

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR SEPTEMBER MEETING OF THE
PUEBLO CONSERVANCY DISTRICT ON SEPTEMBER 4, 2001

DIRECTORS PRESENT: Sandstrom, Farley and Kelly.

ALSO PRESENT : Judith Kochevar

The meeting was called to order at 7:30 a.m. on the above date with Gus Sandstrom chairing. The minutes of the August meeting or the Treasurers report for August as well as the bills for September were not available so this meeting will be recessed to attend to these items on September 25 at 8:00 a.m.

The Chair then asked Kochevar to update the Board on the HARP History work she is doing. The Board then gave final directions to complete the History and indicated they wanted Public Works pictures to become part of the "piece" and will review that portion at the next regular meeting of the Board with Judy.

The meeting adjourned at 8:00 a.m. to resume at 8:00 a.m. on September 25 when the walk on the levee will take place also.

The Board reconvened at 8:00 a.m. on September 25 at the District office, with Sandstrom, Farley and Kelly present along with Attorney Banner and Engineer/Administrator Koester.

Chairman Sandstrom asked for and received approval of the minutes of the August 14th meeting.

Treasurers report for August was presented, and report was approved to file. The Board then considered the bills for September and approved them for payment as follows:

1985	G. Sandstrom	Directors Fee	55.41
1986	K. Farley	Directors Fee	55.41
1987	P. Kelly	Directors Fee	55.41
1988	Banner	Legal Fee	300.00
1989	Engineer Koester	Eng/Admin Fee	480.00
		Rental Fees	100.00
1990	MBDG, pc	Bookkeeping Service	175.00
1991	Westplains Energy	Power at Runyon	90.00
1992	Spaccamonti Exc.	Repair Handrail	716.71

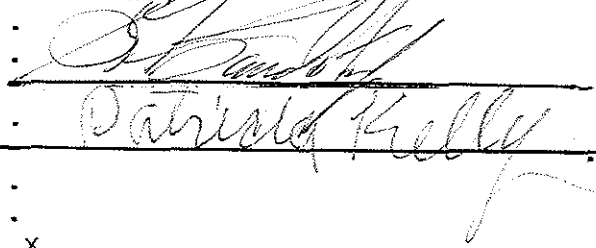
Don Banner talked to the Railroad regarding title insurance about two weeks ago, and both agreed that insurance could not be issued without quiet title work on either site, so the Railroad is moving ahead to have the deeds signed as prepared some weeks ago.

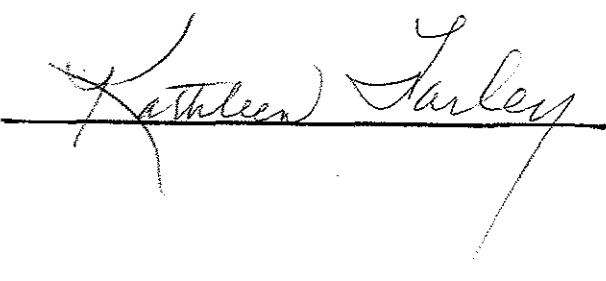
There was nothing new to report on the Progress Rail move or the purchase by Pasquin of the Rail land at this time.

The Board will proceed with the "walk" scheduled today on the Arkansas River portion of the trails and levee.

There being no further business, the meeting was adjourned at 8:15 a.m. The regular October meeting is scheduled for Thursday October 18, 2001 at 7:30 a.m. at the District Office.

APPROVED:


Patricia Kelly


Kathleen Farley

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THE PUEBLO CONSERVANCY DISTRICT

BOARD OF DIRECTORS
P. KELLY
K. FARLEY
G. SANDSTROM

111 EAST FIFTH STREET
544-6823
PUEBLO, COLORADO

MAILING ADDRESS:
P. O. BOX 234
PUEBLO, COLO. 81002

NOTICE OF OCTOBER MEETING

DATE : OCTOBER 18, 2001 (Thursday) at 7:30 a.m.

