

OVERLAND DITCH AND RESERVOIR CO.

Board of Directors Meeting

April 14, 2016

Meeting was called to order at 4:00 p.m. by President Phil Ceriani

In attendance were:

Directors: Dave Kuntz, Jerry Adams, Bryan Klaseen & Debbie Gray

Ditch Manager: Robert Stephenson

Overland Employee: Ray Penland & Steve Widner

Secretary/Treasurer: Deb Christner

Stockholder: David Whittlesey

AGENDA-Stands

MINUTES OF THE PREVIOUS MEETINGS:

The minutes of the March 10, 2016 meetings were presented.

MOVED BY: Bryan Klaseen to approve the minutes.

SECONDED BY: Jerry Adams.

MOTION CARRIED: with no opposing votes.

TREASURER'S REPORT:

Deb Christner handed out a list of bills to pay and budget comparison.

MOVED BY: Jerry Adams to approve and pay the bills.

SECONDED BY: Bryan Klaseen

MOTION CARRIED: with no opposing votes.

OPERATIONS:

There is still a lot of snow up high, Ray said there was 4 feet at the reservoir a couple of weeks ago. The lower ditch was cleaned and the Leroux Creek Pillar was repaired. Robert is looking into leasing a machine and opening up the ditch, estimated currently to be the first week of May. Robert said the Terror Creek and Roatcap head gates are getting old and need replaced. The Hall release needs work, it is leaking around the culvert.

1st CALL:

After reviewing the projected expenses

MOVED BY: Dave Kuntz to set the 1st call at \$7.50.

SECONDED BY: Jerry Adams

MOTION CARRIED: with no opposing votes.

PRESIDENTS REPORT:

With the State of Colorado taking over the Oak Mesa Satellite site that leaves old equipment that needs to be relocated. One possible relocation area is the Roatcap headgate.

OLD BUSINESS:

RMWU has contacted Aaron Clay to put together a Memorandum of Understanding addressing the operations agreement and billing for services, between RMWU and Overland Ditch & Reservoir.

Dave Kuntz was not happy with March's motion to pass thru Overland Ditch & Reservoir the RMWU water delivery charge, he believes Bryan voting was a conflict.

Phil Ceriani stated that there has been a long-term relationship between Overland and RMWU. Documentation was found confirming that Overland does not own the ditches located on Redlands Mesa. RMWU has the authority to charge for services provided. The water delivery charge is equal to all. The agreement will have to be adopted annually so there is ability to make changes or not adopt, if Overland or RMWU has an issue.

MOVED BY: Dave Kuntz that no water delivery charge funds change hands until the Memorandum of Agreement is created and signed by both RMWU and Overland Ditch & Reservoir.

SECONDED BY: Debbie Gray

MOTION FAILED: with the vote being 2 yes and 3 no

Dave Kuntz and David Whittelsey stated that Bryan Klaseen had a conflict and should not vote, Phil Ceriani disagreed with this.

Debbie Gray wanted to go on the record with her belief that those who share boxes should pay less.

NEW BUSINESS:

November 11, 1978 there was a Resolution adopted that stated Overland will not furnish Stock Certificates in any amount less than 10 whole shares. There are several members with less than 10 shares and it is impossible to abide by this Resolution. Phil Ceriani will talk to Aaron Clay regarding this Resolution.

STOCKHOLDER'S CONCERNS: None

BOARD CONCERNS:

The Board went into Executive Session at 5:10

MOVED BY: Dave Kuntz to set the payroll in 2016 at Robert \$22.00 an hour and \$30.00 an hour while operating heavy equipment.

Ray \$20.00 an hour and Steve \$18.00 an hour.

SECONDED BY: Jerry Adams

MOTION CARRIED: with no opposing votes.

ADJOURN:

The board adjourned the regular meeting at 5:21pm

Debbie Christner, Secretary