

# RECORD OF PROCEEDINGS

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**UPPER YAMPA WATER CONSERVANCY DISTRICT  
BOARD OF DIRECTORS SPECIAL MEETING  
WEDNESDAY MARCH 30 2016 2:00 PM  
3310 CLEAR WATER TRAIL, STEAMBOAT SPRINGS**

## MINUTES

Vice president of the Board, Doug Monger, called the meeting to order and declared a quorum present. In addition to Mr. Monger, the Board members present were Stephen Colby, Tom Sharp, Ken Brenner, Webster Jones, and Ron Murphy. Chairman John Redmond and Director Jim Haskins joined the meeting by phone. General Manager Kevin McBride and Office Manager Karina Craig were also present. Special Counsel Rudy Verner and General Counsel Bob Weiss joined the meeting by phone.

The following agenda was proposed:

### AGENDA

- (1) Call to Order;
- (2) Approval of Meeting Agenda;
- (3) Executive Session with Bob Weiss, legal counsel, under CRS § 24-6-402(4)(b) to discuss legal issues on Stahl litigation. Mere presence or participation of an attorney at an executive session of the local political body is not sufficient to satisfy the requirements of this subsection (4).
- (4) Consideration of approval of revised settlement terms in Stahl Litigation (action item)
- (5) Adjournment.

**Meeting Agenda** Director Sharp moved to approve of the agenda, amended as follows: to include YIA contract negotiation legal discussions in item (3), Executive Session; to add an agenda item after the Executive Session for discussion and action item as needed regarding the YIA contract negotiation, and to waive District Bylaw requirements of three day advance notice for the present Special Board of Directors meeting. Director Colby seconded the motion, which was unanimously approved.

## RECORD OF PROCEEDINGS

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Director Monger clarified that statutes require a 24hr advance notice, only, for Board of Directors meetings. He requested an item be added in the next regularly scheduled Board of Directors meeting agenda to amend District Bylaws, accordingly.

Robert Weiss, as counsel for the District, stated that in his opinion discussion of the matter announced to go into executive session constitutes a privileged attorney/client communication. He was therefore recommending that no further record be kept of the executive session.

Director Sharp made a motion to go into executive session; it was seconded by Director Colby. It was unanimously agreed to go into Executive Session under provision C.R.S. §24-6-402(4) (b) to discuss with counsel legal issues relating to Stahl Litigation and YIA Contract negotiations. Mere presence or participation of an attorney at an executive session of the local public body is not sufficient to satisfy the requirements of this subsection (4). The Executive session started at 2:15 PM and ended at 3:40 PM. Director Haskins was not present during Stahl Litigation discussions.

Following the executive session it was determined that there was no need for action item on the YIA contract negotiations.

***Determination of future meetings*** The scheduled date for the next Board meeting was confirmed, being Wednesday April 20 2016 at 1:30 PM, at the District's office.

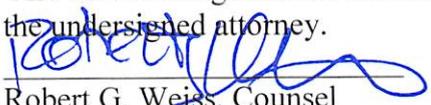
The meeting was adjourned at 3:45 PM.

I certify that the foregoing constitutes a true and correct summary of the proceedings at the above referenced meeting.

  
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Kevin McBride, District Secretary/Manager

### **STATEMENT FROM ATTORNEY REGARDING ATTORNEY-CLIENT PRIVILEGE**

The undersigned Robert G. Weiss hereby attests, pursuant to CRS Section 24-6-402(2)(d.5)(II)(B), that the portion of the executive session that was not recorded and which related Stahl litigation and YIA contract negotiations constituted a privileged attorney-client communication in the opinion of the undersigned attorney.

  
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Robert G. Weiss, Counsel

Date: 6-24-2016

## RECORD OF PROCEEDINGS

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### STATEMENT FROM CHAIR OF EXECUTIVE SESSION REGARDING ATTORNEY-CLIENT PRIVILEGE

The undersigned chairman hereby attests, pursuant to CRS Section 24-6-402(2)(d.5)(II)(B), that all of the executive session was not recorded and was confined to the topics authorized for discussion in an executive session pursuant to subsection (4) of CRS Section 24-6-402.

  
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John Redmond, Chairman

Date: 7/29/16