

**Joint Utilization Commission
DBA Riverview Technology Corporation
Minutes of Annual Meeting
Tuesday, January 30, 2001**

Attendees:

RTC/JUC: Tilman Bishop, Robert Bray, Mike Bussey, Tim Carlson, Wade Haerle, Knute Knudson, Chris Launer, John Newell, Steve Reimer, Janet Terry and Pat Tucker

DOE & DOE CONTRACTORS: Al Adelgren, Janet Boughton, Andria Dutcher, Barney Roberts and Penny Tarr.

OTHERS: Thea Chase of WCBDC, Bob Jasper of Mesa County, Craig Little of AIMTech, Annalisa Pearson of WCBDC and Dan Wilson, Attorney for the City of Grand Junction.

The meeting convened at 9:10 a.m.

APPROVAL OF MINUTES: The minutes of the July 19, 2000 and September 12, 2000 were submitted and approved.

FINANCIAL REPORT – Pat Tucker. The Financial Status as of January 30, 2000 was distributed. The JUC has a balance of \$15,875.15. The WCBDC did not charge for October and November 2000 because the JUC was not using their services, but will charge \$1,205.35 for December services. A motion was passed to accept the Treasurer's Report as presented.

RATIFICATION OF PRIOR ACTIONS OF JUC AND RTC MEMBERS – Knute Knudson. The items to be resolved were distributed (Attached). The items were presented and a motion was passed to accept the ratification.

NOMINATING COMMITTEE REPORT AND RESOLUTION TO RECOMMEND

APPOINTMENT OF NEW RTC MEMBERS – Robert Bray. Three prospective Board Members were introduced, John Newell, Mike Bussey and Steve Reimer. A motion was passed to appoint all three as Board Members.

OUTGOING MEMBERS AND APPOINTMENT OF NEW OFFICERS – Knute Knudson. Outgoing Members, Craig Little and Tim Carlson, were thanked for their time and expertise. Pat Tucker was nominated for the office of President, Chris Launer was nominated for the office of Vice President and Bernie Buescher for the office of Treasurer. A motion was passed to appoint all three as officers.

SELECTION OF BANK FOR ACCOUNTS AND AUTHORITY TO OPEN ACCOUNTS – Knute Knudson. The proposed bank was the Bank of Colorado Western Slope. There was some discussion of the possibility of conflict of interest due to the fact that Chris Launer is the president of that bank. The board members did not express any concern in this being a conflict of interest. A motion was passed to give the officers authority to open accounts.

SELECTION OF AUDITOR FOR THE RTC CORPORATION AND AMENDMENT TO

ARTICLES AND BY-LAWS – Knute Knudson. There was some discussion of whether the audit is required and it was suggested that audits be conducted to check accounting practices. The resolution for the Amendment to Articles and By-laws was presented (See Attachment). Item number four was changed to read, "The President, Vice President and Secretary Treasurer shall negotiate to engage the auditor for the RTC." A motion was passed to accept the resolution.

BUILDING 3022 TO WCBDC – There was a request for the WCBDC to be allowed to occupy all of building 3022 upon transition. The building currently has WCBDC Incubator tenants, Wastren employees, Maintenance and some lab people. WCBDC would like to acquire the entire building for several reasons. Currently the Incubator is at 100% capacity. The space that will be made available when Little Bear Snow Shoes moves out is already earmarked for three other tenants' expansion. There are currently two small manufacturing businesses and one tenant expansion on a waiting list for space. Additionally, building 46 was returned to the DOE. It was formerly being used as the Incubator Kitchen. A new kitchen could be built in 3022.

Tilman Bishop asked if the condition of 3022 is good enough for the Incubator to move into. Thea Chase responded that some renovations would need to be done. The WCBDC would bear the costs of renovation. Pat Tucker noted that typically all improvements would need to be authorized by the landlord. WCBDC's current lease is with DOE. It was noted that the Incubator fits with the RTC's economic development mission. Mr. Knudson mentioned that a lease would have to make clear what the obligations of WCBDC would be, who would be responsible for maintenance and renovation. A motion was passed to lease building 3022 to WCBDC with a proper lease agreement in place. Mr. Haerle abstained from the vote.

LEASE WITH DOE – Chris Launer. The negotiations with the DOE are going well. The buildings that would be occupied and common area expenses have been decided. Now the lawyers are working on the actual lease document. Some concern was raised about the impact of the Idaho change and Albuquerque relationships. Mr. Launer responded that the relationships with Albuquerque are fine but he is not sure about Idaho.

