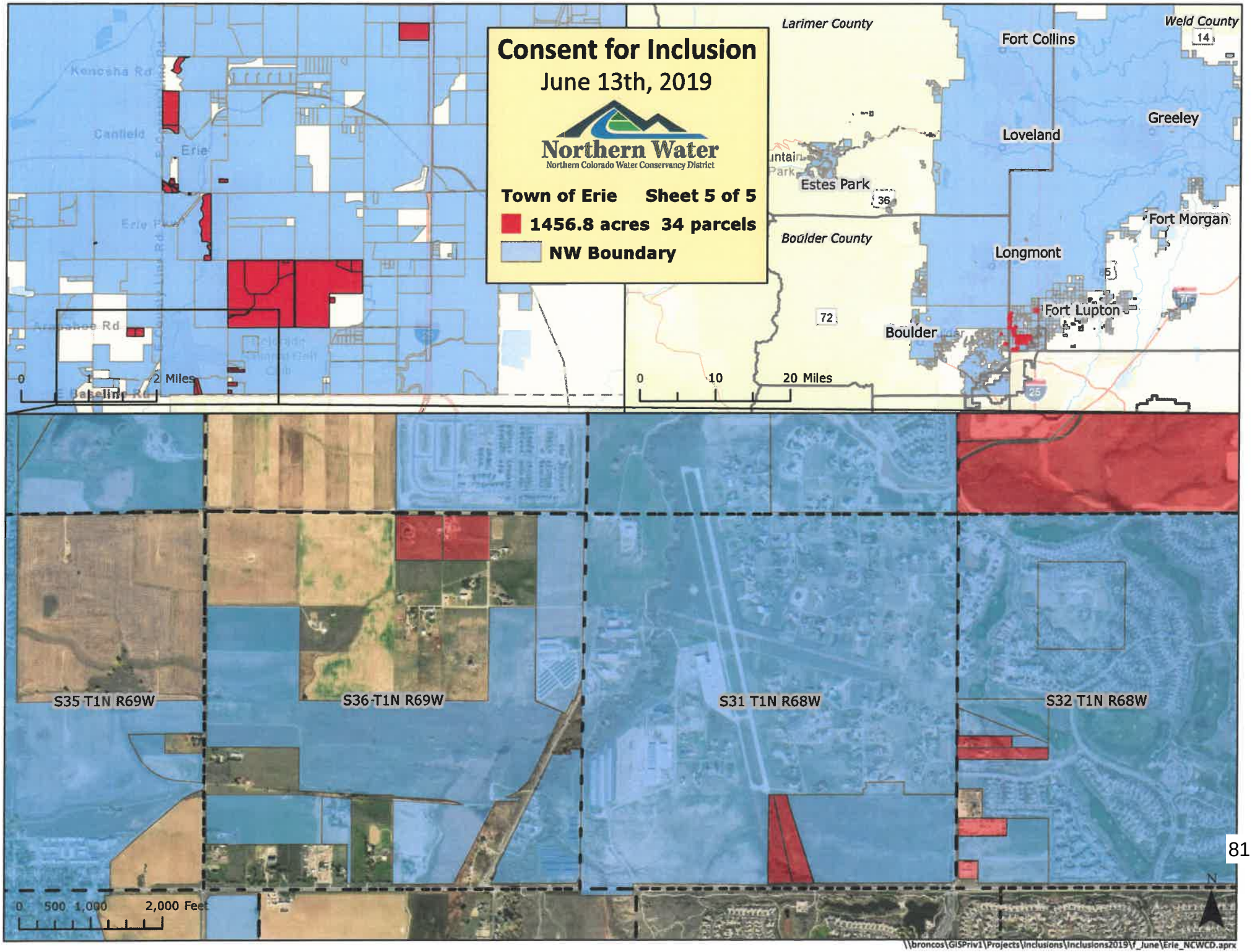
Consent for Inclusion
June 13th, 2019
Northern Water
Northern Colorado Water Conservancy District
Town of Erie
Sheet 5 of 5
1456.8 acres 34 parcels
NW Boundary
Larimer County
Weld County
Fort Collins
Greeley
Loveland
Estes Park
Fort Morgan
Boulder County
Longmont
Fort Lupton
Boulder
Kenosha Rd
Canfield
Erie
Erie Pkwy
Arapahoe Rd
E Baseline Rd
0 1 2 Miles
0 10 20 Miles
S35 T1N R69W
S36 T1N R69W
S31 T1N R68W
S32 T1N R68W
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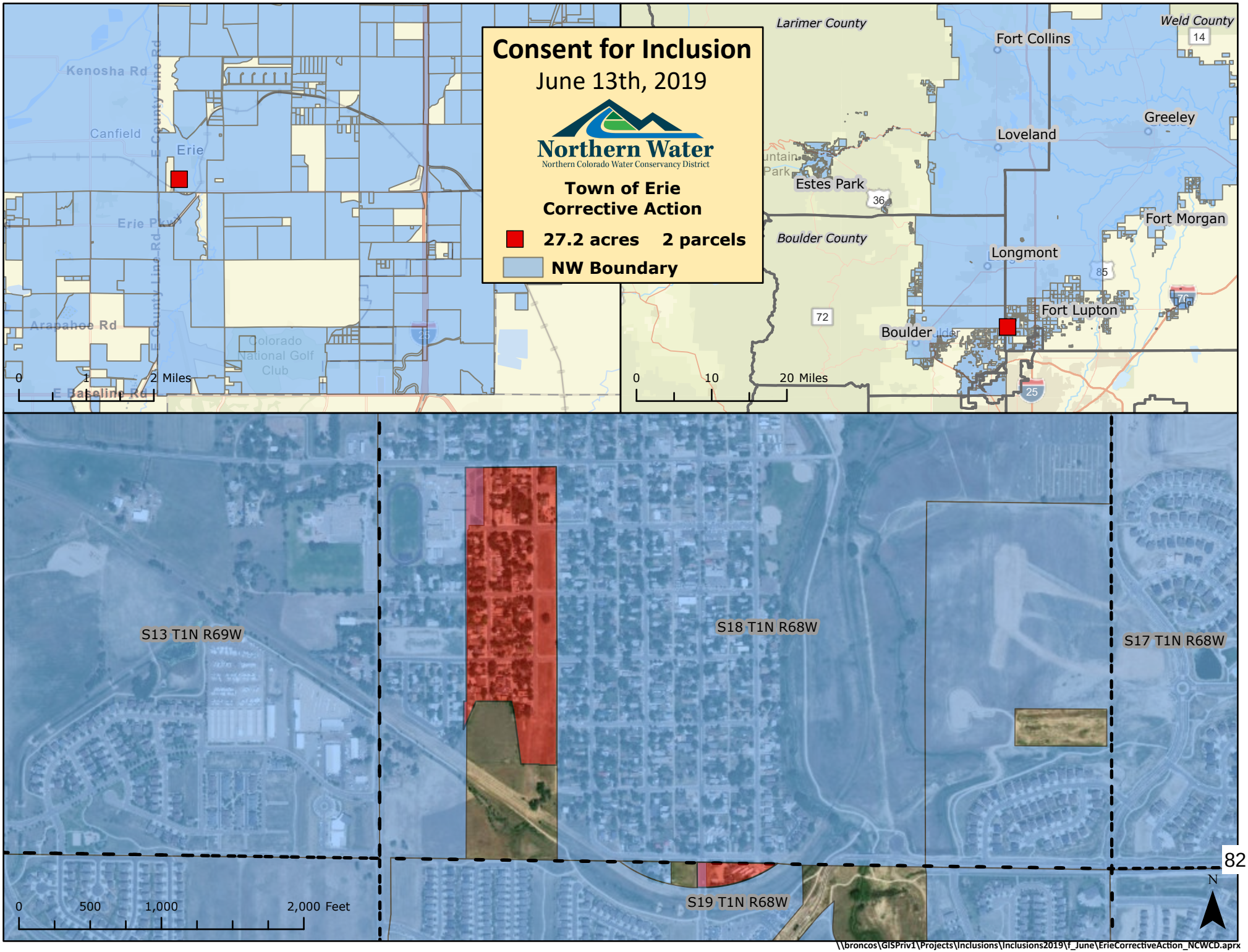

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Colorado-Big Thompson and Northern Water
Operations and Maintenance Report

June 2019

Campus Development

Modular 1 is finished and began seeing staff from Distribution Systems and Safety departments move in on May 27. Modular 2 units began arriving on-site on May 28. Installation crews will begin the process of assembling the modular units together and utilities will be connected. Northern Water staff will put the finishing touches on the building in preparation for employees to move in starting July 15. Striping has been painted from Building A to the modulars to remind drivers of pedestrian traffic.

Modular 1 (left) and Modular 2

An Invitation to Bid for the Yard Expansion / South Site Work will be published on BidNet June 6th.

Colorado-Big Thompson Project

Scanloch Shore Armoring Project

The Collection Systems Department has been working with land owners, homeowners, and the Bureau of Reclamation to armor a shore ain the southwest corner of Lake Granby referred to as the Scanloch area. Collections crews have placed approximately 600 yards of rip rap quarried and hauled from the Northern Water quarry near Willow Creek Reservoir. This project required working with the Bureau of Reclamation to ensure that permits were in place before the work could be done.

Site preparation for Placement of rip rap in Scanloch area along the shore of Lake Granby.

Weir Calibration at Gage Downstream of Lake Granby

The Capital Improvements Department worked with crews from Collections, the Bureau of Reclamation, and the United States Geological Services to perform calibration of the weir at the gage below Lake Granby. This project required staging water in increments from 60 cfs up to 200 cfs with water measurements occurring at each increment to establish a new rating table for the site. Afterwards, the crew reduced flows in 25cfs increments to allow fish to stay with river levels and not become stranded.

USGS crews performing flow measurements at Lake Granby downstream gaging site.

Completed Lake Granby downstream gaging site.

