

**Eagle River Water & Sanitation District  
Upper Eagle Regional Water Authority  
Joint Meeting  
January 27, 2022  
MINUTES**

1 A joint meeting of the Boards of Directors of the Upper Eagle Regional Water Authority (**Authority**) and the  
2 Eagle River Water & Sanitation District (**District**) was held Jan. 27, 2022, at 11:00 a.m., via Microsoft  
3 Teams, in accordance with the applicable statutes of the State of Colorado.

4  
5 **ATTENDANCE**

6 **The following Authority Directors were present, thereby constituting a quorum:**

7 Geoff Dreyer, Arrowhead Metropolitan District  
8 Pam Elsner, Beaver Creek Metropolitan District  
9 George Gregory, Berry Creek Metropolitan District  
10 Sarah Smith Hymes, Town of Avon  
11 Kim Bell Williams, EagleVail Metropolitan District  
12 Mick Woodworth, Edwards Metropolitan District  
13

14 **The following District Directors were present, thereby constituting a quorum:**

15 Kate Burchenal  
16 Dick Cleveland  
17 Steve Coyer  
18 George Gregory  
19 Timm Paxson  
20 Bill Simmons  
21 Robert Warner Jr.

22 **Also in attendance were:**

23 **ERWSD Staff**

24 Linn Brooks  
25 Sarah Crawford  
26 Jason Cowles  
27 Diane Johnson  
28 David Norris  
29 Siri Roman  
30 Len Wright

34 **Consultants**

35 Jim Collins, Collins Cole Flynn Winn & Ulmer, PLLC  
36 Joe Middleton, Middleton Environmental Law LLC  
37 Kristin Moseley, Somach Simmons & Dunn  
38 Kathryn Winn, Collins Cole Flynn Winn & Ulmer, PLLC

39  
40 **Other**

41 Eric Heil, Town of Avon alternate  
42 Kevin Hillgren, Beaver Creek Metro alternate  
43 Kris Miller  
44

45 **DISCLOSURES OF POTENTIAL CONFLICTS OF INTEREST**

46 The Boards noted they had received more than 72 hours prior to the meeting certain disclosures of Potential Conflicts of Interest  
47 Statements for the following Directors indicating the following conflicts:

48 **For the Authority:**

49 Director Elsner disclosed her membership with the Vilar Performing Arts Center Guild, which operates within the Authority's service  
50 area. Director Gregory and alternate Director Simmons disclosed that they serve on the Board of the Eagle River Water and Sanitation  
51 District. Director Gregory also disclosed that he occasionally undertakes small development and construction activities within the  
52 Authority and District service areas. Alternate Director Simmons noted he serves on the board of the Eagle River Fire Protection  
53 District and is employed by Beaver Creek Metropolitan District, an Authority member. Director Williams disclosed that she is the Eagle  
54 County Housing Director. Director Woodworth disclosed that he is employed by the Eagle River Fire Protection District, which operates  
55 within the Authority's service area.

56 **For the District:**

57 Director Burchenal disclosed that she serves on the board of the Eagle River Watershed Council. Director Gregory disclosed that  
58 he serves on the board of the Upper Eagle Regional Water Authority (Authority) and occasionally undertakes development and  
59 construction activities within the District and Authority service areas. Director Simmons disclosed that he is the General Manager  
60 of the Beaver Creek Metropolitan District, an alternate Authority Director, and serves on the board of the Eagle River Fire  
61 Protection District. Director Warner disclosed that he is a developer within the District's service area and serves on the Eagle  
62 County Planning Commission, which occasionally has dealings with the District.

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**1 CALL TO ORDER**

2 Chair Simmons of the Eagle River Water & Sanitation District called the meeting to order at 11:01 a.m., Chair  
3 Gregory of the Upper Eagle Regional Water Authority concurred.

**4 PUBLIC COMMENT**

5 Public comment was called for and there was none.

**6 UPDATE ON JAN. 19 MINTURN TOWN COUNCIL MEETING**

7 Mr. Cowles reported good community involvement and discussion of the proposed Intergovernmental  
8 Agreement between the town of Minturn, Eagle River Water & Sanitation District, and the Upper Eagle  
9 Regional Water Authority during the Jan. 19 Minturn town council meeting. At the Jan. 25 special Minturn  
10 town council meeting, they unanimously approved the proposed IGA, subject to minor changes, on first  
11 reading. The changes were incorporated for district and authority board consideration. Minturn town  
12 council will consider the IGA on second reading on Feb. 2. Mr. Cowles explained some answers to  
13 questions asked about wintertime recreation and remediation efforts. Minturn requested 1) the district and  
14 authority commit to a future IGA focused on managing the recreational use and 2) notice of when the  
15 reservoir is completed and operational as that triggers the availability of option water. Mr. Cowles and  
16 legal counsel see no issue with either request.