LEASE WITH WCBDC – Chris Launer. The RTC has some direction and agreement on the financial terms of the lease but the actual document has not been drawn up. The lease should be a fairly straight forward commercial lease and take much less time than the DOE lease since WCBDC is not a government agency. No income from this lease is included in the projections for RTC.

LEASE WITH ORNL/AIMTECH – Chris Launer. The RTC is still trying to figure out what the ground the DOE Oakridge buildings are sitting on is worth. Since the RTC will not own the buildings a ground lease agreement will have to be made. Craig Little will have to submit a Statement of Work that will go through the Federal Acquisition Process. Common area maintenance will also be charged for. No income from this lease is included in the projections for RTC.

There was some discussion as to what the Army is planning. Mr. Launer has the name of a Colonel in Salt Lake City who is now in charge. He will speak with him. The legal description of the land deeded to the RTC will exclude any Army property. Prior discussions with the Army should not be assumed to still stand. Mr. Haerle noted that the Army would administer the north Railroad crossing.

Mr. Knudson suggested a lease preparation deadline of March 16, 2001.

DOE \$150,000 GRANT – The official application has been submitted and now it is back in the DOE's hands. The money cannot be conveyed until the transfer takes place. The RTC would like to have the application process complete before the transfer takes place so that the money is immediately available upon transfer. Dan Wilson noted that it should be about three weeks to hear back on grant.

GAS, WATER, ELECTRICITY AND SEWER STATUS – Wade Haerle. There are some buildings with electrical power connected to Excel. The DOE buildings are not. Public Service began an upgrade when the Incubator moved to the site. The DOE stopped the upgrade with a few hundred yards left to complete. The cost to complete the loop is about \$100,000 and the DOE is aware of this. The gas system is very good but there is a problem with the interior plumbing not being up to code. Excel has made the DOE a proposal to make these final upgrades and put in meters. DOE has agreed to pay for the metering. The DOE owns the water system. The City was asked to take it over but felt that the system may be too old

and antiquated and that it would not be fair to pass excessive repair costs on to the other customers. The water/sewer line issue will be addressed in the master plan for the site.

PERSONAL PROPERTY DISPOSITION. The final list is not ready yet. Bob Elliot has volunteered to spearhead disposal of the personal property. Pat Tucker noted that before it is disposed of the things that may be useful to the property management be reserved. Also, if there is not much cash value of the items that are left they could be donated to other non-profit organizations.

RAILROAD ACCESS. Dan Wilson will follow up with the County.

PROPERTY TAX ELIMINATION. Mr. Knudson met with the County Tax Assessor who indicated that property tax could be eliminated one of two ways; he can sign off on it himself or it can be sent to the state to be done. The first option cannot be done until after the transition takes place.

PROPERTY MANAGEMENT AGREEMENT. Ms. Tucker, Mr. Bishop and Mr. Buescher have worked with the Incubator on a Mobilization Plan. Most maintenance will be contracted out (janitorial, landscaping, etc.) and a maintenance technician will be hired. Thea Chase is writing a memorandum of understanding that includes service terms, scope of work and responsibilities. There will be a forty-five day notice for contract cancelation.

UPDATE ON INSURANCE – Dan Wilson. Officers/Directors insurance is through Home Loan. Coverage is through September. Site insurance is being looked into. Insurance must be in place by transfer.

INSTITUTIONAL CONTROLS/COVENANTS NOT TO DISTURB GROUNDWATER. The agreement is almost finished. State Health must approve any digging in advance and determine that there is no health risk unless there is an emergency. The agreement must be approved and then there is a thirty-day comment period. If there are no adverse comments a closing date can be made. Mr. Wilson suggested April fourth and a motion was made to accept his advice.

501(c) 3 STATUS. Mr. Wilson has the packet and will submit it for approval. A motion was passed to allow the president to sign.

COMMITTEE APPOINTMENTS. Finance Committee – Mike Bussey and Bernie Buescher. Master Plan Committee – Tilman Bishop, Chris Launer, Steve Reimer and Wade Haerle. Site Management Committee – Pat Tucker, Bernie Buescher, John Newell and Bob Elliot. Economic Development and Government Issues Committee – Knute Knudson and Robert Bray.

Congratulations were made to the outgoing Chairman, Knute Knudson.

ADJOURNMENT. The meeting was adjourned at 12:10 p.m.