

**OVERLAND DITCH AND RESERVOIR CO.
Board of Directors Meeting
December 12, 2019**

Meeting was called to order at 5:05 p.m. by President David Kuntz

In attendance were:

Directors: Jerry Adams, Bryan Klaseen Debbie Gray and Wyatt Wilson

Secretary/Treasurer: Shellie Gies

Overland Shareholders: Ray Penland, Greg Krush and Terry O'Brian

AGENDA: Stands

MINUTES OF THE PREVIOUS MEETING:

The minutes of the November 14, 2019 meeting were presented.

MOVED BY: Jerry Adams, to approve November 14, 2019 minutes.

SECONDED BY: Bryan Klaseen

MOTION CARRIED: with no opposing votes.

TREASURER REPORT:

Shellie handed out Bills to Pay, Budget Comparison and 2020 Budget Draft

MOVED BY: Bryan Klaseen, to accept the Treasures Report, and pay the bills.

SECONDED BY: Jerry Adams

MOTION CARRIED: with no opposing votes.

OPERATIONS:

Nothing to be reported on. Bryan Klaseen said he heard at a prior water meeting snowpack was at 80% for this winter so far. Wyatt said he was up Leroux Creek a couple weeks ago and there was about 2 ½ feet where he was. Bryan said when he was riding to search for cows awhile back the Lower part of the Overland looked good. Shellie will contact Andy and Robert to see if they will be available to continue working for Overland.

PRESIDENTS REPORT: None

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OLD BUSINESS:

Shellie emailed and gave a hard copy of the draft letter from the Overland Attorney, regarding Conservation Easements and encumbered Overland Ditch shares. The letter states it is not the responsibility of the Overland Ditch to track Overland Shares that have been encumbered, unless the Land Trust chooses to reissue a stock certificate, including their name as an interest holder. Overland is not legally responsible for encumbered Overland Shares that are sold, unless the Stock Certificate states otherwise. All Board members agreed the letter was good. David said he would like to have the Attorney draw up a final copy and Shellie will mail them to the Land Trusts. The Board all agreed.

NEW BUSINESS:

Shellie handed out a draft of the 2020 Overland budget. The Overland Expansion Loan is set to start repayment in 2020. The loan payment will be due June 1. The payment is budgeted at \$13,000.00.

Shellie will speak to Tom Alvey about cloud seeding. We have not contributed this in the last few years. After she speaks with him, we will decide rather we want to keep this on the budget to not. It was decided to keep \$6000.00 on the budget for overflow boxes/flap gates. We will continue to try and find grant money to help pay for these projects. Shellie separated Office supplies to two categories, Postage and Office supplies. There will be an additional category for QuickBooks Payroll annual fee. Shellie told the Board members to look the budget over and at the January meeting we will finalize it for the Annual meeting in February.

Shellie ask the Board Members if we should have a short presentation at the Annual Meeting. They will thing about it and get back to her.

STOCKHOLDER'S CONCERNS:

Terry O'Brian asked if there was any concerns or discussion about the earlier dispute with the Water Commissioners. The Board said no. Terry asked if there were any hard feelings. The Board said no.

Greg Krush, a new shareholder asked about assessments. He was told the Board creates a budget and at the Annual meeting the Shareholders vote on the assessment budget for the year. To call as needed. The assessments usually go out in April and October.

BOARD CONCERNS:

Bryan Klaseen asked if it was OK to turn the stock water in the Overland Ditch. Right now, it is running in the Project ditch. The delivery is better when it is turned in the Overland. David said yes.

ADJOURN: The Board adjourned the regular meeting at 5:40pm

Shellie Gies, Secretary