

LOWER RIO GRANDE PUBLIC WATER WORKS AUTHORITY
MEETING NOTICE & AGENDA
BOARD OF DIRECTORS MEETING
6:30 p.m. Wednesday, August 4, 2010 at Vado MDWCA Office

- I. Sign in, establish quorum, call to order, approval of agenda
- II. Approval of Minutes of 7/21/10
- III. Fiscal Agent Report -
- IV. Guest Presentations –
- V. Public Input – 15 minutes total allotted for this item, 3 minute time limit per person, may be continued after Item VIII by board action:
- VI. Unfinished Business:
 - A. Water Rights issues -
 - B. LRGMDWA items/updates –
 - C. ICIP – Resolution – IF READY
 - D. Governance Documents Committee report
 - 1. Re-scheduled work session
 - 2. Review election time-table from county
 - E. Voting District Boundaries – for approval IF READY
 - F. RFP for engineering services
 - 1. Berino Water System Improvements
 - 2. Mesquite Water System Improvements
 - 3. La Mesa Water System Improvements
 - 4. Mesquite Wastewater Collection System Expansion/Improvement
 - 5. Authority distribution system – additional interconnections & looping
 - G. Application for funding to USDA RD –
 - H. WTB meeting 7/28/10 in Santa Fe and WTB funding application update
 - I. Funding agency issues re: merger
 - 1. Resolution for Authority to assume founding entity projects with USDA-RD funding allocated but not closed (LOC stage) – IF READY
 - 2. Meeting w/Rural Development Director 8/2/10 - report
 - J. Staffing issues
- VII. New Business:
 - A. SCCOG Membership Resolution 2011-01
 - B. Proposed Interim Policy re: Eligibility and appointment of Directors
 - C. Logo redesign
 - D. MOU for Lease back of water rights
 - E. RFP for accounting services
- VIII. Other discussion and agenda items for next meeting – Next meeting 8/18/10 at 10:00 a.m.
- IX. Adjourn

If you are an individual with a disability who is in need of a reader, amplifier, qualified sign language interpreter, or any other form of auxiliary aide or service to attend or participate in the hearing or meeting, please contact the Desert Sands MDWCA office at 505-882-0313, P.O. Box 1864, Anthony, NM 88021, or in person at 59 Links Road, Berino, NM at least one week prior to the meeting or as soon as possible. Public documents, including the agenda and minutes, can be provided in various accessible formats. Please contact the Desert Sands MDWCA office if a summary or other type of accessible format is needed.

Si es un individuo con una incapacidad esta en necesidad de un lector, amplificador, lenguaje por senas, o cualquier otra forma de asistencia o servicio para atender o participar en las juntas, por favor lame ha la oficina Desert Sands MDWCA 505-882-0313, P.O. Box 1864, Anthony, NM 88021, o en persona 59 Links Road, Berino, NM una semana antes de la junta o en cuanto posible. Documentos públicos, incluyendo la agenda y minutos, están disponibles en varios formatos. Por favor opóngase en contacto con la oficina Desert Sands MDWCA si un resumen o otro tipo de forma accesible es necesario

LOWER RIO GRANDE PUBLIC WATER WORKS AUTHORITY

MINUTES

{NOTE: Minutes are a DRAFT until approved & signed by the Board}

BOARD OF DIRECTORS MEETING

10:00 a.m. Wednesday, July 21, 2010 at Vado MDWCA Office

- I. Sign-in sheet and Agenda are attached. Present were President Robert Nieto (Mesquite), Vice-president Tiffany Romero-Vega (La Mesa), and Secretary/Treasurer Karen Nichols (Desert Sands). Director Bobbie Boyer (Vado) was absent and Director Santos Ruiz (Berino) arrived at 10:34 a.m. Also present were Tiffany Bloom (South Central Council of Governments), John Holguin (President, Vado MDWCA), Beverly Singleman (attorney), Ramona Baca (President, Berino MDWC), Ismael Borunda (President, La Mesa MDWCA), Traci Davis (NM Finance Authority), Martin Torrez (NM Environment Dept. Construction Programs Bureau), Martin Lopez (Mesquite GM & LRG MDWA Registered Agent), and Espy Holguin (HUD). With a quorum established, Mr. Nieto called the meeting to order at 10:15 a.m. Ms. Vega made a motion to approve the agenda, Ms. Nichols seconded, and it carried unanimously. 1:49
- II. Approval of Minutes of 5/7/10 & 7/7/10 (attached) – Ms. Vega made a correction to remove Tiffany Bloom from those present in item I, Mr. Nieto made a correction to change the spelling from “Erich” to “Eric” in item IV. Ms. Vega made a motion to approve the minutes of 5/7/10 as presented and 7/7/10 as corrected. Ms. Nichols seconded, and the motion carried unanimously. 6:23
- III. Fiscal Agent Report – Mr. Lopez reported that the only funds we have are the \$500 initial deposit, the bank statements are at Ms. Boyer’s house and she is currently in California. Doug Joens from Mesilla Vally Accounting will help with setting up bookkeeping for the Authority. Ms. Davis asked when merger of finances will happen. Mr. Lopez said the target date is the end of September when the CDBG Planning Project is done. 7:52
- IV. Guest Presentations –Traci Davis from NMFA, Martin Torrez from NMED-CPB RE: Refinance/consolidation of founding entity debts: Ms. Davis said she met with Sandra Alarcon of USDA Rural Development, and the Authority needs to do a written request to them for release of documents in order for NMFA to look at our Rural Development loan documents. Mr. Lopez clarified that the Authority is looking to refinance old loans, not current projects. Ms. Davis also mentioned that they would like to look at financial statements for all the founding entities. Mr Nieto asked by when they would need them. Ms. Davis said the NMFA funding application process is a monthly cycle, and they need the application at the beginning of the month in order to get on that month’s board agenda. She asked what terms the Authority is looking for. Mr. Lopez said that he was told that NMFA will look at the useful life of the infrastructure the old loans were used for, and will make sure that they were not for equipment, which they were not. Mr. Nieto said we were thinking of just paying off the two smallest loans (Mesquite’s & Vado’s) instead of refinancing them. Ms. Davis said that they have a copy of HB 185 and asked about any other organizational documents for the Authority. Ms. Nichols said that the Governance Documents are at 75% completion and should be final soon. Ms. Davis said they would like to have the NMFA attorney review them. Ms. Singleman clarified that each founding entity, not the Authority, needs to send a release to USDA-RD. She also said she would call Ms. Alarcon since we have heard nothing from Martha Torres. Ms. Nichols asked if we will need to submit a Uniform Funding Application, and Ms. Davis clarified that what NMFA will need is the PPRF application, authorization For RD to