PLACE : At District Office- 111 East 5th Street

A G E N D A

1. Roll Call
2. Approval of Minutes of September meeting.
3. Treasurers Report for September.
 - a. Approve bills for October
4. Old Business -
 - a. Re-visit with HARP Foundation staff their up-date on the "Link", and review HARP Foundation budget.
 - b. Presentation by Capital Productions re: Vidio of HARP
 - c. Review J. Kochevar's final draft.
 - d. Update on Railroad land exchange
 - e. Update on removal of Progress Rail and repurchase of land/Pasquin et al.
5. New Business - Review as necessary 2002 Budget Proposal
6. Set date for November meeting.
7. Adjourn.

pcd00.bud



740 Thatcher Building

P.O. BOX 918

Pueblo, CO 81002-0918

Phone (719) 543-0516

Fax (719) 544-2849

ACCOUNTANTS' COMPILATION REPORT

Board of Directors
The Pueblo Conservancy District
Pueblo, Colorado

We have compiled the accompanying balance sheet -general fund only of The Pueblo Conservancy District as of September 30, 2001 and December 31, 2000, and the related comparative statement of revenue and expenditures – actual and budget – general fund for the one month and nine months ended September 30, 2001, and the twelve months ended December 31, 2000, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

Management has elected to omit substantially all of the disclosures required by generally accepted accounting principles. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the District's financial position and results of operations. Accordingly, these financial statements are not designed for those who are not informed about such matters.

McPherson, Breyfogle, Daveline & Goodrich P.C.

October 3, 2001

PUEBLO CONSERVANCIA DISTRICT
BALANCE SHEET - GENERAL FUND ONLY
SEPTEMBER 30, 2001 AND DECEMBER 31, 2000

	<u>9/30/01</u>	<u>12/31/00</u>
ASSETS		
MINNEQUA CHECKING	\$ 5,280	\$ (3,067)
MINNEQUA MONEY MARKET	9,501	3,290
BROKERAGE MONEY MARKET ACCOUNTS	82,191	168,364
MINNEQUA CERTIFICATE OF DEPOSITS	345,695	341,662
FNB COLORADO CERTIFICATE OF DEPOSIT	100,000	106,130
COLOTRUST INVESTMENT	190,000	101,000
DAIN RAUCHER INVESTMENT	202,031	201,407
FIRST UNION INVESTMENT	206,450	102,844
PIPER JAFFRAY INVESTMENT	59,013	69,633
ACCRUED INTEREST	18,537	20,527
DUE FROM OTHER ENTITIES	<u>-</u>	<u>77,436</u>
 TOTAL ASSETS	 <u>\$ 1,218,698</u>	 <u>\$ 1,189,226</u>
 LIABILITIES AND FUND EQUITY		
ACCOUNTS PAYABLE	\$ -	\$ 265
PAYROLL TAXES PAYABLE	<u>83</u>	<u>82</u>
 TOTAL LIABILITIES	 <u>83</u>	 <u>347</u>
 RESERVE FOR EMERGENCIES	 6,000	 6,000
DESIGNATED FOR SUBSEQUENT YEAR'S EXPENDITURES	96,840	113,840
UNDESIGNATED	<u>1,115,775</u>	<u>1,069,039</u>
 TOTAL FUND EQUITY	 <u>1,218,615</u>	 <u>1,188,879</u>
 TOTAL LIABILITIES AND FUND EQUITY	 <u>\$ 1,218,698</u>	 <u>\$ 1,189,226</u>

SEE ACCOUNTANTS' COMPILATION REPORT

PUEBLO CONSERVANCY .STRICT
COMPARATIVE STATEMENT OF REVENUE AND EXPENDITURE
ACTUAL AND BUDGET - GENERAL FUND
FOR THE ONE AND NINE MONTH ENDED SEPTEMBER 30, 2001
AND THE TWELVE MONTHS ENDED DECEMBER 31, 2000

