
April 17, 2014
Meeting Minutes of the Board of Directors

Directors Present: Alan Berryman, Greg Dewey, Jim Hall, Rich Belt, Wayland Anderson, Daniel Gallen & Kim Hutton

Directors Absent: Kevin Urie, Dennis Harmon

Others Present: Jon Altenhofen, Joe Frank, & Austin Hamre

1. CALL TO ORDER / INTRODUCTIONS

Greg Dewey called the SPWRAP Board of Directors Meeting to order at 9:12 am. The meeting was held at Northern Water, in Berthoud CO. There was a quorum of Directors present, introductions ensued.

2. ADDITIONS/CHANGES TO THE AGENDA

No additions or changes were made to the Agenda.

3. COPIES OF THE FOLLOWING DOCUMENTS WERE HANDED OUT

- Meeting Agenda
- Draft Minutes from the January 16, 2014 Board meeting, for approval
- SPWRAP's Balance Sheet & General Fund Report (as of April 16, 2014)
- SPWRAP Past Due Assessment Information
- Draft Past Due Assessment Letter
- PRRIP Water Plan Update & Summary Report (as of April 2014)

ACTION ITEMS

4. MINUTES FROM THE JANUARY 16, 2014 BOARD MEETING

The following amendments were made to the January 16, 2014 draft minutes from the Board of Directors Meeting.

- Section 12_ TAMARACK PROJECT, FLOOD IMPACTS
The last sentence was removed from the end paragraph one and two.
- Section 13_ DU-SPWRAP HEYBORNE
The last sentence was removed from the end paragraph one.

MOTION: Rich Belt moved to approve the meeting minutes from January 16, 2014 Board of Directors meeting, with the suggested amendments. Jim Hall seconded the motion. The motion was approved unanimously by the directors present.

5. SPWRAP'S FINACAIL REPORT

Balance Sheet & General Fund Report

Joe Frank presented SPWRAP's Balance Sheet & General Fund Report, as of April 16, 2014, as well as providing handouts. Joe summarized the revenues and expenses, as presented in the Balance Sheet and General Fund Report. An audit was recently completed and confirms that SPWRAP's books are in order and there is no need for adjustments. Regarding the recent audit, a signed Representation Letter is required, to the accountant, stating that the information provided for the audit is both accurate and true to the best of our abilities.

MOTION: Alan Berryman moved to approve the Financial Report. Kim Hutton seconded the motion. The motion was approved unanimously by the directors present.

MOTION: Greg Dewey moved to authorize Rich Belt (SPWRAP Treasurer) to sign the Representation Letter. Wayland Anderson seconded the motion. The motion was approved unanimously by the directors present.

The following checks were presented for approval;

- Check #1234 – Duncan, Ostrander & Dingess – legal expenses
- Check#1235 – Liittjohann, Kauffman & Pederson – audit and tax preparation 2013

MOTION: Alan Berryman moved to approve the checks above. Jim Hall seconded the motion. The motion was approved unanimously by the directors present.

FDIC Insurance Limitations

Rich Belt presented on the Federal Deposit Insurance Corporation (FDIC) financial limitations. Currently SPWRAP is above the FDIC's \$250,000 limitation in several of our bank accounts. Rich suggested reallocating finances within the current SPWRAP bank accounts. This will enable SPWRAP to minimize its risk, regarding invested funds. He noted that several of the accounts have check writing capabilities and money could be wired within 24 hours, should it be necessary.

Note: the Colorado Trust and CSAFE accounts are not insured or in question due to the high AAA/SMP rating; the Wells Fargo checking and savings account, as well as the First Nation Bank MM account are the points of discussion.

MOTION: Alan Berryman moved to transfer money from the Wells Fargo checking and savings accounts, as well as the First Nation Bank MM account such that the remaining balance reflects the FDIC's \$250,000 limitation. The money to be transferred would be allocated to the Colorado Trust and CSAFE accounts. Jim Hall seconded the motion. The motion was approved unanimously by the directors present.

Past Due Assessments

Dan Gallen presented on the SPWRAP Past Due Assessments, as well as providing handouts. Dan summarized the Past Due Assessment Information handout and provided a draft letter with suggested language for contacting the class members in question. Four groups of members were identified that may need to be contacted in regards to past due assessments.

- I. Members who are up to date with past years assessments, but have yet to pay their 2014 assessment.

- II. Members who have paid their 2014 assessment, but SPWRAP's records indicate a laps in a previous years payment.
- III. Members who have missed multiple years of assessment payments, including 2014.
- IV. Members who SPWRAP has no record of a given years assessment.