release our loan information, and financial statements from the founding entities. Mr. Lopez asked if we are looking at refinancing other loans. Ms. Nichols said she thought we should look at the RIP loans and see if it makes sense to refinance them as well, and especially the Desert Sands Berkadia (formerly GMAC, GECC, then Capmark). Ms. Davis said she also understood the Authority plans to apply to the Water Trust Board for 2011, and said we qualify as long as we have merged or can identify a fiscal agent. There was some discussion, and the next agenda will include an action item for revoking the fiscal agency of the LRG MDWA now that the Authority has an address, FEIN, CRS ID, bank account and DUNS number of its own. Ms. Nichols checked with Ms. Bloom about her comfort level with anything that looked like implementation of the Planning Project, and Ms. Bloom clarified that if we need to implement any piece of the plan, we need to get a draft of that piece up to NM-DFA in order to do that before the planning project is complete.

Martin Torrez said that the project he has listed for our founding entities and the LRG MDWA is four or five planning projects. Mr. Lopez said that Mesquite and Berino got planning money, the La Mesa one is on hold, and also Brazito applied. He said that's all he has as far as projects for these communities, and Mr. Lopez said that we will have projects coming up very soon. 34:29

V. Public Input – 15 minutes total allotted for this item, 3 minute time limit per person, may be continued after Item VIII by board action: NONE

VI. Unfinished Business:

A. Water Rights issues & 6/13/10 meeting w/State Engineer staff: Ms. Nichols said that Ms. Perez was going to send out notes from the 6/13 meeting and hasn't yet. Mr. Lopez said that when Authority got ready to look at surface water site, a letter from the local NM-OSE office that was much more far reaching than necessary was issued, and it would trigger a full Environment Impact Statement. He said that he, Ms. Perez and Ms. Singleman met with Eric Fuchs and Cheryl Thacker at the local OSE office, and they gave us some process for the 40-year water plan, discussed the process for building a surface water plant, and gave some direction for transfer of water right with resolutions to lease them back to individual mutuals, and noted that we need clarification on Special Water Users Associations because the NM-OSE has not developed rules or guidelines. When Authority representative met with Mr. D'Antonio, he said they are looking for us to implement the combine & comingle under HB185, and there is reason for concern about losing water rights if this is not done carefully, especially Desert Sands' that have not been put to beneficial use yet. We will need to use return flows as an offset or a credit, and they will work with us on that. Ms. Singleman said the Mr. Fuchs gave a clear picture of the delineation of duties within NM OSE, and the 40-year plans are handled in Santa Fe, return flow plans are local and administrative. He was also candid about Special Water Users Association statutes, and NM-OSE has not done much to implement this. We will likely be the first to need to implement it. Ms. Singleman said it was a strategically interesting meeting, and that Mr. Fuchs was helpful and communicative. Ms. Thacker was there, is the one we will be dealing with, and is eager to get started.

Ms. Singleman said she needs to be authorized by the Authority Board to meet with the county to discuss the return flow issue. Ms. Nichols made a motion to authorize the attorney to do whatever is necessary and meet with whoever she needs to meet with in order to deal with the Authority's water rights issues. Ms. Vega seconded, the motion, and it carried unanimously. 46:31 Ms. Nichols asked about the status of water rights transfers. Ms. Singleman replied that she has all the founding entity board resolutions and should have the applications ready the end

of next week. She also noted that we need to start looking at transferring real property such as well sites to the Authority. Mr. Lopez said he can get what is on file at the county. Ms. Davis said the other piece for the WTB application is that the Authority has to comply with HB185, but the WTB understands it is going to be a process and just needs to see that it has been initiated. Mr. Lopez will start gathering information on the real property, will touch base with Olga Morales. He noted that the county assessor recommended one path, RD another, and the attorney may have yet another. Ms. Singleman replied that we are more interested in doing this in the proper legal manner than in making it easy for other governmental entities. Ms. Nichols will send an email requesting that the founding entities send their property ID numbers to Mr. Lopez. 52:57

