

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREATROCK NORTH WATER AND SANITATION DISTRICT FEBRUARY 26, 2024

A special meeting of the Board of Directors (referred to hereafter as “Board”) of the Greatrock North Water and Sanitation District (referred to hereafter as “District”) was convened on Monday, February 26, 2024, at 4:30 p.m. at the Reverse Osmosis Water Treatment Plant, 16373 Rayburn Street, Hudson, CO 80642. This District Board meeting was also held virtually via Microsoft Teams and by conference call. The meeting was open to the public.

#### ATTENDANCE

##### Directors in attendance:

John D. Wyckoff; President

Robert W. Fleck; Vice President

Lisa Jacoby; Treasurer

Brian K. Rogers, Secretary

Absent and excused was Director Adams.

##### Also in attendance were:

Lisa Johnson and Alex Clem; CliftonLarsonAllen LLP (“CLA”)

Matthew S. Poznanovic, Esq.; Hayes Poznanovic Korver LLC

Christopher J. Sanchez; BBA Water Consultants, Inc.

#### ADMINISTRATIVE MATTERS

**Disclosures of Potential Conflicts of Interest:** The meeting was called to order. The Board discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Board and to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted that disclosures of potential conflicts of interest were filed with the Secretary of State for all directors, and no additional conflicts were disclosed at the meeting.

**Agenda:** The Board reviewed the Agenda for the meeting. Following discussion, upon motion duly made by Director Wyckoff, seconded by Director Rogers and, upon vote, unanimously carried, the Board approved the Agenda, as presented, and excused the absence of Director Adams.

#### WATER RIGHTS MATTERS

**Executive Session:** Pursuant to Sections 24-6-402(4)(b) and (e), of the Colorado Revised Statutes, upon a motion duly made by Director Wyckoff, seconded by Director Rogers and, upon vote, unanimously carried, the Board convened into Executive Session at 4:38 p.m. to receive legal advice regarding the District’s pending water court application in Case No. 23CW3011, and its opposition in



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### **Attorney Statement Regarding Privileged Attorney-Client Communication**

Pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S., I attest that in my capacity as special counsel representing the Greatrock North Water and Sanitation District (the “District”), I attended the Executive Session on February 26, 2024, for the sole purpose of conferencing with the District’s Board of Directors to provide legal advice regarding water court Case No. 23CW3011, and to discuss negotiations with third parties regarding Case No. 19CW3231, Water Division 1 and to provide legal advice regarding the status and use of the District’s water rights and augmentation plans as authorized by Sections 24-6-402(4)(b) and (e), C.R.S. I further attest that it is my opinion that all or a portion of the executive session discussion constituted attorney-client privileged communication as provided by § 24-6-402(4)(b), C.R.S., and based on that opinion, no further record, written or electronic, was kept or required to be kept pursuant to § 24-6-402(2)(d.5)(II)(B), C.R.S.

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Matthew S. Poznanovic, Esq.

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