V-Notch Weir at Horsetooth Dam

The Distribution Systems Department fabricated and installed a concrete V-notch weir to measure seepage just north of Horsetooth Dam. These structures are critical in monitoring seepage from the canals and dams.

New seepage measurement weir located north of Horsetooth Dam

West Slope Fiber Optic Network

After 20 plus years, west slope facilities are now linked by fiber optics. This effort was made possible through partnerships with Western Area Power Administration, Mountain Parks Electric and Tri-State Generation and Transmission Association. WAPA spliced the necessary link between the Farr Pump Plant and Granby Tap on Tuesday, May 22. On Wednesday May 23, at 1:00 PM, the District made the switch from radios to fiber. This is a remarkable milestone for Northern Water.

Installation of fiber optic cabling on WAPA's new 138 kV transmission line was a key link in the west slope fiber optic network.

Safety Program

Safety Officer Todd Klimkowsky has been worked on revising Northern Water's written Safety Program Manual. He has revised the PPE policy within the safety program to include the addition of Flame-Resistant clothing. He has also rewritten the contractor safety program and swift water policy. Both of those policies are currently out for review.

The swift water policy was recently highlighted by the rescue of two dogs from the St. Vrain Supply Canal by the Lyons Fire Department and the Boulder County Sheriff on May 15. The dogs were first discovered by Northern Water employee Jason Dolph who then called the Sheriff's Office. The two 9-month old Colorado Mountain Dog puppies were ultimately returned to their owners uninjured.

Swift water rescue of two dogs from St.Vrain Supply Canal by Lyons Fire Department and Boulder County Sheriff on May 15 (photo courtesy Boulder County Sheriff's Office)

LEGAL REPORT
NORTHERN COLORADO WATER CONSERVANCY DISTRICT
June 13, 2019

I. Water Court Litigation

A. Protection of C-BT Return Flows. **The purpose of this activity is to make sure that return flows from the use of C-BT water remain in Northern Water for use in accordance with the Repayment Contract.** Counsel and staff review water right applications filed in Water Division No. 1 on water rights that divert water within Northern Water to determine whether the rights or changes contemplated would result in the use of C-BT Project water, or Project return flows, outside of Northern Water boundaries or in a manner inconsistent with the terms of Repayment Contract. Staff is developing consistent methods for quantification of the return flows to protect return flows. In these cases, counsel has been seeking terms in the decrees for the protection of C-BT return flows.

B. Protection of Base Water Supplies. **The purpose of these activities is to implement the Board's direction that Northern Water staff and counsel evaluate and implement methods to protect base water supplies within Northern Water boundaries.** Northern Water is an objector to numerous water right applications to either appropriate new water rights, or change existing water rights, within Northern Water boundaries for beneficial uses outside of Northern Water.

C. Protection of Glade (Grey Mountain) Reservoir Storage and SPWCP Water Rights. **The purpose of these activities is to implement the Board's direction that Northern Water staff and counsel protect Northern Water's native direct flow, storage, and exchange water rights decreed to the Glade Reservoir and South Platte Water Conservation Project from injury.** Northern Water is an objector to numerous water right applications to change the use of existing water rights or to adjudicate augmentation plans for new uses in the South Platte River and its tributaries. Applications for changes of water rights or plans for augmentation may have the potential to injure Northern Water's decreed water rights indirectly through increased rebound calls or by directly reducing the amount of water that may be physically available for diversion or exchange under Northern Water's conditional water rights, if appropriate terms and conditions are not imposed. Some of these cases also involve C-BT return flow protection and base water supply protection issues.

Several recent cases involving changes of mutual ditch company shares have raised issues related to the use of a "demand-based" historical use analysis and continued use of the changed shares by other shareholders after the applicant has reached the volumetric limits for the changed shares. The demand-based analysis (as opposed to a pro rata delivery analysis) minimizes the return flows that are calculated for the changed shares without reducing the historical consumptive use credit, because it assumes that the irrigator was highly efficient in managing water deliveries and only took delivery of the amount of water needed to satisfy the crop demand, up to the pro rata entitlement. So far

these questions have been resolved by negotiation. The water court has not yet had to determine the propriety of a demand-based analysis or whether other shareholders may lawfully use water attributable to changed shares after the change-applicant has reached the volumetric limits established for the changed shares.

II. Other Matters

A. C-BT Allotment Contract Administration. Counsel and staff are working through a series of issues related to the status of existing C-BT Allotment Contracts**. The purpose of this work is to ensure that C-BT Project water is used in a manner that meets the requirements of state and federal law and related Northern Water Rules, Regulations, Policies and Procedures.**

B. Water Quality Activity. **The purpose of this action is to ensure that water quality laws and regulations continue to allow Northern Water to conserve and beneficially use water resources.** See additional report from Peter Nichols. Grand Lake Clarity issues have been active. The federal NEPA process is engaged in the pre-scoping and preliminary alternatives formulation stage. Reclamation is working with the cooperating agencies in the federal NEPA process to identify preliminary alternatives for further evaluation.

C. Front Range Water Council. **The purpose of this activity is to cooperate with other entities that divert water from the Colorado River basin to the East Slope on issues of mutual concern.** FRWC is involved in the ongoing Colorado River Basin Study additional analyses, water bank activities including system conservation, conservation in demand management, potential participation of FRWC in pilot projects and water bank/ demand management.

D. Colorado River Seven State Negotiations. **The purpose of this work is to protect Colorado's entitlement to water from the Colorado River under the Colorado River Compact and to develop a contingency plan in the event of continued severe drought conditions.** Counsel is participating in negotiations regarding a contingency plan that could be implemented in the event of continued drought conditions that could threaten Lake Powell elevations and Upper Basin releases from Lake Powell. These negotiations also include discussions with the West Slope regarding the manner of implementing any such contingency plan. Minute 323 was executed by the United States and the Republic of Mexico, which will create significant pressure for the seven Colorado River Basin states to negotiate federal legislation, required implementing drought contingency plans.

E. Real Property and Easement Support. **The purpose of this work is to protect existing property interests and acquire property interests needed for future water supply projects.** Northern Water owns approximately 220 miles of right-of-way and 7,000 acres of real property. Counsel is assisting staff in negotiation of a lease agreement with Colorado Parks and Wildlife for public fishing access on lands owned by Northern Water which border Willow Creek on the west slope. It is anticipated that the lease will be brought in the near future to the Board for presentation with a request for approval.

Counsel is working with staff to replace prescriptive easements owned by Mountain Parks Electric in Grand County on the Miller Hereford Ranch with written recorded easements which provide for a relocated and improved utility line and the ability for Northern Water and the Subdistrict to place independent communication lines on poles owned by Mountain Parks Electric.

F. EPA/Corps of Engineers "Waters of the U.S." Rulemaking. In 2015, the U.S. EPA and Army Corps of Engineers published a final rule "clarifying" the agencies' geographic scope of jurisdiction under the Clean Water Act by revising the definition of "waters of the United States" (WOTUS). Numerous court challenges, both substantive and procedural, have ensued over the last four years over this "final rule." Colorado *was a* party to a case in the federal District of North Dakota regarding the 2015 WOTUS Rule. In that case, the district court entered a preliminary injunction of the 2015 Rule, which meant the pre-2015 regulations *applied in the* plaintiff states. *However, on May 14, 2019, the North Dakota federal district court granted motions filed by the State of Colorado and two agencies representing the State of New Mexico to withdraw from the litigation; the order also specifically lifted the preliminary injunction in those states (except in counties in New Mexico that were granted intervention into the case at the same time that the New Mexico agencies withdrew).* The parties still in the case are currently submitting briefs on the merits of the 2015 rule. *Counsel is working with the Colorado Water Congress to assess the impact of these events on Clean Water Act permitting in Colorado.*

   The EPA and the Corps issued a notice of proposed rulemaking on February 14, 2019, which triggered the beginning of a public comment period. The comment period closed on April 15, 2019. The Colorado Water Congress and NWRA both submitted comments on the 2019 proposed WOTUS rule. The Colorado Attorney General also submitted a comment letter on behalf of several state agencies.

G. Additional Federal Regulatory Initiatives. The Council on Environmental Quality has issued an advance notice of proposed rulemaking soliciting input on potential revisions to the Regulations for Implementing the Procedural Provisions of the National Environmental Policy Act (NEPA) at 40 CFR parts 1500-1508. Counsel assisted in preparation of and joined comments submitted by the Colorado Water Congress (CWC) that focused on regulatory changes that would assist in improving efficiencies in the environmental review process under NEPA. In addition, the U.S. Fish and Wildlife Service and the National Marine Fisheries Service have published proposed revisions to key portions of the Endangered Species Act's implementing regulations. The proposals represent significant potential changes to the regulations governing federal agency consultations under ESA Section 7, the criteria by which species are listed or delisted and critical habitat is designated under ESA Section 4, and the protections covering threatened species under ESA Section 4(d).

H. Instream Flow Augmentation Plan. Staff and counsel are meeting with a group of Cache la Poudre water users, the CWCB and the Colorado Water Trust to explore an instream flow augmentation plan managed by water users.

House Bill 19-1271, a bill "Concerning a clarification of the authority of the Colorado Water Conservation Board to augment stream flows with acquired water rights that have been previously decreed for augmentation use," *was referred to the interim water committee which will meet on August 21 (Steamboat), September 11, September 12, October 23, and October 24 (Denver).*

I. Forest Health/Wildfire Reduction Activities. Staff and counsel are working together to draft and review various agreements to allow for ongoing wildfire reduction activities throughout the C-BT watershed. Several legislative proposals have arisen in the 2019 session to address wildfire issues broadly including impacts on water resources.