The following course of action was decided for each group;

- I. The draft letter presented for past due assessment notification will be amended with the Boards suggested language. The letter will then be sent to SPWRAP members who have only missed their 2014 assessment payment.
- II. A separate letter will be drafted and sent to members who our records indicate have missed a payment between 2011 - 2014. Any missed assessments for 2007 - 2010 will be considered forfeit. The SPWRAP Board recognizes that it has a certain amount of responsibility for these missed assessments, as they should have been addressed in a timely manner; as such a "cut off" of 2010 was established.
- III. A phone call will be made to all class members who have missed multiple years of assessments, including 2014. It is believed that a conversation will be more effective in measuring the interest of an organization to maintain membership, explaining the SPWRAP bylaws for paying past due assessments and the benefits that SPWRAP membership provides.
- IV. There will be no attempt to contact any members who are not in SPWRAP's records.

COLORADO ISSUES

6. UPDATE ON THE SOUTH PLATTE LOWER RIVER GROUP (SPLRG)

Austin Hamre presented an update on SPLRG. Austin has drafted a resolution for the dissolution of SPLRG, which will formally dissolve the organization. Issues affiliated with legally dissolving the 501-c3 organization include;

- Addressing the equipment at Tamarack, specifically how to transfer ownership of the equipment to the Colorado Parks and Wildlife. Approval from SPLRG's 4 directors of the draft resolution for the dissolution of SPLRG. Allocation of the remaining finances attributable to SPLRG, etc.

7. UPDATE ON PLATTE RIVER RECOVER IMPLAMENTATION PROGRAM

Alan Berryman presented an update on the PRRIP, as well as providing handouts. Alan summarized the current state of the Platte, as presented in the PRRIP Adaptive Management Plan and PRRIP Water Plan Update handouts. Highlights include the Interior Least Tern potentially being delisted from the endangered species list, in Nebraska. The PRRIP's land acquisition goal of 10,000 acres, for the first increment, has been completed and the J-2 Reservoir construction is moving forward.

8. UPDATE ON OIL & GAS MEMBERSHIPS (North Park Class I-3)

Alan Berryman provided an update on oil & gas memberships, specifically the Class I-3 membership in North Park. The U.S. Fish & Wildlife Service and the BLM are working to clarify issues related to oil & gas operations on federal lands.

The Jackson County Water Conservancy District (JCWCD) has allocated and approved a like amount of water, from their North Platte entitlements, to be used for offsets resulting from oil and gas operations in the North Platte basin. As part of this process oil & gas operators will join SPWRAP and seek approval from JCWCD, for offsets in the North Platte. The SPWRAP membership forms account for operations on both private and federal lands. At this time discussions are ongoing regarding the details of oil & gas operations, in the North Platte basin, on federal lands.

9. OPERATIONS COMMITTEE DISCUSSION (Heyborne Site)

Joe Frank presented updates on the Operating Committee, specifically on the Heyborne site. The LSPWCD, Ducks Unlimited (DU) & Northern Water have been approved, by the State, to use Species Conservation Trust Fund money for repairs of flood impacts at the Heyborne site. DU will be the lead on this project, including design, engineering & reconstruction, with input and oversight from SPWRAP's Operating Committee.

SPWRAP recognizes the need for more detailed documentation of the progress on various projects. Suggestions included minutes from operating meetings or memo's summarizing conversations. The purpose of this would be to formally document agreements, such as; MOU's, which party pays for a given expense, establishing standard operations along the lower river and a consistent approach for future generations.

SPWRAP ADMINISTRATIVE AND CORPORATE ISSUES

10. UPDATE ON THE TREASURER DUTIES & TRANSACTIONS

Rich Belt presented an update on the treasurer duties, specifically signatory permissions of certain SPWRAP officers for financial accounts. To effectively conduct SPWRAP business certain officers need to have signatory permissions to pay bills in a timely manner. Rich is in the process of updating the banks contact information to reflect the current officers of SPWRAP and remove former officers who are no longer involved.

11. TAMARACK PROJECT

Alan Berryman presented an update on the Tamarack project, specifically the transfer of ownership of a backhoe to the Colorado Parks and Wildlife. Northern Water currently owns the backhoe, but Parks and Wildlife performs the daily operates on-site. Due to liability and legal issue Parks and Wildlife must own the backhoe. This will be accomplished through a Bill of Sale. To legally convey ownership of the backhoe to the state, SPWRAP will purchase the backhoe from Northern Water for \$500. SPWRAP will then convey/sell the backhoe to Parks and Wildlife for \$1.

MOTION: Kim Hutton moved to approve the acquisition, by SPWRAP, of said backhoe at a cost of \$500 and to then convey/sell the backhoe to the Parks and Wildlife for \$1. Rich Belt seconded the motion. The motion was approved unanimously by the directors present.

12. MEMBER UPDATES

There were no member updates.

13. ADJOURN

The meeting adjourned at 11:28 a.m.

The next Meeting of the Board of Directors:
July 17, 2014, 9:00 am

The meeting will be held at:
Northern Water
220 Water Avenue
Berthoud CO 80513

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Daniel Gallen". The signature is fluid and cursive, with the first name "Daniel" being more prominent and the last name "Gallen" written in a smaller, more connected script.

Daniel Gallen
Secretary, SPWRAP Inc.