- B. LRGMDWA items/updates – Authorize merging LRG MDWA’s ICIP into the Authority’s – Mr. Lopez said the LRG MDWA Board authorized this at their last meeting. Ms. Vega made a motion to approve, Mr. Ruiz seconded, and it carried unanimously. 55:00

- C. ICIP – discussion – Ms. Bloom passed around the ICIP from last year (attached) and said we will keep this account number and information, but change name from the MDWA to the Authority. The deadline is 9/30/10. She said the Inventory can have a note in the ICIP saying it is avail upon request rather than typing it in. Mr. Lopez told her she can delete the La Mesa Administration Building since it is funded, and also the Vado meters are done. He said the Berino Road Line replacement needs to be #1, Mesquite Water Phase 4A will be #2 (it has a FONSI from USDA but they aren’t considering for funding), Berino Water System Improvements will be #3 (this is at 80% of design), LRG Phase II & Tank is #4, LRG Surface Water Treatment Plant is #5, Booster Pump is #6, Desert Sands Distribution Project is #7, Mesquite Water System Improvement Phase IV B & C is #8, Mesquite Sewer Project is #9, Mesquite Wastewater Extension Phase II is #10, Desert Sands Vehicle Purchase is #11, La Mesa Vehicle Purchase is #12. 1:05:00 Ms. Bloom had Mr. Nieto sign a letter to NM-DFA requesting the ICIP merger.

- D. Governance Documents Committee report
 - 1. Re-schedule work session – Mr. Lopez note d that the work session for 5% completion is set for next Thursday, July 29th at 1:00 at Mesquite. Tomorrow at 2:00 is a telephone conference with Sharon Wills at RCAC regarding the Authority web site.

 - 2. Review election time-table from county – no one was present from the county, Ms. Perez was not present, and no time-table has been provided. Mr. Lopez will follow up with Ms. Perez and Ms. Morales.

- E. Definition of Membership – for approval – Ms. Singleman said she was sent the proposed definition from the Governance Documents Committee and asked to look at it, she asked some questions, and once she understood that Member should be property owner, she made sure to cover as many scenarios as possible. She suggested that the Board might want to consider that at some point in time, everyone who owns property who wants to vote needs to register to vote as a property owner. She also noted that there needs to be a cut-off date for voter rolls before each election, and she put it in as 60 days. After some further discussion,

Ms. Nichols made a motion to approve, Ms. Vega seconded, and it carried unanimously. 1:20:36

- F. Voting District Boundaries – for approval IF READY – NOT READY
 - G. Legal description of Service Area Boundaries – for approval – IF READY – NOT READY – Delete this item from the next agenda because it is the same as F.– this is more like the outside boundary of all the voting district. 1:24:33
 - H. RFP for engineering services – POSTPONE – There was a very brief discussion, and this will be an action item on the next agenda. 1:26:28
 - I. Application for funding to USDA-RD – POSTPONE
 - J. WTB meeting 7/28/10 in Santa Fe and WTB funding application update – Mr. Lopez and Mr. Nieto are going, Ms. Nichols will request authorization from the Desert Sands board. 1:28:39
 - K. Funding agency issues re: merger
 - 1. Resolution for Authority to assume founding entity projects with USDA-RD funding allocated but not closed (LOC stage) – IF READY – NOT READY – Mr. Lopez reported that there is still no direction from Rural Development. 1:29:05
 - 2. Other? NONE
- VII. New Business:
- A. Process of hiring GM (can Authority board delegate to MDWA board, or should Authority employee-directors resign now) – Mr. Lopez recommended that the board needs to look at hiring staff, particularly a General Manager. He noted that currently this board has three employees who want to continue to be employees, and asked, at what point should they consider resigning and how to replace them as Directors. HB 185 says that the founding entities appoint a Member (not necessarily a Director) of their Associations to the Authority Board. Mr. Holguin stated that Bobbie Boyer wants to resign right away. Ms. Singleman said that if the Authority is at the point of hiring a manager, if potential Authority employees are Directors they need to resign before the manager is hired. There was a great deal more discussion, and this discussion often coincided with item B. below.
 - B. Authority employee-directors resignation/replacement process
Ms. Singleman said the Authority needs a policy that no Authority directors can be an employee, and the founding entities' Boards needs to replace the person they appoint to the Authority Board when there is a resignation. 2:04:55
- VIII. Other discussion and agenda items for next meeting – Next meeting is 8/4/10 6:30 p.m. – Mr. Lopez will recommend to the MDWA to ask their attorney to draft letter to the LRG MDWA's engineer asking for time-table for deliverables. The engineering contract expires in November, and we are pending the PER & EA, Phase II Interconnect Design, 40-year water plan and as-builts for Stern Drive. Also, if we get tripped up with the land purchase & EA not done and Phase II not done, there needs to be a backup project to keep from losing older Colonias Initiative funds. The La Mesa meeting is tomorrow at 6

p.m. at the La Mesa Community Center. The LRG MDWA submitted a request for additional funds to NM-DFA for those three La Mesa streets, and Annette Morales is meeting with Rick Martinez today to see about getting us \$70,000 for the project. Mr. Lopez noted that we need to start getting membership lists based on new criteria for Membership, and we need to get loan information for all the associations and draft a letter to get NMFA on board with refinancing the older RD loans. Ms. Bloom suggested putting ICIP Resolution on the next agenda. Ms. Singleman added to include a resolution authorizing the association to continue to use their previous water rights.