**17 EXECUTIVE SESSION**

18 Ms. Winn and Ms. Moseley requested the Boards enter Executive Session to receive legal advice of  
19 counsel and discuss negotiations regarding the proposed Intergovernmental Agreement with the town of  
20 Minturn, potential land acquisition, and unification per §24-6-402(4)(a)(b) and (e) C.R.S. They asked that  
21 no electronic record be made, as the discussion would be entirely privileged attorney-client  
22 communications. Upon motion duly made and seconded, it was unanimously.

23 **RESOLVED** to enter Executive Session at 11:12 a.m. to receive advice of counsel and  
24 discuss negotiations regarding the proposed Intergovernmental Agreement with the town of  
25 Minturn, potential land acquisition, and unification pursuant to §24-6-402(4)(a)(b) and (e)  
26 C.R.S. with no electronic record created as Ms. Winn and Ms. Moseley opined the contents  
27 of the discussion would contain privileged attorney-client communications.\*

28 The regular meeting resumed at 12:35 p.m.

**29 REVIEW OF BOLTS LAKE MATTERS**

30 **Intergovernmental Agreement Among the Town of Minturn, the Eagle River Water & Sanitation**  
31 **District, and the Upper Eagle Regional Water Authority** – Ms. Winn presented the Intergovernmental  
32 Agreement, a copy of which is attached hereto as **Exhibit A** and incorporated herein by this reference.  
33 After discussion and upon motions duly made and seconded, it was unanimously

34 **RESOLVED** by the Upper Eagle Regional Water Authority board to approve and accept the  
35 revised Intergovernmental Agreement Among the Town of Minturn, the Eagle River Water &

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1 Sanitation District, and the Upper Eagle Regional Water Authority, including the right for counsel  
2 and staff to address minor changes such as typos, inclusions of exhibits, etc.

3 **RESOLVED** by the Eagle River Water & Sanitation District board to approve and accept the  
4 revised Intergovernmental Agreement Among the Town of Minturn, the Eagle River Water &  
5 Sanitation District, and the Upper Eagle Regional Water Authority, including the right for counsel  
6 and staff to make any necessary minor corrections.

7 **Supplement to the Agreement Pertaining to Acquisition for Bolts Lake Reservoir Project** – Ms.  
8 Winn presented the Supplement to the Agreement, a copy of which is attached hereto as **Exhibit B** and  
9 incorporated herein by this reference. After discussion and upon motions duly made and seconded, it was  
10 unanimously

11 **RESOLVED** by the Upper Eagle Regional Water Authority board to approve and accept the  
12 Supplement to the Agreement Pertaining to Acquisition for the Bolts Lake Reservoir Project and  
13 authorize the board chair to execute all related documents necessary to effect closing, such as  
14 deeds, escrow instructions, and agreements.

15 **RESOLVED** by the Eagle River Water & Sanitation District board to approve and accept the  
16 Supplement to the Agreement Pertaining to Acquisition for the Bolts Lake Reservoir Project and  
17 authorize the board chair to execute all related documents necessary to effect closing, such as  
18 deeds, escrow instructions, and agreements.

19 **Settlement Agreement with Battle North, LLC** – Ms. Winn presented the Settlement Agreement with  
20 Battle North, LLC, a copy of which is attached hereto as **Exhibit C** and incorporated herein by this  
21 reference. After discussion and upon motions duly made and seconded, it was unanimously

22 **RESOLVED** by the Eagle River Water & Sanitation District board to approve and accept the  
23 Settlement Agreement with Battle North, LLC, and authorize legal counsel and staff to make  
24 necessary minor modifications.

25 **RESOLVED** by the Upper Eagle Regional Water Authority board to approve and accept the  
26 Settlement Agreement with Battle North, LLC, and authorize legal counsel and staff to make  
27 necessary minor modifications.

28 **Temporary Easement Agreements** – Ms. Winn requested the District board consider two temporary  
29 easement agreements related to construction. She presented the Temporary Easement Agreement for  
30 the Inundation Area Parcel as well as the Temporary Easement Agreement for the Processing Area,  
31 copies of which are attached hereto as **Exhibits D and E**, respectively, and incorporated herein by this  
32 reference. After discussion and upon motion duly made and seconded, it was unanimously

33 **RESOLVED** by the Eagle River Water & Sanitation District board to approve and accept the  
34 Temporary Easement Agreement for the Inundation Area Parcel and authorize legal counsel and  
35 the General Manager to make any additional minor changes.