J. *Board Vacancy. On May 23, 2019, counsel filed the necessary documents with the chief judge of the Weld County District Court to initiate the process to fill the vacancy on the District and Subdistrict Boards of Directors created by Bill Fischer's passing.*

III. Northern Integrated Supply Project Water Activity Enterprise

Northern Integrated Supply Project. **The purpose of this action is to develop a water project in the Poudre River basin to provide water for users within Northern Water.** The U.S. Army Corps of Engineers is the lead federal agency for permitting because of its CWA Section 404 permitting authority. The Final EIS was completed and released for public comment on July 20, 2018. The public comment period on the EIS has now closed, and the Corps anticipates releasing a Record of Decision in 2019. Northern Water staff is working, in coordination with counsel, on required analyses to support the State 401 water quality certification and State fish and wildlife mitigation planning processes.

Case No. 18CW3216 is a new application which was filed on December 21, 2018, and is the joint application of the CWCB and Northern Water to adjudicate the protected mitigation releases for NISP, as required by SB 18-170. The following parties filed statements of opposition in the case by the February 28 deadline:

1. City of Greeley
2. City of Fort Collins
3. City of Aurora
4. City of Thornton
5. Centennial Water and Sanitation District
6. East Cherry Creek Valley Water and Sanitation District
7. Arapahoe County Water and Wastewater Authority
8. United Water and Sanitation District
9. Colorado Parks and Wildlife
10. Public Service Company of Colorado
11. New Cache la Poudre Irrigating Company
12. Larimer County Canal No. 2 Irrigating Company
13. Cache la Poudre Water Users Association

14. Lake Canal Company of Colorado
15. New Mercer Ditch Company
16. North Poudre Irrigation Company
17. North Weld County Water District
18. East Larimer County Water District

The Court also granted intervention to Larimer & Weld Irrigation Co., Larimer & Weld Reservoir Co., and WRCC, Inc. on May 23, 2019. Counsel is currently working with Northern Water staff and counsel for the CWCB on a draft proposed decree for the case and is engaging with the opposers to discuss their issues.

Counsel is also working with staff on the framework for agreements related to the SPWCP ditch company exchanges and oil and gas issues related to Upper Galeton Reservoir. Counsel and Staff are also working on initial allotment contracting for NISP and a finance agreement for an initial property acquisition phase of NISP.

Larimer County staff and Northern Water staff are working toward a process and schedule for consideration of an Intergovernmental Agreement (IGA) under Larimer County regulations for 1041 compliance. Public engagement and feedback are being implemented and public work sessions and/or hearings are being scheduled.

Peter D. Nichols
Partner

Email: pdn@bhgrlaw.com

To: Brad Wind

From: Peter D. Nichols

Date: 5 June 2019

RE: Water Quality Counsel's Monthly Report

Below is Berg Hill Greenleaf Ruscitti's report on water quality activities for the past month. For clarity, changes since last month are shown in *italics*.

A. **Water Quality - State Regulatory Activity**. The purpose of this action is to insure that state regulations continue to allow Northern Water to conserve and beneficially use water resources.

A.1 Colorado River Basin Triennial Review Hearing. The Water Quality Control Commission (WQCC) will hold a hearing on revisions to water quality standards and classifications for the Upper Colorado River Basin in June 2019. Counsel filed a Responsive Prehearing Statement on April 17th, generally in support of the Division's proposal for Willow Creek classifications and standards. Proposed changes by other parties do not appear to affect segments of interest to Northern. *Counsel and staff will attend the Commission's hearing on June 10, 2019 in Grand Junction to testify in support of changes to Willow Creek classifications and standards.*

A.2 Grand Lake Clarity. The WQCC adopted a narrative clarity standard for Grand Lake in 2008, and added "Goal Qualifiers" of 2.5-meters minimum and 3.8- meters average to inform the narrative standard in 2016. The standard is:

> The highest level of clarity attainable consistent with the exercise of established water rights, the protection of aquatic life, and water quality throughout the Three Lakes system.

EPA has the authority to accept, reject or promulgate alternate water quality standards, but has yet to act on the Commission's clarity standard for Grand Lake.

During the last half of 2015, staff and Counsel engaged in informal weekly meetings with other Grand Lake stakeholders and power interests to draft a Clarity MOU for an adaptive management program to implement the narrative clarity standard while Reclamation completes an Environmental Assessment (EA) pursuant to the National Environmental Policy Act (NEPA). *Reclamation recently initiated discussion of extending the MOU beyond 2021 to accommodate completion of the NEPA process, discussed below.* The Adaptive Management Committee, largely coordinated by

Northern Water staff, meets weekly from early July through September 11 with Reclamation to review Grand Lake clarity, water quality parameters in the three lakes system, and make recommendations for Reclamation's operations of C-BT.

Reclamation began "pre-NEPA" to evaluate alternatives to address Grand Lake clarity in mid-2016, and adopted a revised "statement of purpose and need" in early 2017, which defines Reclamation's formal NEPA process. Reclamation has been meeting with Cooperating Agencies, including Northern Water approximately three times a year. In early 2018, Reclamation proposed several new alternatives that cost less than $10 million, and that do not involve significant structural changes to C-BT. Reclamation has delayed formal NEPA scoping, and continues "pre-NEPA" work with the Cooperating Agencies pursuant to a new executive order that requires completion of Environmental Assessments within nine months, whereas Reclamation thinks it will take until 2022 to complete the Grand Lake clarity EA. Reclamation anticipates beginning formal NEPA scoping in 2019.

A.3 Grand Lake "Outstanding Waters" Proposal. A group calling itself "Outstanding Grand Lake" proposes that the WQCC designate Grand Lake an "outstanding water." Waters must meet three tests for WQCC designation as "outstanding," and Grand Lake facially does not meet any of them.

The group requested that the Northwest Colorado Council of Governments (NWCCOG) include the outstanding waters designation in NWCCOG's area-wide 208 water quality plan at a July 2017 hearing in Grand Lake. NWCCCOG, however, voted after testimony from Northern Water and the State that the request was premature and continued its hearing until the fall of 2018 to give time for the existing cooperative adaptive management program and NEPA processes to make progress on Grand Lake clarity. On October 25, 2018 NWCCOG adopted the staff's recommendation to continue its hearing until Reclamation's Public Notice for the alternatives analysis is available.

Nonetheless, Outstanding Grand Lake proposed outstanding waters designation for Grand Lake at the Commission's Upper Colorado River Issues Formulation Hearing on November 13, 2018, the second step in the Commission's multi-year cycle of reviewing and revising basin water quality classifications and standards. Counsel worked with staff on written comments to explain the progress facilitated by adaptive management, and that the proposal is not ripe for consideration at the hearing scheduled for June 2019. Counsel and staff presented oral testimony at the Commission's Issues Formulation Hearing, and presented data that the proposal does not meet the Commission's ripeness criteria. The Division concurred. The Commission voted not to include the proposal in the scope of the triennial review hearing, but noted the possibility for Outstanding Grand Lake to petition the Commission for a hearing to consider this issue again in the future, potentially prior to the next triennial review hearing (2024) if the ripeness considerations regarding the Bureau of Reclamation's NEPA process, NWCCOG's action on the 208 plan, and meaningful stakeholder discussions with the impacted entities regarding the practical implications of an outstanding waters designation are sufficiently advanced.

A.4 Temperature Standards and Classifications. Counsel and staff have participated in various work groups on temperature since 2004. Of particular concern to Northern Water are

transitional foothills streams – mountain to plains segments like the Cache la Poudre – that exhibit different characteristics depending on hydrology and time of year. In the continuing absence of consensus, and opposition from EPA and the environmental community, the Commission directed the Division to use a segment specific approach to temperature standards at the 2017 Basic Standards and Classifications hearing.

The Division's approach involved preparation of Use Attainability Analyses (UAA) to assess the physical, chemical, and biological factors affecting the attainment of the temperature standards currently applied to protect the Aquatic Life use for specific segments. The UAAs evaluate whether the fish species currently present are the species "expected to occur," given the geographic setting and the physical and chemical characteristics of the water body. Each UAA includes a review of anthropogenic impacts to ensure that sensitive species are protected and have not been extirpated by other water quality impacts. Based on the UAAs, the Division proposed various changes in stream segmentation and aquatic life use classifications. Staff are generally in support of the Division's conceptual approach, while remaining concerned about the adequacy of fish and temperature data, whether brown trout may require site-specific standards, and how ambient standards are implemented in a segment and an adjoining segment.

Staff convened stakeholders on the Cache la Poudre to develop site-specific temperature standards to reflect actual temperature conditions and life stages of fish species present in the river. The effort is making progress identifying a framework for setting site-specific standards, and will hopefully produce consensus prior to the next South Platte River basin hearing in 2020. Counsel and staff presented testimony regarding development of a site-specific temperature standard at the Commission's November 2018 Issues Scoping Hearing, the first step in the Commission's multi-year cycle of reviewing and revising basin water quality classifications and standards. See also temperature discussion at A.5 Water Quality Forum below.

A.5 Water Quality Forum. Counsel, in coordination with staff, participate in various work groups, i.e., basic standards and classifications, and nutrient criteria/dissolved oxygen/lakes and reservoirs, established by the Water Quality Forum, the WQCC, and WQCD to address specific issues that could affect Northern Water's operations. Counsel work with staff on issues of long-term concern to the District.

Following the Commission's 2016 Basic Standards Hearing that failed to address temperature standards, the Forum created a Temperature Work Group and Technical Advisory Committee (TAC) to address data and other issues of immediate concern for the basin hearings, and to tackle broader issues of longer-term statewide concern. Counsel, staff and Northern's consultants are participating in the Work Group and TAC, which is addressing transition zones and shoulder seasons, both long standing concerns of Northern Water.

B. **401 Certification of Subdistrict Projects**. The purpose of this activity is to secure 401 certification for the projects from the State of Colorado in a timely and efficient manner.

