

DENVER BOARD OF WATER COMMISSIONERS

Meeting Date: August 13, 2014

Board Item: II-A-4

Amendment to Board Bylaws

Action by Consent

Action

Information

Paragraph 2.4 of the Board's Bylaws requires the Secretary to attest and affix the Seal of the Board to instruments requiring the signature of the President. In actual practice the Seal has been affixed whenever the CEO/Manager signs an instrument, either as the representative binding Denver Water or when attesting the signature of the President. However, there is no requirement within the Bylaws or other governing procedures that the CEO/Manager's signature be accompanied by the Seal.

Due to recent difficulties with applying the Seal on paper, staff researched the reasons to use the Seal. It seems Denver Water's only use for the Seal would be when it conveys title in real property to another party through a conveyance instrument signed by the President, and a question later arises regarding the establishment of marketable title in the grantee. At Denver Water, it is usually the CEO/Manager, not the President, who executes such conveyance documents. Therefore, staff has determined it is unnecessary to continue the practice of affixing the Seal with the CEO/Manager's signature, and paragraph 2.4 of the Bylaws therefore should be updated as follows:

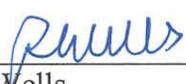
2.4. Secretary. The Secretary shall be an employee of the Board. It shall be the duty of the Secretary to keep accurate minutes of the proceedings of the Board; ~~to attest and affix the Seal of the Board to instruments requiring the signature of the President, except bonds;~~ and to perform such other duties as may be assigned by the Board.

Recommendation:

It is recommended that the Board amend its Bylaws to remove the requirement in paragraph 2.4 that the Secretary attest and affix the Seal of the Board to instruments requiring the signature of the President.

Approvals:

Respectfully submitted,



Patricia Wells
General Counsel



James S. Lochhead
CEO/Manager