

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE GREATROCK NORTH WATER AND SANITATION DISTRICT HELD FEBRUARY 19, 2020

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 Wednesday, February 19, 2020 at 4:30 P.M., at Interstate Energy, Inc., 685 South Main Street, Brighton, Colorado. -The meeting was open to the public.

ATTENDANCE

Directors In Attendance Were:

Robert W. Fleck
John D. Wyckoff
Jeffrey Polliard
Dave Lozano

Following discussion, upon motion duly made by Director Wyckoff, seconded by Director Polliard and, upon vote, unanimously carried, the absence of Director Rogers was excused.

Also In Attendance Were:

Jennifer Gruber Tanaka, Esq.; White Bear Ankele Tanaka & Waldron, P.C.

DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

Disclosures of Potential Conflicts of Interest: Attorney Tanaka advised the Board that, pursuant to Colorado law, certain disclosures may be required prior to taking official action at the meeting. Attorney Tanaka confirmed that disclosures of conflicts of interest were filed with the Secretary of State’s Office and the Board at least 72 hours prior to the meeting for those Directors with potential conflicts of interest. The Board reviewed the Agenda for the meeting, following which, Directors Fleck, Polliard, Lozano and Wyckoff each confirmed that they had no additional conflicts of interest in connection with any of the matters listed on the Agenda.

ADMINISTRATIVE MATTERS

Agenda: Attorney Tanaka distributed for the Board’s review and approval a proposed Agenda for the District’s special meeting.

Following discussion, upon motion duly made by Director Wyckoff, seconded by Director Polliard and, upon vote, unanimously carried, the Agenda was approved as presented.

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**EXECUTIVE
SESSION**

Pursuant to Section 24-6-402(4) of the Colorado Revised Statutes, upon motion duly made by Director Wyckoff, seconded by Director Polliard and, upon an affirmative vote of at least two-thirds of the quorum present, the Board convened in executive session at 4:34 p.m. for the purpose of receiving from the Board's attorney legal advice on specific legal questions as authorized by Sections 24-6-402(4)(b) and (e), C.R.S. regarding Management Matters and to receive legal advice related thereto. Furthermore, pursuant to Section 24-6-402(2)(d.5) (II)(B), C.R.S., no record will be kept of those portions of the executive session that, in the opinion of the Board's attorney, constitute privileged attorney-client communication pursuant to Section 24-6-402(4)(b), C.R.S.

The Board reconvened in regular session at 5:38 p.m.

No action was taken by the Board.


**COMMUNITY
COMMENTS**

There were no Community Comments before the Board at this time.

ADJOURNMENT

There being no further business to come before the Board at this time, upon motion duly made by Director Wyckoff, seconded by Director Polliard and, upon vote, unanimously carried, the meeting was adjourned.

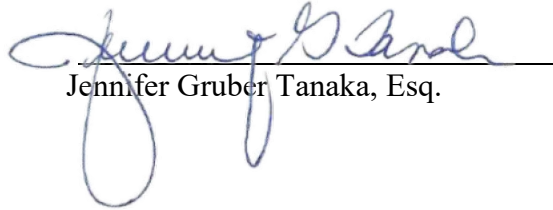
Respectfully submitted,

By 
Secretary for the Meeting

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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 general counsel representing the Greatrock North Water and Sanitation District (the “District”), I attended the Executive Session on February 19, 2020, for the sole purpose of conferencing with the District’s Board of Directors for the purpose of discussion management matters and giving legal advice thereon 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.



Jennifer Gruber Tanaka, Esq.