B.1 NISP401 Certification. The Northern Integrated Supply Project (NISP) requires 401 Certification from the State under the federal Clean Water Act because the Project requires a federal section 404 permit from the Army Corps of Engineers. Staff and Counsel are holding regular internal meetings, as well as regular meetings with the WQCD to discuss issues, and the schedule for 401 certification. Counsel filed NISP's application for 401 certification with the WQCD on January 31, 2019. The public comment period on the 401 application ended April 22, 2019. *Counsel is working with staff to respond to public comments.*

cc: Jerry Gibbens
Jeff Drager
Esther Vincent
Karen Rademacher
Curtis Hartenstine
Peggy Montaño
Bennett Raley
Deb Freeman
Geoff Williamson

NORTHERN COLORADO WATER CONSERVANCY DISTRICT
AND
MUNICIPAL SUBDISTRICT
NORTHERN COLORADO WATER CONSERVANCY DISTRICT

D-1329-06-19
MS-379-06-19

JOINT MEMORIAL RESOLUTION
IN HONOR OF WILLIAM "BILL" FISCHER

WHEREAS, William "Bill" Fischer served as a Director of the Northern Colorado Water Conservancy District and its Municipal Subdistrict for nearly three years beginning in September 2016 until his unexpected death in May 2019; and

WHEREAS, Bill, as he was known by fellow Board members and Northern Water staff, was a knowledgeable Board member who provided sage advice, often of the legal kind, to Board members and staff; and

WHEREAS, the Board wishes to place on record its sincere appreciation for the valuable service rendered by Bill, for his contributions to Northern Water and its Municipal Subdistrict, during his all too short time on the boards; and

WHEREAS, Bill served as vice chairman of Northern Water's Legal and Legislative Committee where he was always prepared and a vocal participant in the topics of concern; and

WHEREAS, Bill was a dedicated and involved Board member carrying on in the proud tradition of his father, Ward, who served on the Northern Water and Municipal Subdistrict boards for 12 years; and

WHEREAS, Bill fulfilled his role as a Board member with enthusiasm after retiring from a long, productive, and active career in the field of water law; and

WHEREAS, Bill's vast knowledge of the legal issues surrounding water greatly helped the Board, legal counsel and staff in carrying out the Board's varied responsibilities and visions; and

WHEREAS, Bill represented his constituents in Larimer County and across the Northern Water service area with dedication and commitment; and

WHEREAS, Bill was a proud graduate of Colorado State University and later the University of Puget Sound where he received his J.D.; and

WHEREAS, Bill's broad and general knowledge of water matters and analytical thinking were true assets to the Board of Directors; and

WHEREAS, Bill was a man of great integrity, he embraced his role as a public servant and Board member, and brought a very open mind to Board meetings and discussions; and

WHEREAS, we will all miss Bill's sharp mind, his lasting smile and his rich counsel.

NOW, THEREFORE, BE IT RESOLVED, that the members of these Boards, on behalf of themselves and the staff and legal counsel of Northern Water, wish to record their heartfelt and sincere appreciation to Bill's family for his extraordinary public service to the water users of northeastern Colorado; and

BE IT FURTHER RESOLVED, that this resolution be spread upon the minutes of the Boards' to express their deep sorrow upon the loss of their fellow Board member, respected colleague and cherished friend; and further that a copy of this resolution be delivered to Bill's wife, Kathy, and their sons, Bryan and Grant that they may know the thoughts and great respect the Board had for Bill.

NORTHERN COLORADO WATER CONSERVANCY DISTRICT
NORTHERN WATER RESERVE FUND POLICY
RESOLUTION
D-1330-06-19

WHEREAS, the Northern Colorado Water Conservancy District (Northern Water) was created under the Water Conservancy Act (C. R. S. 37-45-101 et. Seq.), which gives the Board of Directors (Board) the power to levy and collect taxes and assessments and the ability to invest or deposit any surplus money; and

WHEREAS, Northern Water signed a repayment contract in 1938 with the U. S. Bureau of Reclamation for the Colorado-Big Thompson (C-BT) Project which requires Northern Water to assess levies and assessments in an amount sufficient, together with the tax levy, to meet Northern Water's obligations to the United States under the repayment contract; and

WHEREAS, Northern Water, in partnership with the U.S. Bureau of Reclamation, is responsible for the operation and maintenance of the C-BT Project and for providing the funding necessary to sustain the Project's water supply purposes. The C-BT Project, originally constructed between 1938 and 1957, provides an essential supplemental supply to over 33 municipal and industrial water users serving a population of more than 985,000, and 640,000 irrigable acres situated within the boundaries of Northern Water. On an annual average basis, the C-BT Project provides approximately 213,000 acre-feet of supplemental water supply to C-BT Project allottees or other designees with the return flows from the first use of C-BT Project water being diverted and beneficially used by downstream water users within Northern Water boundaries; and

WHEREAS, Northern Water desires to be a fiscally sound organization with a financial position in which revenues support expenditures sufficiently to operate and maintain the C-BT Project, and to provide for an adequate level of reserves to manage the numerous risks and uncertainties that threaten the ability to deliver water through the C-BT Project; and

WHEREAS, Northern Water, on behalf of its constituents within Northern Water boundaries and as allowed under the Water Conservancy Act (C. R. S. 37-45-118), has a broad responsibility to study, plan, develop and protect water resources for existing and future water needs of Northeastern Colorado; and

WHEREAS, Northern Water conducted a Cost of Service Rate Study in 2014 that developed a 10-year financial plan and options for meeting projected revenue and reserve requirements through the planning period; and

WHEREAS, Northern Water passed resolution D-1228-07-14 which stated, among other solutions, that Northern Water would further study and discuss unrestricted reserves prior to implementing rate increases that are primarily intended to build unrestricted reserve balances; and

DRAFT

WHEREAS, Northern Water contracted with CH2M in 2015, with updates in 2018, to complete a Financial Reserves Study. The Financial Reserves Study recommended establishing four categories of unrestricted reserve funds, and to further define, quantify and discuss its risks of operation and tolerance for risk before implementing a formal reserve policy; and

WHEREAS, Northern Water contracted with Mott McDonald in 2016 (Phase I) and 2018 (Phase II) for a condition assessment of selected C-BT transferred works and joint works facilities. Condition assessments completed thus far have concluded that the inspected C-BT Distribution System structures are, for the most part, in fair to good functional condition overall, however, some of the structures are in poor condition, with risk of failure. Additional phases of the condition assessment are anticipated in the future; and

WHEREAS, Northern Water contracted with Mott McDonald in 2018 to provide a Colorado-Big Thompson System Asset Value study. The study concluded that the Class 5 Opinion of Probable Cost for replacement of C-BT Project water conveyance features is $4.9 billion, with an expected accuracy range between $3.4 and $7.3 billion; and

WHEREAS, Northern Water has reviewed guidance from professional organizations including the American Water Works Association, as well as the policies of similar organizations throughout the Western United States identified in the Financial Reserves Study, and understands the applicability, similarities and differences of those policies and recommendations to Northern Water; and

WHEREAS, Northern Water is committed to continue providing high level C-BT Project reliability and service that has come to be expected of the organization over its 80 years of existence, and has a duty and responsibility to operate the C-BT Project, the Northern Water organization and Northern Water facilities efficiently and effectively; and

WHEREAS, Northern Water desires to retain strong creditworthiness as evidenced through independent bond credit rating agency opinions, which are based partially on levels of reserves.

NOW, THEREFORE, BE IT RESOLVED, that Northern Water recognizes and acknowledges requirements to maintain certain levels of restricted reserves as specified within various existing and future agreements, and this policy does not modify or supersede requirements to maintain those levels of restricted reserves.

BE IT FURTHER RESOLVED, that Northern Water will establish the following unrestricted reserves and target funding levels to address the inherent risks and uncertainties in operating, maintaining, protecting, replacing and bettering Northern Water, the C-BT Project and water supplies collected and delivered by the C-BT Project.

Reserve	Purpose	Target Funding
Operating Reserve	Covers potential interruptions in District fund revenue streams; used to smooth and stabilize assessments	One-hundred percent (twelve months) of anticipated District fund operating costs not including depreciation
Capital Reserve	Funds capital repair, replacement or betterment of the C-BT Project and Northern Water properties; funds other capital activities that may be undertaken by Northern Water	Minimum of one percent and up to two percent of the most recently estimated gross (non-depreciated) asset value of C-BT project and Northern Water properties
Fleet Replacement Reserve	Funds timely replacements, upgrades and additions to Northern Water's fleet of vehicles, equipment and other mobile machinery	Fifty percent of District fund operations equipment accumulated depreciation
Exposure Reserve	Covers extraordinary, unforeseen events not otherwise covered by reserves or insurance	Risk-based economic quantification of potential exposures

BE IT FURTHER RESOLVED, that Northern Water may designate one or more new capital reserves on an as-needed basis to partially or fully fund a specific known extraordinary repair, replacement, betterment or new capital improvement project. Initial and ongoing funding for these designated capital reserves may be transferred from the Capital Reserve in part, or in whole, as approved by the Board of Directors.

BE IT FURTHER RESOLVED that Northern Water will budget and fund from its annual operating budget equivalent to or exceeding five percent of the annual District fund operating budget for that year to fund reserves, unless financial conditions dictate otherwise.

BE IT FURTHER RESOLVED that Northern Water will, from time to time, evaluate its cash accounts and transfer funds from those cash accounts to reserves as directed by the Board of Directors. Those transactions will include transfers into reserves that are directed by terms of other Northern Water policies, agreements or actions.

BE IT FURTHER RESOLVED that Northern Water recognizes that not all reserve funds can be initially or remain fully funded at the specified target levels, and that some level of prioritization is required for initial and ongoing funding. In general, Northern Water desires that the operating and fleet reserves be initially fully funded and maintain the highest priority for funding as needed. The Board of Directors retains the discretion to modify reserve funding priorities and allocations, and to make transfers between reserve funds.

BE IT FURTHER RESOLVED that Northern Water requires that any funds used from reserves be appropriated by the Board of Directors either through the annual budget and appropriation process or through a supplemental appropriation.

BE IT FURTHER RESOLVED that Northern Water will further study and evaluate the amount and timing of revenues required to meeting the reserve target funding described in the table, including performing a cost allocation study and a rate study update.