	ACTUAL				
	CURRENT MONTH	YEAR TO DATE	2001 BUDGET	UNUSED BUDGET	2000 ACTUAL
REVENUES					
INTEREST INCOME					
CERTIFICATES OF DEPOSIT	\$ -	\$ 23,197	\$ 25,000	\$ 1,803	\$ 20,941
COLOTRUST	1,837	5,944	8,000	2,056	7,921
MONEY MARKET ACCOUNTS	439	2,178	4,000	1,822	3,692
DAIN RAUCHER	3,125	12,374	12,000	(374)	12,375
FIRST UNION	3,000	7,361	12,000	4,639	12,320
PIPER JAFFRAY	778	3,838	6,000	2,162	5,988
UNREALIZED GAINS (LOSSES)	2,999	5,832	3,000	(2,832)	6,509
TOTAL INTEREST INCOME	12,178	60,724	70,000	9,276	69,746
LEASE PAYMENTS	-	-	250	250	-
OTHER INCOME	-	-	-	-	87
TOTAL REVENUES	\$ 12,178	\$ 60,724	\$ 70,250	\$ 9,526	\$ 69,833
EXPENDITURES					
80 LEGAL FEES	\$ 300	\$ 2,700	\$ 3,600	\$ 900	\$ 3,600
81 DIRECTORS FEES	180	1,620	3,000	1,380	2,160
82 FICA TAXES	-	123	240	117	83
83 ENGINEER/ADMINISTRATIVE	400	3,600	4,800	1,200	4,800
90 AUDIT & BOOKKEEPING	175	1,400	2,100	700	2,100
92 INSURANCE/BONDS	-	1,896	500	(1,396)	3,256
96 OFFICE EXPENSE	-	40	650	610	251
97 OFFICE RENT	100	900	1,200	300	1,200
100 PROFESSIONAL FEES	-	4,104	5,000	896	1,960
103 TRAVEL	-	256	500	244	170
105 REPAIRS & MAINTENANCE	807	14,349	25,000	10,651	18,032
108 CONTINGENCIES	-	-	500	500	-
109 EMERGENCY REPAIR	-	-	20,000	20,000	20,000
110 CAPITAL IMPROVEMENTS	-	-	25,000	25,000	4,422
111 PLANNING & DEVELOPMENT	-	-	25,000	25,000	-
112 HARP - O & M	-	-	50,000	50,000	48,800
TOTAL EXPENDITURES	1,962	30,988	167,090	136,102	110,834
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	\$ 10,216	\$ 29,736	\$ (96,840)	\$ (126,576)	\$ (41,001)

SEE ACCOUNTANTS' COMPILATION REPORT



40 Thatcher Building
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C. W. BK

ACCOUNTANTS' COMPILATION REPORT

Board of Directors
The Pueblo Conservancy District
Pueblo, Colorado

We have compiled the accompanying balance sheet -general fund only of The Pueblo Conservancy District as of July 31, 2001 and December 31, 2000, and the related comparative statement of revenue and expenditures – actual and budget – general fund for the one month and seven months ended July 31, 2001, and the twelve months ended December 31, 2000, in accordance with Statements on Standards for Accounting and Review Services issued by the American Institute of Certified Public Accountants.

A compilation is limited to presenting in the form of financial statements information that is the representation of management. We have not audited or reviewed the accompanying financial statements and, accordingly, do not express an opinion or any other form of assurance on them.

Management has elected to omit substantially all of the disclosures required by generally accepted accounting principles. If the omitted disclosures were included in the financial statements, they might influence the user's conclusions about the District's financial position and results of operations. Accordingly, these financial statements are not designed for those who are not informed about such matters.