IX. Adjourn Ms. Vega made a motion to adjourn, Mr. Ruiz seconded, and it carried unanimously. Mr. Nieto declared the meeting adjourned at 12:34 p.m.

Date Minutes Approved: _____

LRGPWWA BOARD: Sign ABOVE your printed name Name, Title/ Association Represented	Approve/Absent
Robert Nieto, President/Mesquite MDWC & MSWA	
Tiffany Romero-Vega, VP/La Mesa MDWCA	
Bobbie Boyer, Director/Vado MDWCA	ABSENT
Santos Ruiz, Director/Berino MDWC & MSWA	
Karen Nichols, Secretary-Treasurer/Desert Sands MDWCA	

LOWER RIO GRANDE PUBLIC WATER WORKS AUTHORITY
Interim Policy #FY11-01
Eligibility and Appointment of Directors

1. Employees of the Authority are not eligible to serve as Authority Directors. Authority Directors who are employed by Authority founding entities may not participate in Authority Board decisions regarding staffing and employment issues and should consider resigning from the Authority Board if they plan to seek employment with the Authority.
2. Until the first Authority election has been held, if an Authority Director position becomes vacant,
 - A. If the Authority has not yet assumed the assets of the Founding Entity that vacant position represents, the Board of the Founding Entity will appoint a new Director who must be a Member of the Founding Entity, not necessarily a Director of the Founding Entity.
 - B. If the Authority has assumed the assets of the Founding Entity, the Authority Board will appoint a new Director who must be eligible for membership in the Authority and own property within the area served by the Founding Entity that the vacant position represents.
3. Conflict of Interest:
 - A. Directors and officers are obligated to disclose any actual, potential, or perceived conflicts of interest and abstain from both discussion and voting on any issues that come before the board where conflicts of interest may arise.
 - B. The following conflicts shall disqualify a Member from being eligible for election to the Board of Directors:
 - i. Any Member who has been convicted of a crime that is designated under federal and/or state law as a felony or of any crime involving dishonesty or false statement regardless of the punishment shall not be eligible to serve on the Board of Directors.
 - ii. Any Member who is a current Director, employee, or contractor of any other water utility, whether private or public, shall not be eligible to serve on the board of directors.

Adopted 8/4/10

Robert Nieto, President

Tiffany Romero-Vega, Vice-president

Karen Nichols, Secretary/Treasurer

Absent: Director Bobbie Boyer, Director Santos Ruiz

Memorandum of Understanding and Temporary Leaseback of Water Rights

THIS AGREEMENT is made and entered into this 4th day of August, 2010 by and between the Lower Rio Grande Public Water Works Authority (“Authority”), and Berino Mutual Domestic Water Consumers and Mutual Sewage Works Association, Desert Sands Mutual Domestic Water Consumers Association, La Mesa Mutual Domestic Water Consumers Association, Mesquite Mutual Domestic Water Consumers and Mutual Sewage Works Association and Vado Mutual Domestic Water Consumers Association (“Mutual Domestics”).

WITNESSETH:

WHEREAS the Authority is a political subdivision of the State of New Mexico and an independent public body created under NMSA 1978, § 73-26-1 (2009) which in the future will exist as a single entity after the completion of a merger of the Mutual Domestics into the Authority.

WHEREAS the Board of Directors of each of the Mutual Domestics, pursuant to law and the Authority’s merger plan, have each recently adopted a resolution authorizing their attorney to complete the paperwork necessary to transfer each of the Mutual Domestic’s water rights to the Authority, a first step in the merger of the Mutual Domestics’ assets to the Authority, which transfer is imminent; and

WHEREAS the Authority and Mutual Domestics are each authorized and both desire to enter into this agreement to enable the Mutual Domestics to temporarily lease back said water rights from the Authority to enable them to continue to operate their water systems using the water rights until such time as Mutual Domestics’ merger of all their assets to the Authority is complete.

NOW THEREFOR for their mutual benefit and consideration, the Authority and Mutual Domestics agree as follows:

1. **Purpose:** The parties acknowledge and agree that they are entering into this Agreement to provide each of the Mutual Domestics a temporary lease back and use of the water rights after they are transferred to the Authority.

2. By this Agreement the parties agree that for their mutual benefit and consideration, until such time as all of each of the Mutual Domestic’s assets, water and sewage infrastructure, member/customer accounts, and finances are turned over completely to the Authority and the Mutual Domestics are dissolved and no longer operate or maintain their water and/or sewage systems, the Authority hereby agrees at no cost to lease its water rights to the Mutual Domestics in the same amount of water rights transferred by each of them to the Authority until such time as the merger of the Mutual Domestics into the Authority is complete and the Mutual Domestics are dissolved.