Group Pension Plan for Employees of the Northern Colorado Water Conservancy District

Preliminary January 1, 2019 Actuarial Valuation Results

Board Presentation

Katie Antoline, FSA, EA, MAAA

MAY 9, 2019

Milliman

Summary of key results (2018 assumptions)

		1/1/2018 *2018 Assumptions*	1/1/2019 *2018 Assumptions*
Assets	1. Market Value of Assets	$39,829,795	$35,437,180
	2. Actuarial Value of Assets	$39,464,331	$38,238,959
	3. Ratio of Actuarial to Market	99%	108%
Liabilities/Cost	4. Present Value (PV) of Future Benefits	$46,728,262	$45,302,495
	5. PV of Future Normal Costs (4. - 2.)	$7,263,931	$7,063,536
	6. Actuarially Determined Contribution	$1,120,983	$1,172,434
GASB 67/68 Disclosure Information	7. Total Pension Liability (TPL)	$41,827,124	$41,122,266
	8. Fiduciary Net Position (FNP)	$39,829,795	$35,437,180
	9. Net Pension Liability (7. - 8.)	$1,997,329	$5,685,086
	10. FNP as a % of TPL (8. ÷ 7.)	95.2%	86.2%

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Mortality Assumption

- Current mortality assumption – RP2000 with generational improvement projections
  - RP2000 based on data from the 1990s
- Society of Actuaries (SOA) released new Public Plan study in January 2019
  - Impact to 1/1/2019 results: ~2% increase in liabilities
  - Age 65 life expectancy (or current age, if older)

	Males		Females	
Age (2019)	Current	Pub2010/MP2018	Current	Pub2010/MP2018
45	23.2	23.1	25.1	25.5
55	22.2	22.3	24.2	24.7
65	21.1	21.5	23.3	24.0
75	12.9	13.3	14.9	15.2

- Auditors may require the new mortality tables for financial reporting

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Impact of New Mortality Tables

		1/1/2019 *2018 Assumptions*	1/1/2019 *New Mortality Table*
Assets	1. Market Value of Assets	$35,437,180	$35,437,180
	2. Actuarial Value of Assets	$38,238,959	$38,238,959
	3. Ratio of Actuarial to Market	108%	108%
Liabilities/Cost	4. Present Value (PV) of Future Benefits	$45,302,495	$46,237,195
	5. PV of Future Normal Costs (4. - 2.)	$7,063,536	$7,998,236
	6. Actuarially Determined Contribution	$1,172,434	$1,322,917
GASB 67/68 Disclosure Information	7. Total Pension Liability (TPL)	$41,122,266	$41,921,598
	8. Fiduciary Net Position (FNP)	$35,437,180	$35,437,180
	9. Net Pension Liability (7. - 8.)	$5,685,086	$6,484,418
	10. FNP as a % of TPL (8. ÷ 7.)	86.2%	84.5%

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Wrap Up / Next Steps

- Approval of Assumptions for 2019 Valuation
- Questions

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Certification

- This presentation summarizes key preliminary results of an actuarial valuation of the Group Pension Plan for Employees of Northern Colorado Water Conservancy District (“the Plan”) as of January 1, 2019. The results are preliminary in nature and are subject to revision or correction prior to the release of the final report. Milliman advises any reader not to take any action in reliance on anything contained in this draft report.
- Except as otherwise indicated in this presentation, the explanatory notes contained in our January 1, 2018 actuarial valuation report, including statements of reliance and limitations on use, continue to apply.
- These projections are subject to the uncertainties of a regular actuarial valuation; the projections are inexact because they are based on assumptions that are themselves necessarily inexact, even though we consider them reasonable. Thus, the emerging results may vary from those presented to the extent actual experience differs from that projected by the actuarial assumptions.
- Milliman’s work is prepared solely for the use and benefit of the Group Pension Plan for Employees of Northern Colorado Water Conservancy District (“Plan”). To the extent that Milliman’s work is not subject to disclosure under applicable public record laws, Milliman’s work may not be provided to third parties without Milliman’s prior written consent. Milliman does not intend to benefit or create a legal duty to any third party recipient of its work product. Milliman’s consent to release its work product to any third party may be conditioned on the third party signing a Release, subject to the following exception(s):
    a. The Plan may provide a copy of Milliman’s work, in its entirety, to the Plan’s professional service advisors who are subject to a duty of confidentiality and who agree to not use Milliman’s work for any purpose other than to benefit the Plan.
    b. The Plan may provide a copy of Milliman’s work, in its entirety, to other government entities, as required by law.
- No third party recipient of Milliman’s work product should rely upon Milliman’s work product. Such recipients should engage qualified professionals for advice appropriate to their own specific needs.
- The consultants who worked on this assignment are pension actuaries. Milliman’s advice is not intended to be a substitute for qualified legal or accounting counsel.
- On the basis of the foregoing, I hereby certify that, to the best of my knowledge and belief, this report is complete and accurate and has been prepared in accordance with generally recognized and accepted actuarial principles and practices. I am a member of the American Academy of Actuaries and meet the Qualification Standards to render the actuarial opinion contained herein.

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Northern Colorado Water Conservancy District

Statement of Cash Receipts, Disbursements and Transfers

For the month ending May 31, 2019

	Business Type Activity Enterprise Funds					
	District	Southern Water Supply Project	Pleasant Valley Pipeline	Northern Integrated Supply Project	Northern Water Hydropower	*Total*
Receipts						
General Property & Specific Ownership Taxes	$ 6,829,412.98	$ -	$ -	**$ -**	$ -	***$ 6,829,412.98***
Regional Pool Program Proceeds	2,217,860.19	-	-	**-**	-	***2,217,860.19***
SWSP II - Left Hand Water District	-	530,430.72	-	**-**	-	***530,430.72***
Plesant Valley Pipeline Assessments	-	-	10,077.84	**-**	-	***10,077.84***
Poudre Valley REA Carter Lake Hydro Energy	-	-	-	**-**	44,366.07	***44,366.07***
Mountain Parks Electric Granby Hydro Energy	-	-	-	**-**	10,316.32	***10,316.32***
Class D Water Assessments	251,962.98	-	-	**-**	-	***251,962.98***
Forfieted CBT Unit (2) Sales Proceeds	97,130.00	-	-	**-**	-	***97,130.00***
Medical Plan - Cobra & Stop Loss Reimbursements	91,239.19	-	-	**-**	-	***91,239.19***
Water Quality - Emerging Contaminates	12,293.50	-	-	**-**	-	***12,293.50***
Transfer Fees & Inclusions	11,077.07	-	-	**-**	-	***11,077.07***
Upper Colorado River Wild and Scenic Alternative Management Plan	4,773.60	-	-	**-**	-	***4,773.60***
Class B & C Water Assessments	4,584.80	-	-	**-**	-	***4,584.80***
Reimbursements & Miscellaneous Receipts	2,777.70	1,232.82	-	**-**	-	***4,010.52***
Property Rental	1,500.00	-	-	**-**	-	***1,500.00***
Sale of Assets - GovDeals.com	435.00	-		**-**	-	***435.00***
Interest Earned	21,805.04	59,242.46	142.77	**17,312.78**	1,795.54	***100,298.59***
Total Receipts	9,546,852.05	590,906.00	10,220.61	**17,312.78**	56,477.93	***10,221,769.37***
Disbursements						
Materials & Services per Transaction Report	1,078,505.72	198,138.12	13,115.91	**664,225.65**	2,106.84	***1,956,092.24***
Poudre Valley REA Carter Lake Hydro Capacity Charge	-	-	-	**-**	10,920.00	***10,920.00***
Mountain Parks Electric Granby Hydro Capacity Charge	-	-	-	**-**	552.00	***552.00***
Transactions - Less than $100	10,275.88	1,434.18	51.62	**311.42**	332.97	***12,406.07***
Subtotal Materials & Services	1,088,781.60	199,572.30	13,167.53	**664,537.07**	13,911.81	***1,979,970.31***
Employee and Directors Payroll and Benefits	1,153,014.20	-	-	**-**	-	***1,153,014.20***
Medical & Dental Self Insurance Claims	181,114.77	-	-	**-**	-	***181,114.77***
COP's Base Rental Debt Service	1,215,450.00	-	-	**-**	-	***1,215,450.00***
Total Disbursements	3,638,360.57	199,572.30	13,167.53	**664,537.07**	13,911.81	***4,529,549.28***
Cash Balance, Beginning of Month	26,013,640.02	26,099,466.81	127,748.85	**7,673,503.86**	918,595.57	***60,832,955.11***
Cash Balance, End of Month	$ 31,922,131.50	$ 26,490,800.51	$ 124,801.93	**$ 7,026,279.57**	$ 961,161.69	***$ 66,525,175.20***

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW40 Northern Integrated Supply Project