McPherson, Breyfogle, Daveline & Goodrich, PC

August 10, 2001

PUEBLO CONSERVANCY DISTRICT
BALANCE SHEET - GENERAL FUND ONLY
JULY 31, 2001 AND DECEMBER 31, 2000

	<u>7/31/01</u>	<u>12/31/00</u>
ASSETS		
MINNEQUA CHECKING	\$ 12,016	\$ (3,067)
MINNEQUA MONEY MARKET	1,362	3,290
BROKERAGE MONEY MARKET ACCOUNTS	78,515	168,364
MINNEQUA CERTIFICATE OF DEPOSITS	345,695	341,662
FNB COLORADO CERTIFICATE OF DEPOSIT	100,000	106,130
COLOTRUST INVESTMENT	190,000	101,000
DAIN RAUCHER INVESTMENT	202,562	201,407
FIRST UNION INVESTMENT	203,291	102,844
PIPER JAFFRAY INVESTMENT	61,936	69,633
ACCRUED INTEREST	18,537	20,527
DUE FROM OTHER ENTITIES	<u>-</u>	<u>77,436</u>
 TOTAL ASSETS	 <u>\$ 1,213,914</u>	 <u>\$ 1,189,226</u>
 LIABILITIES AND FUND EQUITY		
ACCOUNTS PAYABLE	\$ -	\$ 265
PAYROLL TAXES PAYABLE	<u>55</u>	<u>82</u>
 TOTAL LIABILITIES	 <u>55</u>	 <u>347</u>
 RESERVE FOR EMERGENCIES	 6,000	 6,000
DESIGNATED FOR SUBSEQUENT YEAR'S EXPENDITURES	96,840	113,840
UNDESIGNATED	<u>1,111,019</u>	<u>1,069,039</u>
 TOTAL FUND EQUITY	 <u>1,213,859</u>	 <u>1,188,879</u>
 TOTAL LIABILITIES AND FUND EQUITY	 <u>\$ 1,213,914</u>	 <u>\$ 1,189,226</u>

SEE ACCOUNTANTS' COMPILATION REPORT

PUEBLO CONSERVANCY DISTRICT
COMPARATIVE STATEMENT OF REVENUE AND EXPENDITURES -
ACTUAL AND BUDGET - GENERAL FUND
FOR THE ONE AND SEVEN MONTH ENDED JULY 31, 2001
AND THE TWELVE MONTHS ENDED DECEMBER 31, 2000

	ACTUAL				
	CURRENT MONTH	YEAR TO DATE	2001 BUDGET	UNUSED BUDGET	2000 ACTUAL
REVENUES					
INTEREST INCOME					
CERTIFICATES OF DEPOSIT	\$ 1,708	\$ 23,197	\$ -	\$ -	\$ 20,941
COLOTRUST	706	4,107	-	-	7,921
MONEY MARKET ACCOUNTS	728	1,737	-	-	3,692
DAIN RAUCHER	3,062	9,249	-	-	12,375
FIRST UNION	-	4,361	-	-	12,320
PIPER JAFFRAY	412	3,060	-	-	5,988
UNREALIZED GAINS (LOSSES)	(445)	2,887	-	-	6,509
TOTAL INTEREST INCOME	6,171	48,598	70,000	21,402	69,746
LEASE PAYMENTS	-	-	250	250	-
OTHER INCOME	-	-	-	-	87
TOTAL REVENUES	\$ 6,171	\$ 48,598	\$ 70,250	\$ 21,652	\$ 69,833
EXPENDITURES					
80 LEGAL FEES	\$ 300	\$ 2,100	\$ 3,600	\$ 1,500	\$ 3,600
81 DIRECTORS FEES	180	1,260	3,000	1,740	2,160
82 FICA TAXES	41	123	240	117	83
83 ENGINEER/ADMINISTRATIVE	400	2,800	4,800	2,000	4,800
90 AUDIT & BOOKKEEPING	175	1,050	2,100	1,050	2,100
92 INSURANCE/BONDS	-	1,896	500	(1,396)	3,256
96 OFFICE EXPENSE	10	50	650	600	251
97 OFFICE RENT	100	700	1,200	500	1,200
100 PROFESSIONAL FEES	2,858	4,104	5,000	896	1,960
103 TRAVEL	-	175	500	325	170
105 REPAIRS & MAINTENANCE	90	9,360	25,000	15,640	18,032
108 CONTINGENCIES	-	-	500	500	-
109 EMERGENCY REPAIR	-	-	20,000	20,000	20,000
110 CAPITAL IMPROVEMENTS	-	-	25,000	25,000	4,422
111 PLANNING & DEVELOPMENT	-	-	25,000	25,000	-
112 HARP - O & M	-	-	50,000	50,000	48,800
TOTAL EXPENDITURES	4,154	23,618	167,090	143,472	110,834
EXCESS (DEFICIENCY) OF REVENUES OVER EXPENDITURES	\$ 2,017	\$ 24,980	\$ (96,840)	\$ (121,820)	\$ (41,001)

