

**SPECIAL MEETING  
of the  
BOARD OF DIRECTORS**

**MINUTES**

Wednesday, 5:30 p.m.

June 6, 2018

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Called to order at 5:35 p.m.

The meeting of the Boxelder Sanitation District Board of Directors was held at the Boxelder Sanitation District administration office located at 3201 E. Mulberry, Unit Q, Fort Collins, CO 80524. Mr. Dennis Gatlin, acting as the Chair, called the meeting to order.

Prior notice of the meeting was given in accord with §32-1-903 CRS.

1. Roll Call:

Directors Present: Mr. Dennis Gatlin, Chair  
Mr. Andy Chismar, Vice Chair  
Mr. Ray Piira, Treasurer  
Mr. Bob Deitrick  
Mr. John Giuliano  
Staff Present: Ms. Karen Reynolds, District Manager  
District Counsel: Mr. Rick Zier

2. The pledge of allegiance was said. Roll was called and it was determined that a quorum was present.
3. Mr. Chismar moved to adopt the agenda as presented. Motion seconded. Motion passed [5-0].
4. There was no public comment.
5. Discussion was held about dates for future board meetings and work sessions. No action was taken.
6. Mr. Piira moved to go into executive session at 5:45 p.m. per §24-6-402(4)(b), conferences with an attorney for the public entity for the purposes of receiving legal advice on specific legal questions, and §24-6-402(4)(f) C.R.S., personnel issues. Motion seconded. Motion approved [5-0]. Mr. Gatlin left the meeting at 7:10 p.m., and Vice Chair Andy Chismar assumed Chair duties. Executive session ended at 7:14 p.m.

7. Mr. Piira moved to terminate Karen Reynolds as General Manager due to the Board's having lost confidence in her ability to lead the organization and due to malfeasance and nonfeasance of duties, and to offer Ms. Reynolds her regular pay and accrued vacation for four months after June 6, 2018 and medical/dental through December 31, 2018 provided she return all keys, have no further access to District computers and accounts except with the District's permission, and otherwise cooperate with the Board and staff in effectuating her termination. Mr. Deitrick seconded the Motion. Motion passed [4-0].

Ms. Reynolds was informed of the Board's action and asked to gather up her belongings to take with her that evening, as she would not be returning to her job. (There was a short unannounced break in the meeting while Directors assisted Ms. Reynolds in gathering and boxing her belongings.) Mr. Gatlin returned to the meeting at 7:35 p.m. and reassumed the duties of the Chair.

8. After discussion, Mr. Deitrick moved to ask Brian Zick to be Interim District Manager. Mr. Piira seconded the Motion. Motion approved [5-0].
9. There was discussion of issues relating to the 30 year old agreement concerning Water's Edge. Mr. Chismar moved to agree to mediation with the clients represented by attorney Martha Fitzgerald as soon as possible. Mr. Piira seconded. Motion approved [5-0]. Mr. Piira moved to reimburse \$150,000.00 to R. Lake, LLC as soon as possible upon attorney approval of an agreement. Mr. Chismar seconded the Motion. Motion approved [5-0].

Mr. Chismar moved to adjourn the meeting. Motion seconded. Motion approved.

Meeting adjourned at 8:41 p.m. Mr. Zier kept the minutes for this Special Meeting.

These minutes were approved on the 18<sup>th</sup> day of June 2018  
by an action of the Board of Directors.

/s/ Dennis Gatlin  
Chair of the Board