3. The parties mutually agree and understand that throughout the merger process, they will cooperate with each other and assist in the transition of the water/sewage systems from the Mutual Domestics to the Authority in the least disruptive manner possible, including agreeing to this lease back of water rights for use by the Mutual Domestics until such time as the merger is complete.

4. The parties further agree that by entering into this Agreement, the Authority shall assume no responsibility or liability for the operation and maintenance of the Mutual Domestics' water/sewage infrastructure until such time as said infrastructure and lands, including wells, is also transferred to the Authority.

5. Term. This Agreement shall remain in effect until it is either modified or replaced by a subsequent agreement between the parties, is terminated by either or both of the parties pursuant to Paragraph 9, or until the merger of the Mutual Domestics into the Authority under the law is complete and the Mutual Domestics are dissolved.

6. Amendments. This Agreement constitutes the entire agreement of the parties and shall not be altered, modified, or amended except by an instrument in writing executed by both parties.

7. Law. This Agreement shall be governed by the laws of the State of New Mexico. Each person signing the Agreement and/or authorizing it to be signed on behalf of his/er respective party is not personally liable, either jointly or severally, for this Agreement under any circumstances.

8. Severability. If any part or application of this Agreement is held to be invalid, the remainder of the Agreement shall not be affected.

9. Termination. Either party may terminate this Agreement upon thirty (30) days written notice to the other party. It is acknowledged and agreed that the Mutual Domestics may not terminate this Agreement except upon the unanimous agreement of all five mutual domestics. Written notices shall be sent or delivered as follows:

The Authority:

Lower Rio Grande
Public Water Works Authority
Roberto M. Nieto, President
P.O. Box
Vado NM 88072

Mutual Domestics:

Lower Rio Grande Mutual Domestic
Water Association
Robert Nieto, President
P.O. Box 349
Mesquite NM 88048

10. Sovereign Immunity. By entering into this Agreement, the Authority and its “public employees” as defined in the New Mexico Tort Claims Act, NMSA 1978, §§ 41-4-1 et seq., and the Mutual Domestics and its “public employees” as defined in the New Mexico Tort Claims Act, do not waive sovereign immunity, do not waive any defense(s), and do not waive any limitation(s) of liability pursuant to law. No provision of this Agreement modifies or waives the parties’ immunity under any of the provisions of the New Mexico Tort Claims Act and any amendments thereto.

11. No Third Party Beneficiary. It is specifically agreed between the parties executing this Agreement that it is not intended by the parties or by any provisions of the Agreement to create in any member(s) of the public status as a third party beneficiary of the Agreement, or to authorize anyone not a party to the Agreement to maintain a suit(s) for wrongful death(s), injury(ies) to person(s), damage(s) to property(ies), or any other cause(s) of action whatsoever pursuant to the provisions of this Agreement.

12. Liability and Insurance. Neither party shall be responsible for liability incurred as a result of the other party’s acts or omissions in connection with this Agreement. Both the Authority and the Mutual Domestics shall, at all times during the term of this Agreement, each have and keep in force liability insurance in the amounts as set forth in the New Mexico Tort Claims Act, NMSA 1978, §§ 41-4-1 et seq. Both parties agree to assume all risk in the performance of their respective actions taken hereunder and their respective activities in connection herewith and, if found liable, shall be solely responsible and answerable in damages for any and all accidents, deaths, bodily or personal injuries to person(s), property(ies) or damages of any other nature.

13. Authority. The signatories to this Agreement, by their signatures below, represent that they have the authority to enter into this Agreement and that all applicable laws, rules, and regulations have been complied with.

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date first written above.

Lower Rio Grande Public Water Works Authority:

Roberto M. Nieto, President

Berino Mutual Domestic Water Consumers and Mutual Sewage Works Association:

Ramona Baca, President

Desert Sands Mutual Domestic Water Consumers Association:

Rosaura Pargas , President

La Mesa Mutual Domestic Water Consumers Association:

Ismael Borrunda, President

Mesquite Mutual Domestic Water Consumers and Mutual Sewage Works Association:

Roberto M. Nieto, President

Vado Mutual Domestic Water Consumers Association:

John Holguin, President

LOGO DESIGN

Note from Susie Anderson, Graphic Designer

It is really difficult to quote logo design (depending on the complexity of the project, the number of colors and revisions, etc.)

The price would start at a minimum of \$250, payable at first proof after basic revisions.

That would include three different initial designs in black and white and a maximum of 3 rounds of basic revisions to the initial designs, including adding color.

Major revisions and subsequent revisions (like "let's start over, with a few more choices...") would be billed at \$25 per hour, minimum one hour for each instance.

All designs, consultations, revisions, etc. would be done online, not by mail or phone conversations.

Any good logo should have several versions. Even if it is to be full color, you will need a black & white version, one with 1 or 2 spot colors, etc. depending on whether it will be used for print, web, etc. The design would include several file formats for various uses, like .eps, pdf, tif, jpeg, gif, etc. Many companies have 2 orientations, one vertical (stacked) and one horizontal.

I would want to see the "lame logo" and the logos of the other companies merging. If they know their color choices or specific design elements ahead of time, that would be good to note. It would be good to have a time frame.

I would also do some research online to make sure we were not using a design too close to other similar companies, etc.

The finalized logo package (various file formats) would be emailed and, if requested, I would also mail one CD.