Activity		Account Category	System	Vendor	Amount
4075440	- Project Development	71800 - Mat Off Foods Food Tray	AP	719 - UMB Bank	100.92
4075440	- Project Development	86880 - Ser FS Fees Membership Dues	AP	1331 - Community Foundation of	2,000.00
4075440	- Project Development	86990 - Ser FS Fees Shipping Charges	AP	260 - FedEx	966.62
4075440	- Project Development	88860 - Ser Pro CS Environ Permitting	AP	250 - ERO Resources	36,094.07
4075440	- Project Development	88860 - Ser Pro CS Environ Permitting	AP	394 - Pinyon Environmental Inc	18,704.48
4075440	- Project Development	91140 - Ser Pro Eng Pipeline Design	AP	236 - Dewberry Engineers Inc.	132,372.66
4075440	- Project Development	91460 - Ser Pro Eng Water Analysis	AP	308 - Hazen Research, Inc.	5,120.00
4075440	- Project Development	91460 - Ser Pro Eng Water Analysis	AP	1517 - High Sierra Water Laboratory	4,700.00
4075440	- Project Development	91480 - Ser Pro Eng Water Sampling	AP	1533 - LT Environmental, Inc.	3,352.58
4075440	- Project Development	92840 - Ser Pro Legal General	AP	455 - Trout Raley	80,047.39
4075470	- NISP - Glade Reservoir	88480 - Ser Pro CS Construction	AP	2060 - Colorado Department of	49,273.00
4075470	- NISP - Glade Reservoir	88880 - Ser Pro CS Environ Site Assess	AP	173 - Black & Veatch	201,457.14
4075470	- NISP - Glade Reservoir	90340 - Ser Pro Eng Civil	AP	2044 - Engineering Analytics, Inc.	94,267.88
4075470	- NISP - Glade Reservoir	91440 - Ser Pro Eng Water Quality	AP	311 - Hydros Consulting Inc	7,935.06
4075470	- NISP - Glade Reservoir	91440 - Ser Pro Eng Water Quality	AP	1842 - Jim Saunders	3,150.00
4075480	- NISP - Highway 287 Relocation	90860 - Ser Pro Eng Highways	AP	370 - Muller Engineering Company Inc	23,533.85
4075490	- NISP - SPWCP	86740 - Ser FS Fees Ditch Assessment	AP	1054 - Larimer & Weld Irrigation Co.	150.00
4075495	- NISP - SPWCP Water Secure	95820 - Ser Rental RE Land	AP	2116 - The New Cache La Poudre	1,000.00
				SUBTOTAL	**664,225.65**

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NISP Northern Water
Northern Integrated Supply Project

PROJECT UPDATE REPORT

DATE: June 2019

PROJECT: *Northern Integrated Supply Project*

CONTACT: Carl Brouwer

PURPOSE: Complete NISP National Environmental Policy Act (NEPA) phase and begin implementation.

PROJECT STATUS:

- Participation for the 15 participants is 40,000 acre-ft of permitted yield.
- The FEIS is complete.
- The State Fish and Wildlife State Mitigation Plan has been approved by both the Colorado Parks and Wildlife Board and the Colorado Water Conservation Board.
- The State 401 Application has been submitted and is under review.
- Preliminary design of Glade Reservoir, HW 287, and Galeton Reservoir are underway.
- Negotiations with the Larimer and Weld and New Cache companies are underway.

BUDGET ACTIVITY:

Category	NW	TRM	Property	Mitigation	WQ	ERO	B&V	HW 287	Dewberry	Engr.A.	Pinyon	Other/PA	Total
Budget	$ 1,200,000	$ 400,000	$1,200,000	$ 400,000	$ 300,000	$ 486,000	$2,870,000	$ 750,000	$1,000,000	$ 424,000	$ 750,000	$540,000	$10,320,000
January	$ 61,111	$ 48,640	$ 324,664	$ 176,497	$ 29,106	$ 100,404	$ 270,053	$ 13,398	$ 15,590	$ -	$ 73,494	$ 89	$ 1,113,047
February	$ 77,044	$ 47,946	$ -	$ 218,954	$ 29,040	$ 43,581	$ 163,506	$ 17,278	$ 22,898	$ 22,174	$ 19,775	$ 34	$ 662,231
March	$ 76,666	$ 80,047	$ 40,000	$ 49,273	$ 22,091	$ 22,682	$ 201,457	$ 24,438	$ 49,425	$ 52,102	$ 18,704	$ 6,833	$ 643,719
April	$ 72,800	$ 53,963	$ 610,845	$ -	$ 22,559	$ 36,094	$ 344,264	$ 23,534	$ 82,948	$ 42,166	$ 19,727	$ 34	$ 1,308,934
May	$ -	$ -	$ 1,000	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ 201	$ 1,201
June	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
July	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
August	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
September	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
October	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
November	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
December	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Expenditure to Date	$ 287,621	$ 230,597	$ 976,509	$ 444,724	$ 102,796	$ 202,762	$ 979,280	$ 78,648	$ 170,861	$ 116,442	$ 131,702	$ 7,190	$ 3,729,132
Budget Remaining	$ 912,379	$ 169,403	$ 223,491	$ (44,724)	$ 197,204	$ 283,238	$1,890,720	$ 671,352	$ 829,139	$ 307,558	$ 618,298	$532,810	$ 6,590,868
% Spent	24%	58%	81%	111%	34%	42%	34%	10%	17%	27%	18%	1%	36%

PREVIOUS MONTH ACTIVITY:

Overall Project Planning and Implementation

- ***Evaluating project implementation schedule as it relates to permitting, design, land acquisition, and funding.***

- Environmental Services. Pinyon is presently concentrating on the Prebles Jumping Mouse mitigation and wetlands development mitigation. A plan has been submitted to the Corps.
- ***River Diversion –Engineering Analytics work underway for pre-design of the South Platte diversion and forebay as well as the Poudre River diversion.***
- ***Selected Paleo Solutions to perform cultural resources surveys and resource mitigation plans.***

EIS

- Corps has prepared a schedule for activities leading up to the 404 Permit and ROD. Major items which need to be completed are the 401 Certification (CDPHE), revised Biological Opinion (USF&WS), Section 106 Consultation (cultural resources), and project facility drawings for work in waters of the US.
- ***NW has submitted the 401 Application to the State. Working through permit conditions with CDPHE.***

Larimer County

- ***Met with Larimer County staff to determine path forward on IGA. Will use on-line public participation software to receive public input on the pipeline routing and recreation. Working on a time-table for IGA activities and negotiations.***

Glade Unit

- ***Black&Veatch/AECOM presently working on evaluation of the materials and stability analysis. A final reservoir elevation has been determined considering borrow development within the reservoir footprint. A final stage-storage curve has been prepared considering the borrow excavation within the reservoir footprint.***
- ***Evaluating the potential for using a CMGC contracting approach for Glade dam and Poudre Valley Canal upgrade.***
- Muller Engineering has prepared 30% design for review. The 30% cost estimate has been prepared and reviewed by an independent construction expert (Stanton). The estimate is approximately $92M. A video has been prepared showing the proposed new alignment.
- ***Conveyance - Dewberry analyzing multiple delivery pipeline alignments and a draft delivery pipeline alignment report has been prepared.***

Mitigation Planning

- Watson Fish Hatchery fish bypass is complete. A dedication occurred on May 1.
- ***Discussing additional fish bypasses with other potential participants.***
- AECOM is evaluating river mitigation sites for site-specific wetlands and T&E species.
- ***Evaluating potential WQ 401-related mitigation. Looking for potential areas of overlap and cooperation with City of Fort Collins.***

Financial Planning

- ***Proposals have been received for the interim financing. Of the $70M of interim financed costs, approximately $48M to actually be financed. This finance amount will likely be substantially reduced based on recent Participant input.***
- A cash flow model has been prepared for NISP including Water Secure.

Galeton Unit

- ***Preparing messaging for Water Secure program.***
- ***Preparing for upcoming meeting with Larimer and Weld staff.***
- New Cache shareholders have voted to enter into negotiations for the NISP substitution agreement.

- NW has provided preliminary negotiation term sheet to the two ditch companies for their review.
- 65-acre farm with 4 shares of New Cache has been purchased.
- 28-acre farm with two shares of Larimer and Weld has been purchased.
- ***Continue to evaluate additional properties.***
- ***Continue working on alternative ditch company proposal concept including conveyance approaches to satisfy concerns, additional water, additional facilities, and other compensation.***
-

Land and ROW

- ***Prepared land purchase maps for Galeton Reservoir.***
- ***Obtaining Title Commitments for lands within the Glade Reservoir area.***
- Continue conversations with other local land owners at and near Glade Reservoir.

Legal

- ***Assisting in the development of Allotment Contracts***
- ***Assisting with Larimer County IGA process.***
- Assisting with NEPA process.
- Assisting with filing of in-stream flow protection water right via CWCB.
- Assisting in agreement development with New Cache and Larimer and Weld Irrigation companies.
- Developing agreement with Windsor Reservoir and Irrigation Company for use of Poudre Valley Canal.
- Assisting in Water Secure development.
- Determining Upper Galeton Reservoir mineral interest and determining path forward on surface use agreements and oil well development planning.

Other

- Field services collecting water quality data along the Poudre for use in the 401certification.
- Meetings with various interest groups, newspapers, and other media.

FUTURE ACTION:

- ***Obtain Corps Record of Decision and 404 Permit.***
- ***Obtain interim financing.***
- ***Complete update to the NISP Biological Assessment for submission to U.S. Fish and Wildlife Service.***
- ***Complete 401 Certification process.***
- Determine land acquisition plan for State, BLM, Holcim, and private properties.
- Work out agreements with New Cache and Larimer and Weld Ditch Companies and potential agreements with shareholders.

