Eagle River Water and Sanitation District
Upper Eagle Regional Water Authority
Joint Special Meeting
October 27, 2016
MINUTES

A joint special meeting of the Boards of Directors of the Upper Eagle Regional Water Authority (Authority) and Eagle River Water and Sanitation District (District) was held October 27, 2016, at 11:00 a.m., in the District’s Walter Kirch Room, 846 Forest Road, Vail, Eagle County, Colorado, in accordance with the applicable statutes of the State of Colorado.

ATTENDANCE

The following Authority Directors were present, thereby constituting a quorum:
- Tom Allender, Eagle-Vail Metropolitan District
- Geoff Dreyer, Arrowhead Metropolitan District
- Pam Elsner, Beaver Creek Metropolitan District
- George Gregory, Berry Creek Metropolitan District
- Sarah Smith Hymes, town of Avon
- Mick Woodworth, Edwards Metropolitan District

The following District Directors were present, thereby constituting a quorum:
- Tom Allender
- Steve Coyer
- George Gregory
- Steve Friedman
- Frederick P. Sackbauer IV
- Bill Simmons
- Paul Testwuide

Also in attendance were:
- ERWSD Staff
- Linn Brooks
- Jason Cowles
- Carol Dickman
- Catherine Hayes
- Diane Johnson
- Siri Roman
- Brian Tracy
- James Wilkins
- Consultants
- Jim Collins, Collins Cockrel & Cole
- Glenn Porzak, Porzak Browning & Bushong LLP

DISCLOSURES OF POTENTIAL CONFLICTS OF INTEREST

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

For the Authority:
Directors Allender and Gregory and alternate Director Simmons disclosed that they serve on the Board of the Eagle River Water and Sanitation District. Director Allender also disclosed that he is a former employee of Vail Resorts, which tangentially deals with the Authority and District, as well as being employed part time by SE Group, which does planning and environmental work for Vail Resorts and other ski areas. Director Elsner disclosed her membership with the Vilar Performing Arts Center Guild, which operates within the Authority’s service area. Director Gregory also disclosed that he occasionally undertakes development and construction activities within the Authority and District service areas. Alternate Director Simmons noted he serves on the Edwards Metropolitan District board and is employed by Beaver Creek Metropolitan District, an Authority member. Director Woodworth disclosed that he is employed by the Eagle River Fire Protection District, which operates within the Authority’s service area.

For the District:
Directors Allender and Gregory disclosed that they also serve on the Board of the Upper Eagle Regional Water Authority (Authority). Director Allender also disclosed that he is a former employee of Vail Resorts, which tangentially deals with the Authority and District, as well as being employed part time by SE Group, which does planning and environmental work for Vail Resorts and other ski areas. Director Friedman serves on the Boards of the Beaver Creek Metropolitan District and the Vail Valley Foundation. Director Gregory also serves on the board of the Berry Creek Metropolitan District and occasionally undertakes development and construction activities within the District and Authority service areas. Director Sackbauer is employed by Vail Resorts, Inc., which has significant land ownership and business interests within the District. Director Simmons disclosed that he is the General Manager of the Beaver Creek Metropolitan District, an alternate Authority Director, and serves on the board of the Edwards Metropolitan District. Director Testwuide disclosed that he performs consulting for Vail Resorts, his former employer, owns water rights in two states, and occasionally uses the District’s water counsel, Glenn Porzak, as his personal attorney.
CALL TO ORDER
Chair Sackbauer of the Eagle River Water and Sanitation District called the meeting to order at 11:00 a.m., and Chair Gregory of the Upper Eagle Regional Water Authority concurred.

PUBLIC COMMENT
Public comment was called for and there was none.

EXECUTIVE SESSION
Mr. Porzak requested the Board enter Executive Session to receive legal advice regarding cash in lieu of water rights policy and Eagle River MOU matters, pursuant to §24-6-402(4)(b) and (e) C.R.S. He asked that no electronic record be made, as the discussion would be entirely privileged attorney-client communications.
Upon motion duly made and seconded, it was unanimously
RESOLVED to enter executive session at 11:01 a.m. to discuss attorney-client privileged issues concerning cash in lieu of water rights policy and Eagle River MOU matters, pursuant to §24-6-402(4)(b) and (e) C.R.S. with no electronic record created as Mr. Porzak opined the contents of the discussion would contain privileged attorney-client communications.*

The regular meeting resumed at 11:52 a.m.
ADJOURNMENT

There being no further business to come before the Boards, the meeting adjourned at 11:53 a.m.

Respectfully submitted,

___________________________________
Secretary to the Meeting

EAGLE RIVER WATER & SANITATION DISTRICT

________________________________________
Tom Allender, Treasurer

________________________________________
Steve Coyer, Director

________________________________________
George Gregory, Secretary

________________________________________
Stephen Friedman, Vice Chair

________________________________________
Frederick P. Sackbauer IV, Chair/President

________________________________________
Bill Simmons, Director

________________________________________
Paul Testwuide, Director

*The undersigned attorney for the applicable Executive Session affirms that the portion of the discussion in Executive Session not recorded constituted privileged attorney-client communications.

________________________________________
Glenn Porzak, Water Counsel
UPPER EAGLE REGIONAL WATER AUTHORITY

___________________________________
Arrowhead Metropolitan District

___________________________________
Town of Avon

___________________________________
Beaver Creek Metropolitan District

___________________________________
Berry Creek Metropolitan District

___________________________________
EagleVail Metropolitan District

___________________________________
Edwards Metropolitan District