Susie Anderson

LOWER RIO GRANDE PUBLIC WATER WORKS AUTHORITY
MEETING NOTICE & AGENDA
BOARD OF DIRECTORS MEETING
6:30 p.m. Wednesday, August 4, 2010 at Vado MDWCA Office

- I. Sign-in sheet and Agenda are attached. President Robert Nieto, Vice-president Tiffany Romero-Vega, and Secretary/Treasurer Karen Nichols were present. Director Bobbie Boyer and Director Santos Ruiz were absent. Also present were Beverly Singleman (attorney), Martin Lopez (Lower Rio Grande MDWA Registered Agent), John Holguin (Vado MDWCA President), Espy Holguin (HUD), and Tiffany Bloom (South Central Council of Governments). With a quorum established, Mr. Nieto called the meeting to order at 6:44 p.m. Ms. Vega made motion to approve the agenda, Ms. Nichols seconded, and it carried unanimously. 1:09
- II. Approval of Minutes of 7/21/10 – Ms. Vega made a motion to approve the Minutes of 7/21/10, Ms. Nichols seconded, and it carried unanimously. 2:09
- III. Fiscal Agent Report – Mr. Lopez said that he will request that Vado give him a key so he can check for Authority mail. Ms. Holguin said she thought that Mr. Holguin is going to get the locks changed and provide a key for the Authority. Mr. Lopez said he got a call from USDA Rural Development saying that they were going to send us a letter, and he gave them this address. Ms. Holguins told him he can pick up mail on Friday afternoon when Angelica will be in. 2:20
- IV. Guest Presentations – NONE
- V. Public Input – 15 minutes total allotted for this item, 3 minute time limit per person, may be continued after Item VIII by board action: NONE
- VI. Unfinished Business:
 - A. Water Rights issues – Ms. Singleman said she has done all of the deeds transferring water rights to the Authority from each mutual, plus the application for change of ownership which she cannot submit until she has a copy of deeds. She gave original documents to Mr. Lopez to get signatures. 6:06
 - B. LRGPWWA items/updates – Mr. Lopez said we are having hard time with the property for the treatment plant because the county is putting up a lot of road blocks. He noted that the funding expires in October, and said he will request that the MDWA ask Rick Martinez at NM DFA to add this scope to another Colonias Initiative Grant in case we need to spend this one before the land is obtained. 8:12
 - C. ICIP – Resolution – IF READY – Ms. Bloom said the Resolution and ICIP are not quite ready, but NM-DFA did do the name change to the Authority, and their computer system hasn't quite gotten the update yet. She expects to have it by

next meeting. Mr. Lopez said he sat down with Ms. Bloom and combined a bunch of the projects, for example vehicles that some of the associations had on their ICIPs and some of the little projects were combined into one. He said they added system-wide information technology for SCADA, intranet, etc., and added two Distribution Looping projects. Ms. Bloom said she added one section to the draft resolution explaining in the Authority's resolution that the founding entities are merging. 11:51

D. Governance Documents Committee report

1. Re-scheduled work session – This is set for tomorrow 2:00-5:00 12:35
2. Review election time-table from county – Mr. Lopez said that Olga Moralez has been trying to get it from the county clerk, and we might be working with a different person in the future. 13:16

E. Voting District Boundaries – for approval IF READY – Mr. Lopez said all the mutuals are working on their membership lists. Ms. Holguin asked if Mequite had a location list for the Vado meters, and said she will get Angelica to check with customers when they come to pay. Mr. Lopez will get the list for her. 15:54

F. RFP for engineering services – Mr. Lopez gave some background and said that we have reached a compromise with USDA-RD. They will either transfer our old loans to the Authority under their massive process transfer & assumption process, or we will refinance them with NMFA. For projects that are on hold (La Mesa Water Project & Mesquite Sewer Project), the Authority could not just assume the projects as RD wanted because of the professional services contracts and procurement requirement. The mutuals will complete their Letter Of Conditions, then the projects will close in the name of the Authority. The Authority will RFP for construction management. Those projects in the application phase have PERs done with state funds in the name of the mutuals, but will close on RD funding in the name of the Authority. The mutual and Authority have the same attorney and engineer anyway for the Berino one. The projects will be combined for the funding application into the Berino/Del Cerro Project. He said the biggest hurdle is the merger and that they want to see projected financials. Projects 1-4 below will be under one RFP, and he passed out copies. This will address the two projects (La Mesa Water & Mesquite Sewer) that are near completion of their LOC, plus Del Cerro which has FONSI and Berino which has a completed PER. We need letter for each of the four projects from the mutual turning the project over to the Authority and a resolution from the Authority accepting them in order to obtain funding. Ms. Vega made a motion to accept the RFP, Ms. Nichols seconded. It was clarified that this will be RFP #FY11-01, and the vote was unanimously in favor. Project 5 below will be RFP #FY11-02. Ms. Nichols made a motion to approve, Ms. Vega seconded, and it carried unanimously. Mr. Lopez said that Mesquite has a SAP for a wastewater collection extension in the

area of Mesquite and Brazito the state is making them re-RFP, and they will come back for construction management to the Authority as well.