Northern Colorado Water Conservancy District

Statement of Cash Receipts, Disbursements and Transfers

For the month ending May 31, 2019

		Business Type Activity Enterprise Funds				
	District	Southern Water Supply Project	Pleasant Valley Pipeline	Northern Integrated Supply Project	Northern Water Hydropower	*Total*
Receipts						
General Property & Specific Ownership Taxes	$ 6,829,412.98	**$ -**	$ -	$ -	$ -	***$ 6,829,412.98***
Regional Pool Program Proceeds	2,217,860.19	**-**	-	-	-	***2,217,860.19***
SWSP II - Left Hand Water District	-	**530,430.72**	-	-	-	***530,430.72***
Plesant Valley Pipeline Assessments	-	**-**	10,077.84	-	-	***10,077.84***
Poudre Valley REA Carter Lake Hydro Energy	-	**-**	-	-	44,366.07	***44,366.07***
Mountain Parks Electric Granby Hydro Energy	-	**-**	-	-	10,316.32	***10,316.32***
Class D Water Assessments	251,962.98	**-**	-	-	-	***251,962.98***
Forfieted CBT Unit (2) Sales Proceeds	97,130.00	**-**	-	-	-	***97,130.00***
Medical Plan - Cobra & Stop Loss Reimbursements	91,239.19	**-**	-	-	-	***91,239.19***
Water Quality - Emerging Contaminates	12,293.50	**-**	-	-	-	***12,293.50***
Transfer Fees & Inclusions	11,077.07	**-**	-	-	-	***11,077.07***
Upper Colorado River Wild and Scenic Alternative Management Plan	4,773.60	**-**	-	-	-	***4,773.60***
Class B & C Water Assessments	4,584.80	**-**	-	-	-	***4,584.80***
Reimbursements & Miscellaneous Receipts	2,777.70	**1,232.82**	-	-	-	***4,010.52***
Property Rental	1,500.00	**-**	-	-	-	***1,500.00***
Sale of Assets - GovDeals.com	435.00	**-**		-	-	***435.00***
Interest Earned	21,805.04	**59,242.46**	142.77	17,312.78	1,795.54	***100,298.59***
Total Receipts	9,546,852.05	**590,906.00**	10,220.61	17,312.78	56,477.93	***10,221,769.37***
Disbursements						
Materials & Services per Transaction Report	1,078,505.72	**198,138.12**	13,115.91	664,225.65	2,106.84	***1,956,092.24***
Poudre Valley REA Carter Lake Hydro Capacity Charge	-	**-**	-	-	10,920.00	***10,920.00***
Mountain Parks Electric Granby Hydro Capacity Charge	-	**-**	-	-	552.00	***552.00***
Transactions - Less than $100	10,275.88	**1,434.18**	51.62	311.42	332.97	***12,406.07***
Subtotal Materials & Services	1,088,781.60	**199,572.30**	13,167.53	664,537.07	13,911.81	***1,979,970.31***
Employee and Directors Payroll and Benefits	1,153,014.20	**-**	-	-	-	***1,153,014.20***
Medical & Dental Self Insurance Claims	181,114.77	**-**	-	-	-	***181,114.77***
COP's Base Rental Debt Service	1,215,450.00	**-**	-	-	-	***1,215,450.00***
Total Disbursements	3,638,360.57	**199,572.30**	13,167.53	664,537.07	13,911.81	***4,529,549.28***
Cash Balance, Beginning of Month	26,013,640.02	**26,099,466.81**	127,748.85	7,673,503.86	918,595.57	***60,832,955.11***
Cash Balance, End of Month	$ 31,922,131.50	**$ 26,490,800.51**	$ 124,801.93	$ 7,026,279.57	$ 961,161.69	***$ 66,525,175.20***

Northern Colorado Water Conservancy District
Schedule of Restricted & Other Reserves

April 30, 2019

Schedule of Reserves

	April 30, 2019 Market Value	March 31, 2019 Market Value	Change
District Reserves			
Major CB-T Repair Reserves			
District Reserve	**$ 659,478.84**	$ 652,900.53	$ 6,578.31
District / USBR Reserve	**907,971.89**	898,917.38	9,054.51
Contingency	**108,840.50**	107,758.33	1,082.17
Subtotal Major CB-T Repair Reserves	**1,676,291.23**	1,659,576.24	16,714.99
Certificates of Participation Reserves			
Base Rentals	**6,167.32**	6,155.74	11.58
Subtotal Certificates of Participation Reserves	**6,167.32**	6,155.74	11.58
Other Reserves			
Facility Removal - Hydropower	**104,611.68**	104,385.06	226.62
Facilities Replacement Reserve	**11,248,219.40**	11,224,575.31	23,644.09
Emergency Reserve	**378,486.94**	377,668.03	818.91
Project Improvement Reserve *(1)*	**32,860,985.73**	32,807,329.74	53,655.99
New Capital Reserve	**4,336,283.29**	4,326,987.66	9,295.63
Subtotal Other Reserves	**48,928,587.04**	48,840,945.80	87,641.24
Total District Reserves	**$ 50,611,045.59**	$ 50,506,677.78	$ 104,367.81
Southern Water Supply Project Water Activity Enterprise Reserves			
Construction Escrow & Change Order Accounts			
Boulder	**$ 1,567,180.34**	$ 1,563,911.66	$ 3,268.68
Left Hand Water District	**968,666.82**	966,646.46	2,020.36
Longs Peak Water District	**111,729.87**	111,496.83	233.04
Berthoud	**16,166.42**	16,133.70	32.72
Total SWSP II Water Activity Reserves	**$ 2,663,743.45**	$ 2,658,188.65	$ 5,554.80
Hydropower Water Activity Enterprise Reserves			
Carter Lake Debt Service Reserve			
District	**$ 418,714.22**	$ 417,972.05	$ 742.17
CWRPDA	**130,756.01**	130,472.57	283.44
Granby Debt Service Reserve			
District	**46,691.98**	46,691.98	-
Total Hydropower Water Activity Reserves	**$ 596,162.21**	$ 595,136.60	$ 1,025.61

(1) The Project Improvement Reserve account, holds The Coca-Cola Company (Coca-Cola) corporate notes in the amount of $150,000. On April 26, 2018, Moody's Investment Service downgraded the Coca-Cola note to a rate below the minimum credit rating at the time of initial purchase as set forth by Northern Water's Investment Policy Statement. Northern Water's income advisor, PFM Asset Management credit committee has reviewed the downgrade and recommends holding the security to maturity.

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW20 Southern Water Supply Project

Activity		Account Category	System	Vendor	Amount
2010240 Supply Canal	- Carter Lake Outlet Works and Portion St Vrain	83080 - Ser Maint Equip Generators	AP	780 - Power Systems West, Colorado	285.00
2010240 Supply Canal	- Carter Lake Outlet Works and Portion St Vrain	96700 - Ser UT Utility Energy	AP	403 - Poudre Valley REA	238.37
2010250	- Broomfield Pipeline	90060 - Ser Pro CS UtilityNotification	AP	468 - Utility Notification Center of	180.34
2010250	- Broomfield Pipeline	92660 - Ser Pro IT Soft Maint Subscrip	AP	1930 - GE Digital LLC	6,818.99
2010250	- Broomfield Pipeline	96680 - Ser UT Communication SCADA	AP	719 - UMB Bank	443.31
2010250	- Broomfield Pipeline	96700 - Ser UT Utility Energy	AP	194 - City of Longmont	153.50
2010250	- Broomfield Pipeline	96700 - Ser UT Utility Energy	AP	403 - Poudre Valley REA	336.51
2010252	- Ft Lupton/Hudson Pipeline	69420 - Mat MR Elect Cable and Wire	AP	381 - Newco	209.80
2010252	- Ft Lupton/Hudson Pipeline	90060 - Ser Pro CS UtilityNotification	AP	468 - Utility Notification Center of	132.06
2010252	- Ft Lupton/Hudson Pipeline	96700 - Ser UT Utility Energy	AP	461 - United Power	254.72
2010256	- Morgan Pipeline	90060 - Ser Pro CS UtilityNotification	AP	468 - Utility Notification Center of	170.40
2010260	- Broomfield Pump Station	96700 - Ser UT Utility Energy	AP	461 - United Power	564.03
2010260	- Broomfield Pump Station	96860 - Ser UT Telephone Services	AP	187 - CenturyLink	214.02
2010262	- West Longmont Pump Station	96700 - Ser UT Utility Energy	AP	194 - City of Longmont	451.53
2010262	- West Longmont Pump Station	96860 - Ser UT Telephone Services	AP	187 - CenturyLink	130.04
2010264	- Louisville/Superior Pump Station	61560 - Mat Eq Valve Butterfly	AP	262 - Ferguson Enterprises #109	5,390.00
2010264	- Louisville/Superior Pump Station	96680 - Ser UT Communication SCADA	AP	1861 - Comcast	213.70
2010264	- Louisville/Superior Pump Station	96700 - Ser UT Utility Energy	AP	489 - Xcel Energy	4,018.31
2065282	- SWSP Eastern Pump Station	90640 - Ser Pro Eng Facilities Design	AP	173 - Black & Veatch	44,636.02
2065282	- SWSP Eastern Pump Station	92840 - Ser Pro Legal General	AP	455 - Trout Raley	836.60
2075355	- SWSP II Non Segment General	11340 - Cap Const Heavy Pipeline	AP	250 - ERO Resources	8,809.50
2075355	- SWSP II Non Segment General	90920 - Ser Pro Eng Inspecting Gen	AP	1874 - Ditesco Project and	73,330.81
2075355	- SWSP II Non Segment General	91140 - Ser Pro Eng Pipeline Design	AP	236 - Dewberry Engineers Inc.	15,479.50
2075365	- SWSP II C1B Berthoud-Longs Peak Water District	88940 - Ser Pro CS Environmental	AP	1959 - Loris & Associates	6,13

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW20 Southern Water Supply Project

Activity		Account Category	System	Vendor	Amount
2075370 Road	- SWSP II C2 Longs Peak Water District-St Vrain	11340 - Cap Const Heavy Pipeline	AP	1953 - Environmental Logistics	8,707.28
2075370 Road	- SWSP II C2 Longs Peak Water District-St Vrain	13098 - Cap Eq Other Crop Damages	AP	2119 - Gary Steube	500.00
2075370 Road	- SWSP II C2 Longs Peak Water District-St Vrain	72120 - Mat Pipe Pipe Plastic	AP	857 - Empire Irrigation Inc.	516.24
2075370 Road	- SWSP II C2 Longs Peak Water District-St Vrain	88940 - Ser Pro CS Environmental	AP	1959 - Loris & Associates	5,151.73
2075375 District	- SWSP II C3 St Vrain Road-Left Hand Water	11340 - Cap Const Heavy Pipeline	AP	1953 - Environmental Logistics	1,044.53
2075375 District	- SWSP II C3 St Vrain Road-Left Hand Water	88940 - Ser Pro CS Environmental	AP	1959 - Loris & Associates	8,863.21
2075380	- SWSP II C4 Left Hand Water District to Boulder	88940 - Ser Pro CS Environmental	AP	1959 - Loris & Associates	3,926.19
				SUBTOTAL	**198,138.12**

Northern Colorado Water Conservancy District
Southern Water Supply Project II
Monthly Report: May 2019