SEE ACCOUNTANTS' COMPILATION REPORT

THE PUEBLO CONSERVANCY DISTRICT:<

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ACCOUNTS PAYABLE - - - -

August Accounts Payable to Approve 08-14-01

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1975	G. Sandstrom	Reimbursement for C. Club(103)	\$ 81.24
1976	G. Sandstrom	Directors Fee (Aug) (81)	55.41
1977	K. Farley	Directors Fee (Aug) (81)	55.41
1978	P. Kelly	Directors Fee (Aug) (81)	55.41
1979	Banner	Legal Fee (Aug) (80)	300.00
1980	Engineer Koester	Eng/Admin (Aug) (83)	400.00
		Rental of Stor and Mtg (97)	100.00
1981	MBDG, PC	Bookeepg Serv (July) (90)	175.00
1982	Westplains Energy	Power ar Runyon (105)	90.00
1983	Spaccamonti Exc.	Cut weeds & trees (105)	2,143.00
1984	Chem-Way	Final 2001 Weed Sraying (105)	1,949.25

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PAYABLE TOTAL \$ 5,404.72 <

HARP TECHNICAL SUBCOMMITTEE

<u>NAME</u>	<u>ADDRESS</u>	<u>TELEPHONE NUMBER</u>
Chad S. Herd Donald Brandes	Design Studios West 1475 Lawrence St., Suite 100 Denver, CO 80202	(303) 623-3465 <i>Fax: (303)623-3758</i>
Jeff Corbo	AT&T Broadband 807 N. Greenwood Pueblo, CO 81003	546-1596
Dan Centa	City of Pueblo Transportation Department 350 S. Elizabeth St. Pueblo, CO 81003	545-5840 <i>fax: 545-0934</i>
Tom Ovar Director	City of Pueblo Public Works 211 E. D Street Pueblo, CO 81003	543-2860 <i>Fax: 542-6244</i>
Susan Solon Emmons	125 W. B Street Pueblo, CO 81003	543-9591 <i>Fax: 543-0247</i>
Mark Even	WestPlains Energy P.O. Box 75 Pueblo, CO 81002-0075	546-6482 <i>fax: 546-6571</i>
Alan Hamel Executive Director	Board of Water Works 319 W. 4th St. (81003) P.O. Box 400 Pueblo, CO 81002-0400	584-0221 <i>fax: 584-0222</i> pager: 460-4800
Mike Harris	Public Service Company 615 West Street Pueblo, CO 81003	549-3649
Chief Jim Billings	Pueblo Police Department 130 Central Main Pueblo, CO 81003	549-1250
Lee Huffstutter Engineering Manger	Board of Water Works 319 W. 4th St. (81003) P.O. Box 400 Pueblo, CO 81002-0400	584-0271 <i>fax: 584-0449</i>

HARP TECHNICAL SUBCOMMITTEE

<u>NAME</u>	<u>ADDRESS</u>	<u>TELEPHONE NUMBER</u>
Ray Koester	42 Robertson Road Pueblo, CO 81001	544-6823 <i>fax: 544-6825</i> Cell: 250-7827
Andrew Ruybal Design Engineer	Qwest 222 W. 5th St., Room 105 Pueblo, CO 81008	562-4748
Dennis Maroney	City of Pueblo Public Works Department 211 E. D Street Pueblo, CO 81003	543-2860 <i>fax 542-6244</i>
Colennda Fratterelli Bob Chavez Elmo Bailey	WestPlains Energy 105 S. Victoria Ave, PO Box 75 Pueblo, CO 81003	546-6422 <i>fax: 546-6495</i>
Charles A. McKnight	Sellards & Grigg, Inc. 390 Union Blvd, Suite 630 Lakewood, CO 80228	(303) 986-1444 <i>fax: 986-0994</i>
Chief Greg Miller	Pueblo Fire Department 1551 Bonforte Blvd Pueblo, CO 81001	542-1352
Rick Morgan	City of Pueblo Public Works Department 211 E. D Street Pueblo, CO 81003	543-2860 <i>fax 542-6244</i>
Jim Munch Steven Meier	Dept. of Planning & Development P.O. Box 1427 Pueblo, CO 81002	543-6006 <i>fax: 543-0572</i>
Mel Murray Executive Director Tony Langoni	HARP Authority 200 W. 1st St., Suite 303 Pueblo, CO 81003	595-0242 <i>fax: 583-4696</i> pager: 546-7142 cell: 271-6624
Bud O'Hara Water Resource Manager	Board of Water Works 319 W. 4th St. (81003) P.O. Box 400 Pueblo, CO 81002-0400	584-0236 <i>fax: 584-0222</i> pager: 569-2236

