

April 17, 2008

Meeting Minutes of the Board of Directors

Directors Present: Alan Berryman, Dennis Bode, Lisa Darling, Greg Dewey,
Kim Elkins, Dennis Harmon, John Kolanz, Kevin Urie
and Randy Rhodes

Directors Absent: None

1. CALL TO ORDER / INTRODUCTIONS

Lisa Darling called the SPWRAP Meeting to order at 10:00 am at the headquarters of Denver Water. There was a quorum of Directors.

2. ADDITIONS/CHANGES TO THE AGENDA

There was a suggestion to strike the "SPWRAP Administrative & Corporate Issues" portion of the agenda since no additional progress had been made. These additional items were suggested to be added: "Agreements with the State of Colorado", "Submitted legal fees from Austin Hamre", "Proposal for June 19, 2008 meeting to be a field trip" and "Report from the Executive Committee". The revised agenda was approved.

MOTION: Dennis Bode moved that the revised agenda be approved with the changes noted above. Dennis Harmon seconded the motion and it was approved unanimously by the directors present.

3. MINUTES FROM THE FEBRUARY 21, 2008 BOARD MEETING

Minutes of the February 21, 2008 Board Meeting were approved with one minor change from the version that was emailed out: the location of the meeting was Denver Water and not Northern Water.

MOTION: Randy Rhodes moved that the Minutes of the February 21, 2008 Board Meeting be approved with the change noted above. Dennis Harmon seconded the motion and it was approved unanimously by the directors present.

4. FINANCIAL REPORT

Dennis Harmon presented the SPWRAP financial report. Dennis Harmon also said the following bills needed to be paid:

- Hunt, Spillman for accounting services - \$95.00
- Trout, Raley, Freeman, et al. for legal services (Jan/Feb) – \$4,456.63

MOTION: Kevin Urie moved that the board approve payment of the bills listed in Dennis Harmon's financial report. Greg Dewey seconded the motion and it was approved unanimously by the directors present.

5. FINANCE COMMITTEE UPDATE

The balance in the money market account is large enough to warrant placing a portion of the funds into another secure investment option. At a previous meeting, Colorado Trust was mentioned. The finance committee (Dennis Harmon and Greg Dewey) still needs to research this option. Dennis has contacted some accounting firms for proposals to do a third-party audit, not to be done by SPWRAP, Inc. board or the accounting firm we currently use for financial reporting.

6. 2008 OBJECTIVES FOR SPWRAP – WORK PLAN

Three focus areas within the work plan have been discussed at previous meetings. These three areas are related to Finance, Administration / Membership and Policy / Political. A fourth focus area relates to the Operating Committee, which was the focus of this update.

Alan Berryman mentioned that Colorado is diligently conducting work to complete its initial depletions report for the Program, which is due at the end of 2008. Additional information was presented to the Governance Committee in the form of a memorandum, dated March 31, 2008. A copy of this memorandum was distributed and will be made available on the SPWRAP website.

7. OPERATING COMMITTEE UPDATE

In accordance with a request from Lisa Darling at the previous SPWRAP meeting, Jon Altenhoffen provided a report on activities of the Operating Committee. The Operating Committee met on March 20, 2008 to discuss water accounting and planning. Present for all or parts of the meeting were: Caren Aguilar, Jon Altenhoffen, Alan Berryman, Greg Dewey, Joe Frank, Kenny Fritzler, Jim Hall and Ted Kowalski. Of foremost importance is the development of Colorado's Initial Water Projects Plan. There is potential to produce additional recharge credits if the Tamarack recharge wells are pumped during April and May. SPWRAP is responsible for the operating and maintenance costs for the Tamarack recharge wells.

MOTION: Dennis Harmon moved that the board approve payment of up to an additional \$60,000 to cover pumping costs of the Tamarack wells through May 2008. Randy Rhodes seconded the motion and it was approved unanimously by the directors present.

8. UPDATE ON PLATTE RIVER RECOVERY IMPLEMENTATION PROGRAM ACTIVITIES

Colorado Senate Bill 168, the funding from the Species Conservation Trust Fund, is still alive and making its way through committees. The federal bill which authorizes a federal appropriation of money to the program is also moving along in the United States Congress.

There was some discussion about how to handle depletions on federal lands. No resolution was reached.

9. AGREEMENTS WITH THE STATE OF COLORADO

Mary Halstead reported the attorney working on behalf of the Division of Wildlife was hoping to have the Tamarack augmentation plan resolved prior to entering into an agreement with SPWRAP. Lisa Darling commented that having the Tamarack plan in place is critical to Colorado's water replacement strategy and is a benefit for the Colorado water users. Resolution of the augmentation plan should be of high priority.

10. APPROVAL OF AGREEMENT FOR LEGAL SERVICES FROM AUSTIN HAMRE

Not discussed.

11. PROPOSAL FOR JUNE 19, 2008 MEETING TO BE FIELD TRIP

Lisa Darling suggested that the June SPWRAP board meeting date be used to schedule a field trip to visit the facilities, such as Tamarack, used to meet Colorado's water replacement. SPWRAP members will be invited, with more details forthcoming.

12. REPORT FROM THE EXECUTIVE COMMITTEE

All of the pertinent items discussed at the Executive Committee were incorporated into the SPWRAP meeting.

13. Next Meeting of the Board of Directors:

May 15, 2008 - 10 a.m. at Northern Water