Installation of trees along 75th

Topsoil north of Highway 66

St Vrain Road Asphalt Paving

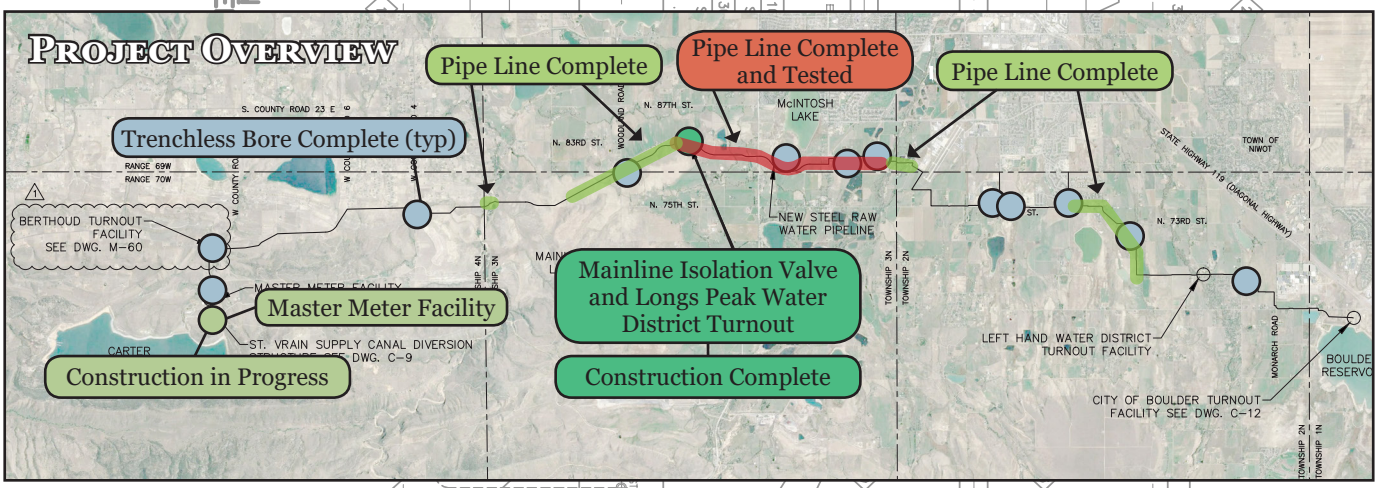
Reclamation north of the Mainline Isolation Valve Vault

Work Completed

- Continue to process project submittals and RFIs.
- Continued preconstruction photo documentation, potholing for existing utilities, construction surveying and ROW prep.
- Continued installation of temporary and permanent fencing.
- Continued to install 36" Steel Pipe in various segments, installed approximately 9792 LF.
- Continued to receive steel pipe deliveries.
- Continued grouting/mortaring of interior joints for steel pipe installed to date.
- Continued reclamation process north/south of Hygiene Road, Emil Property, south of BNSF Railroad and north of Highway 66.
- Continued construction for Master Meter Vault.

Work Upcoming

- Continue ROW preparations (clearing/grubbing and installation of temporary/permanent fencing).
- Continue installation of steel piping.
- Complete building of Main Line Isolation Valve Vault.



36" Steel Pipe (LF)	45,497	47%	95,547
32" Steel Pipe (LF)	0	0%	14,030
Road Crossings (EA)	12	100%	12
BNSF Railroad Crossings (EA)	1	100%	1
Irrigation Ditch Crossings (LF)	638.6	69%	925
River/Creek Crossings (LF)	332	27%	1,220
Pipe Line Tested (LF)	14,480	13.5%	109,557

Schedule
Notice to Proceed: May 1, 2018
Substantial Completion: February 4, 2020
Final Completion: April 4, 2020
Calendar Days Charged to Date: 395 (56%)

Original Contract Value: $37,655,745
Adjusted Contract Value: $37,806,504
Work Complete: $17,264,739
Percent Complete: 46%

Northern Colorado Water Conservancy District

Statement of Cash Receipts, Disbursements and Transfers

For the month ending May 31, 2019

	Business Type Activity Enterprise Funds					
	District	Southern Water Supply Project	Pleasant Valley Pipeline	Northern Integrated Supply Project	Northern Water Hydropower	*Total*
Receipts						
General Property & Specific Ownership Taxes	$ 6,829,412.98	$ -	**$ -**	$ -	$ -	***$ 6,829,412.98***
Regional Pool Program Proceeds	2,217,860.19	-	**-**	-	-	***2,217,860.19***
SWSP II - Left Hand Water District	-	530,430.72	**-**	-	-	***530,430.72***
Plesant Valley Pipeline Assessments	-	-	**10,077.84**	-	-	***10,077.84***
Poudre Valley REA Carter Lake Hydro Energy	-	-	**-**	-	44,366.07	***44,366.07***
Mountain Parks Electric Granby Hydro Energy	-	-	**-**	-	10,316.32	***10,316.32***
Class D Water Assessments	251,962.98	-	**-**	-	-	***251,962.98***
Forfieted CBT Unit (2) Sales Proceeds	97,130.00	-	**-**	-	-	***97,130.00***
Medical Plan - Cobra & Stop Loss Reimbursements	91,239.19	-	**-**	-	-	***91,239.19***
Water Quality - Emerging Contaminates	12,293.50	-	**-**	-	-	***12,293.50***
Transfer Fees & Inclusions	11,077.07	-	**-**	-	-	***11,077.07***
Upper Colorado River Wild and Scenic Alternative Management Plan	4,773.60	-	**-**	-	-	***4,773.60***
Class B & C Water Assessments	4,584.80	-	**-**	-	-	***4,584.80***
Reimbursements & Miscellaneous Receipts	2,777.70	1,232.82	**-**	-	-	***4,010.52***
Property Rental	1,500.00	-	**-**	-	-	***1,500.00***
Sale of Assets - GovDeals.com	435.00	-		-	-	***435.00***
Interest Earned	21,805.04	59,242.46	**142.77**	17,312.78	1,795.54	***100,298.59***
Total Receipts	9,546,852.05	590,906.00	**10,220.61**	17,312.78	56,477.93	***10,221,769.37***
Disbursements						
Materials & Services per Transaction Report	1,078,505.72	198,138.12	**13,115.91**	664,225.65	2,106.84	***1,956,092.24***
Poudre Valley REA Carter Lake Hydro Capacity Charge	-	-	**-**	-	10,920.00	***10,920.00***
Mountain Parks Electric Granby Hydro Capacity Charge	-	-	**-**	-	552.00	***552.00***
Transactions - Less than $100	10,275.88	1,434.18	**51.62**	311.42	332.97	***12,406.07***
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Medical & Dental Self Insurance Claims	181,114.77	-	**-**	-	-	***181,114.77***
COP's Base Rental Debt Service	1,215,450.00	-	**-**	-	-	***1,215,450.00***
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Cash Balance, End of Month	$ 31,922,131.50	$ 26,490,800.51	**$ 124,801.93**	$ 7,026,279.57	$ 961,161.69	***$ 66,525,175.20***

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW30 Pleasant Valley Pipeline

Activity		Account Category	System	Vendor	Amount
3010340	- Pleasant Valley Pipeline	90440 - Ser Pro Eng Corrosion Control	AP	1696 - QualCorr Engineering	10,440.00
3010340	- Pleasant Valley Pipeline	92660 - Ser Pro IT Soft Maint Subscrip	AP	1930 - GE Digital LLC	2,191.82
3010340	- Pleasant Valley Pipeline	96700 - Ser UT Utility Energy	AP	403 - Poudre Valley REA	484.09
				SUBTOTAL	**13,115.91**

Northern Colorado Water Conservancy District

Statement of Cash Receipts, Disbursements and Transfers

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Emergency Reserve	**378,486.94**	377,668.03	818.91
Project Improvement Reserve *(1)*	**32,860,985.73**	32,807,329.74	53,655.99
New Capital Reserve	**4,336,283.29**	4,326,987.66	9,295.63
Subtotal Other Reserves	**48,928,587.04**	48,840,945.80	87,641.24
Total District Reserves	**$ 50,611,045.59**	$ 50,506,677.78	$ 104,367.81
Southern Water Supply Project Water Activity Enterprise Reserves			
Construction Escrow & Change Order Accounts			
Boulder	**$ 1,567,180.34**	$ 1,563,911.66	$ 3,268.68
Left Hand Water District	**968,666.82**	966,646.46	2,020.36
Longs Peak Water District	**111,729.87**	111,496.83	233.04
Berthoud	**16,166.42**	16,133.70	32.72
Total SWSP II Water Activity Reserves	**$ 2,663,743.45**	$ 2,658,188.65	$ 5,554.80
Hydropower Water Activity Enterprise Reserves			
Carter Lake Debt Service Reserve			
District	**$ 418,714.22**	$ 417,972.05	$ 742.17
CWRPDA	**130,756.01**	130,472.57	283.44
Granby Debt Service Reserve			
District	**46,691.98**	46,691.98	-
Total Hydropower Water Activity Reserves	**$ 596,162.21**	$ 595,136.60	$ 1,025.61

(1) The Project Improvement Reserve account, holds The Coca-Cola Company (Coca-Cola) corporate notes in the amount of $150,000. On April 26, 2018, Moody's Investment Service downgraded the Coca-Cola note to a rate below the minimum credit rating at the time of initial purchase as set forth by Northern Water's Investment Policy Statement. Northern Water's income advisor, PFM Asset Management credit committee has reviewed the downgrade and recommends holding the security to maturity.

Transactions for the Month of May

Run Date Year: 2019

Amount >= $100

NW50 Northern Water Hydropower

Activity		Account Category	System	Vendor	Amount
5010550	- Carter Lake Hydropower	92660 - Ser Pro IT Soft Maint Subscrip	AP	1930 - GE Digital LLC	1,704.76
5010550	- Carter Lake Hydropower	96700 - Ser UT Utility Energy	AP	403 - Poudre Valley REA	402.08
				SUBTOTAL	**2,106.84**