

MINUTES¹

**SPECIAL JOINT MEETING OF THE
BOARD OF DIRECTORS OF THE
COLORADO RIVER WATER CONSERVATION DISTRICT AND OF THE
COLORADO RIVER WATER CONSERVATION DISTRICT
ACTING BY AND THROUGH ITS
COLORADO RIVER WATER PROJECTS ENTERPRISE**

September 13, 2010

Pursuant to notice duly and properly given, a special joint meeting telephone conference of the Board of Directors of the Colorado River Water Conservation District (CRWCD) and of the Colorado River Water Conservation District Acting by and Through Its Colorado River Water Projects Enterprise was held on Monday, September 13, 2010 at the offices of the Colorado River Water Conservation District, 201 Centennial Street, Glenwood Springs, Colorado.

Directors participating during all or part of the meeting:

Andrew A. Mueller, President	Tom Alvey
James Newberry	Warner Dewey
Tom Gray	Stephen M. Mathis
Rebie Hazard	Gary Martinez
David H. Merritt	Richard Proctor
Jon Stavney	

Directors not participating:

John Ely	Thomas R. Sharp, Vice President
Forrest F. Nelson	William S. Trampe

Others participating during all or part of the meeting:

Eric Kuhn, General Manager, CRWCD
Peter Fleming, General Counsel, CRWCD
Dan Birch, Deputy General Manager, CRWCD
John Currier, Chief Engineer, CRWCD
Chris Treese, Manager, External Affairs, CRWCD
Mary Kalmes, Senior Accountant/Administrative Chief, CRWCD
Jason Turner, Associate Counsel, CRWCD
Jim Pokrandt, Communication & Education Specialist, CRWCD
Laurie DePaolo, Executive Assistant, CRWCD
Ray Tenney, Sr. Water Resources Engineer, CRWCD
Dave Kanzer, Sr. Water Resources Engineer, CRWCD
Mike Eytel, Water Resources Specialist, CRWCD
Martha Moore, Public Affairs Specialist, CRWCD

Quorum.

President Mueller found a quorum and called the meeting to order at 12:08 p.m.

Approval of Upper Blue River Water Supply Contract with Summit County.

Director Merritt moved, seconded by Director Mathis, to enter into a contract with Summit County for Upper Blue water for 2010 at \$375 per acre foot for annual contracts and to allow Summit County to exchange its contracted Middle Park Water Conservancy District water for Upper Blue water. Motion carried unanimously. Director Martinez abstained from the vote.

Employee Housing Benefit.

Director Dewey moved, seconded by Director Alvey, to grant the General Manager and General Counsel the discretion to determine whether the termination of an employee due to an extended period of incapacitation is an automatic trigger for repayment of an employee assisted housing benefit loan. Motion carried unanimously.

General Counsel's Update:

Peter Fleming reported that the following matters qualify for discussion in Executive Session pursuant to C.R.S. §§ 24-6-402(4)(b)(legal advice) and (e)(negotiations):

3. Negotiations with Denver Water.
4. Applications of Busk-Ivanhoe, Inc., Case Nos. 09CW186 (Water Division 5), 09CW142 (Water Division 2), and 09CW272 (Water Division 1).

Mr. Fleming also stated that he would recuse himself from the discussion of agenda item 4.; Applications of Busk-Ivanhoe, Inc., Case Nos. 09CW186 (Water Division 5), 09CW142 (Water Division 2), and 09CW272 (Water Division 1).

Director Merritt moved, seconded by Director Hazard, to proceed into Executive Session pursuant to C.R.S. §§ 24-6-402(4)(b)(legal advice) and (e)(negotiations). Motion carried unanimously.

Peter Fleming stated that no further record of the portion of the Executive Session in which legal advice or negotiations are discussed would be kept based on his opinion that the discussion will constitute privileged attorney-client communications.

President Mueller reconvened into Public Session at 1:15 p.m.

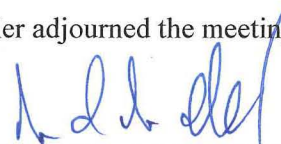
General Counsel's Report - Public Session.

Jason Turner reported that during Executive Session, the Board provided guidance to staff and counsel on the following matters:

3. Negotiations with Denver Water.
4. Applications of Busk-Ivanhoe, Inc., Case Nos. 09CW186 (Water Division 5), 09CW142 (Water Division 2), and 09CW272 (Water Division 1).

Adjourn.

There being no other business before the Board, President Mueller adjourned the meeting at 1:16 p.m.



Andrew A. Mueller, President

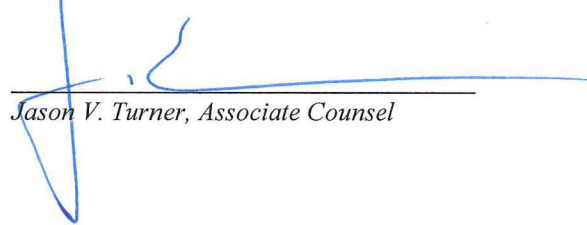
ATTEST:



R. Eric Kuhn, Secretary/General Manager

Executive Session Attestations.

I hereby attest that the portions of the Executive Session that were not recorded constituted privileged attorney-client communications.



Jason V. Turner, Associate Counsel