1. Berino Water System Improvements
 2. Mesquite Water System Improvements
 3. La Mesa Water System Improvements
 4. Mesquite Wastewater Collection System Expansion/Improvement
 5. Authority distribution system – additional interconnections & looping, etc. 33:31
- G. Application for funding to USDA RD – Mr. Lopez said USDA-RD took a copy of the cost breakdown for the Berino/Del Cerro Project, and State Engineer & Water Trust Board Chair John D’Antonio challenged them that the WTB is considering partial funding, and that they should consider chipping in the rest. 34:39
- H. WTB meeting 7/28/10 in Santa Fe and WTB funding application update – Mr. Lopez reported that on the 28th, a group of us went up to the WTB meeting, and they are going to change the rules to allow new regional entities to apply without 3 years of audited financials. This will be back on agenda for 9/8/10 . He said he has letters from the Authority and mutuals authorizing NMFA to research State, USDA & Berkadia loans, except Vado which may pay off theirs. Mr. Lopez gave Mr. Holguin a release letter to sign if they wished to have both options, and he signed and returned it. Mr. Lopez said a key piece lacking for the WTB application is budget projections. NMFA requires financial statements until the rule change goes into effect, but we are actually in compliance with amended Audit Act anyway. 39:18
- I. Funding agency issues re: merger
1. Resolution for Authority to assume founding entity projects with USDA-RD funding allocated but not closed (LOC stage) – IF READY – This is not ready yet.
 2. Meeting w/Rural Development Director 8/2/10 – report – This was already covered in previous items.
- J. Staffing issues – Mr. Lopez said that the operators and office staff met again to go over proposed structure and recommend pay schedules. He said there are questions and concerns, and we will get it sorted out. – 43:53

VII. New Business:

- A. SCCOG Membership Resolution 2011-01 – Mr. Lopez will propose to the SCCOG to transfer our membership from the MDWA to the Authority, and he drafted letter, cut a check for the dues, and just needs to fill out the resolution. Ms. Vega made a motion to adopt the resolution, Ms. Nichols seconded, and it carried unanimously. He asked who to list as the delegate and alternate, and after some discussion, consensus was that Ms. Vega would serve and delegate with Mr. Nieto as alternate. 48:41
 - B. Proposed Interim Policy FY11-01 re: Eligibility and appointment of Directors – Ms. Nichols discussed, Ms. Singleman noted that it was interim, and Ms. Nichols replied that it was for the initial appointed board until the Governance Documents go into effect to address this. Ms. Vega made a motion to adopt, Ms. Nichols seconded, and it carried unanimously. Ms. Nichols will bring a clean copy for signatures to the next meeting. 52:38
 - C. Logo redesign – Ms. Nichols discussed the proposal included in the Board Packet. There was some discussion, and Ms. Singleman noted that we just need to get a couple more quotes. Ms. Vega made a motion to authorize a \$500 budget for the logo re-design, Ms. Nichols seconded, and it carried unanimously. 55:38
 - D. MOU for Lease back of water rights – Ms. Singleman gave 3 copies to Mr. Lopez and noted that they have the correct address, and he will get signatures. The individual mutuals will deed over their water rights to the Authority, and this is a lease-back so they can keep using them for now. This will actually be recorded. 57:59
 - E. RFP for accounting services – Mr. Lopez said that a key component for the merger is to have a Financial Manager or outside accountant on board to initiate the financial components. He spoke with Doug Joens today, and Mesilla Valley Accounting is will to help, but not to take this on. He recommend hiring someone with 4 yr. degree and 4-6 years of experience. Ms. Nichols said she thought it would be best to do a transition from contracting an accounting firm to hiring a Financial Manager, and get the outside accountant to help. Mr. Lopez agreed, and that seemed to be the consensus. The RFP will be #FYI 11-02, and he and Ms. Nichols will finalize the wording. Ms. Vega made a motion to authorize it, Ms. Nichols seconded, and it carried unanimously.
- VIII. Other discussion and agenda items for next meeting – Next meeting 8/18/10 at 10:00 a.m. Mr. Lopez said that he wanted to order deposit slips, and Citizens Bank would not let him since he is not on the account. He requested an agenda item to be added to the bank accounts, at least temporarily, and said we need to set up a reserve account, a La Mesa project account and a Mesquite project account. Mr. Lopez mentioned that he had spoken with Ms. Nichols about obtaining insurance and the procurement requirements. He noted that we will D&O liability, workers comp, general liability, auto, etc. Ms. Singleman recommended to adopt a pocurement policy, said the code allows that, make sure policy is very clear for employees to follow. Ms. Nichols said that when she spoke

to Richard Rose about it, he said that insurance wasn't really covered in the procurement code, but it needs to be a transparent process. He also said their attorney has been looking into restricting voting privileges to members and constitutional issues. Ms. Singlemand said there is ample research and precedent including a Supreme Court Case in favor of allowing different and justifiable voting requirements in a special district voting process. Mr. Lopez said the regarding return flow credits, the county attorney want to meet, but is on vacation for 10 days. Mr. Holguin said that Vado is having a special meeting to replace Ms. Boyer on the Authority board and reaffirm merging as soon as possible. Mr. Lopez said he is going up on August 20th to Santa Fe to get government plates issued to authority for all of the vehicles.