HARP TECHNICAL SUBCOMMITTEE

<u>NAME</u>	<u>ADDRESS</u>	<u>TELEPHONE NUMBER</u>
Robert D. Torres, P.E.	CDOT Region 2 - Preconstruction P.O. Box 536 Pueblo, CO 81002	546-5407 <i>fax: 546-5414</i>
Alan Ward Water Resource Specialist	Board of Water Works 319 W. 4th St. (81003) P.O. Box 400 Pueblo, CO 81002-0400	584-0235 <i>fax: 584-0222</i> home: 547-4013 pager: 585-0556
Jim Blasing Trans. & Dist. Manager	Board of Water Works 319 W. 4th St. (81003) P.O. Box 400 Pueblo, CO 81002-0400	584-0246 <i>fax: 584-0249</i> home: 564-4826 pager: 584-8091
Rich Zajac Director	City of Pueblo Parks and Recreation 800 Goodnight Pueblo, CO 81005	566-1745 <i>fax: 566-8874</i>
John Barnosky Architect	HGF Architects 429 W. 10th St. Pueblo, CO 81003	543-7600 <i>fax: 545-2910</i>
Dan DeRose	DD Marketing 415 Grand Avenue Pueblo, CO 81003	546-3333 <i>fax: 546-3334</i>
Dave Anderson Chair	HARP Commission 211 E. D Street Pueblo, CO 81003	547-1708 <i>cell: 250-1506</i>
Jill Mattoon Chair	HARP Authority Judicial Building 320 W. 10th, Room 312 Pueblo, CO 81003	583-7128
Stephen L. Hessee Vice Pres, Admin.	Benesight 317 N. Main Street Pueblo, CO 81003	585-8336 <i>fax: 595-3189</i> shesee@benesight.com
Gary Anzuini	Architect	583-1204

LAW OFFICES OF
BANNER, BUXMAN, KWITEK & OHLSEN
PROFESSIONAL CORPORATION

601 N. MAIN STREET, SUITE 200
P.O. BOX 1423
PUEBLO, COLORADO 81002-1423
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DONALD J. BANNER
DARRIN L. BUXMAN
DOUGLAS J. KWITEK
MARK A. OHLSEN

JOSEPH D. BOWER
KATHY D. SHAPIRO

June 14, 2001

Gary B. Collins
Senior Manager - Real Estate
Union Pacific Railroad Company
Real Estate Department
1800 Farnam Street
Omaha, NE 68102

Re: Pueblo Conservancy District

Dear Mr. Collins:

Raymond F. Koester, the Administrator for the Pueblo Conservancy District, has asked that I return directly to you, a Property Exchange Agreement, which I have now dated June 14, 2001.

The Exhibit "A" that you forwarded to Mr. Koester with the agreement, had an incomplete legal description. Mr. Koester has revised the legal description for Exhibit "A". Other than that, no changes were made. I am returning to you the railroad's copy of this agreement, together with a copy of the District's counterpart showing the signature of the General Manager of the railroad as well as the President of the Pueblo Conservancy District.

Assuming the change in Exhibit "A" is acceptable to you, let me know as to when you want to exchange the respective Deeds and the Bill of Sale. I look forward to hearing from you. Please copy any correspondence to Mr. Koester. Alternatively, send the correspondence to Mr. Koester and copy me.

Very truly yours,



Donald J. Banner

DJB:tr

Enclosures

cc: Raymond F. Koester ✓