IX. Adjourn – Ms. Vega made a motion to adjourn, Ms. Nichols seconded, and it carried unanimously.

Date Minutes Approved: _____

LRGPWWA BOARD: Sign ABOVE your printed name Name, Title/ Association Represented	Approve/Absent
Robert Nieto, President/Mesquite MDWC & MSWA	
Tiffany Romero-Vega, VP/La Mesa MDWCA	
Bobbie Boyer, Director/Vado MDWCA	ABSENT
Santos Ruiz, Director/Berino MDWC & MSWA	ABSENT
Karen Nichols, Secretary-Treasurer/Desert Sands MDWCA	

LOWER RIO GRANDE PUBLIC WATER WORKS AUTHORITY
MEETING NOTICE & AGENDA
BOARD OF DIRECTORS MEETING
10:00 a.m. Wednesday, August 18, 2010 at Vado MDWCA Office

- I. Sign in, establish quorum, call to order, welcome new directors & elect officers as needed to fill vacancies
- II. Approval of agenda
- III. Approval of Minutes of 8/4/10
- IV. Fiscal Agent Items - Additional bank accounts and signors, Insurance quotes, transfers of assets
- V. Guest Presentations –
- VI. Public Input – 15 minutes total allotted for this item, 3 minute time limit per person, may be continued after Item VIII by board action:
- VII. Unfinished Business:
 - A. Water Rights issues – update on deeds & lease-back MOU, combine & comingle application
 - B. LRGMDWA items/updates – meeting(s) w/county staff, project deadlines, other
 - C. ICIP – Resolution –
 - D. Governance Documents Committee report
 - 1. Re-scheduled work session
 - 2. Review election time-table from county
 - E. Voting District Boundaries – for approval IF READY
 - F. RFPs for engineering services & accounting services - updates
 - G. Application for funding to USDA RD –
 - H. Funding applications update – WTB, NMFA, RD
 - I. Resolution for Authority to assume founding entity projects with USDA-RD funding allocated but not closed (LOC stage) – IF READY
 - J. Staffing issues
 - K. Logo redesign
 - L. Accounting RFP – update
 - M. Governance Documents
- VIII. New Business:
 - A.
- IX. Other discussion and agenda items for next meeting – Next meeting 9/1/10 at 6:30 p.m.
- X. Adjourn

If you are an individual with a disability who is in need of a reader, amplifier, qualified sign language interpreter, or any other form of auxiliary aide or service to attend or participate in the hearing or meeting, please contact the Desert Sands MDWCA office at 505-882-0313, P.O. Box 1864, Anthony, NM 88021, or in person at 59 Links Road, Berino, NM at least one week prior to the meeting or as soon as possible. Public documents, including the agenda and minutes, can be provided in various accessible formats. Please contact the Desert Sands MDWCA office if a summary or other type of accessible format is needed.

Si es un individuo con una incapacidad esta en necesidad de un lector, amplificador, lenguaje por senas, o cualquier otra forma de asistencia o servicio para atender o participar en las juntas, por favor lame ha la oficina Desert Sands MDWCA 505-882-0313, P.O. Box 1864, Anthony, NM 88021, o en persona 59 Links Road, Berino, NM una semana antes de la junta o en cuanto posible. Documentos públicos, incluyendo la agenda y minutos, están disponibles en varios formatos. Por favor opóngase en contacto con la oficina Desert Sands MDWCA si un resumen o otro tipo de forma accesible es necesario

Lower Rio Grande Public Water Works Authority

COUNTY OF DOÑA ANA

Resolution No. FY2011-02

A RESOLUTION

ADOPTING AN INFRASTRUCTURE CAPITAL IMPROVEMENT PLAN (ICIP)

WHEREAS, the Lower Rio Grande Public Water Works Authority recognizes that the financing of public capital projects has become a major concern in New Mexico and nationally; and

WHEREAS, in times of scarce resources, it is necessary to find new financing mechanisms and maximize the use of existing resources; and

WHEREAS, the Berino MDWC & MSWA, La Mesa MDWCA, Mesquite MDWC & MSWA, Desert Sands MDWCA, Vado MDWCA, and Lower Rio Grande MDWA will be merging into the Lower Rio Grande Public Water Works Authority per HB 185 of 2009 and are adopting one regional ICIP for 2012-2016; and

WHEREAS, systematic capital improvements planning is an effective tool for communities to define their development needs, establish priorities and pursue concrete actions and strategies to achieve necessary project development; and

WHEREAS, this process contributes to local and regional efforts in project identification and selection in short and long range capital planning efforts.

NOW, THEREFORE, BE IT RESOLVED BY THE LOWER RIO GRANDE PUBLIC WATER WORKS AUTHORITY that:

1. The Lower Rio Grande Public Water Works Authority has adopted the attached Infrastructure Capital Improvement Plan, and
2. It is intended that the Plan be a working document and is the first of many steps toward improving rational, long-range capital planning and budgeting for New Mexico's infrastructure.

PASSED, APPROVED and ADOPTED by the governing body at its meeting of August 18, 2010.

_____ – representing Mesquite MDWC & MSWA

_____ – representing La Mesa MDWCA

_____ – representing Desert Sands MDWCA

_____ – representing Vado MDWCA

_____ – representing Berino MDWC & MSWA