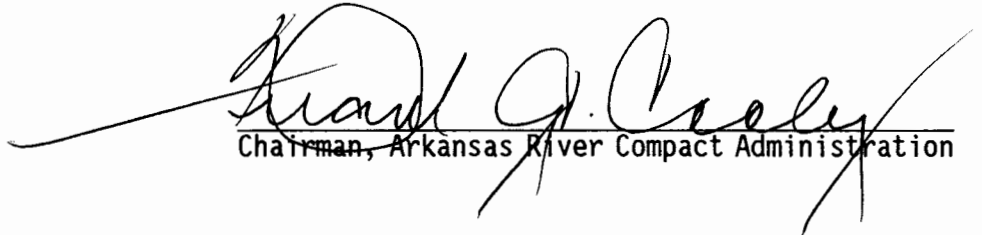


MINUTES
OF A
SPECIAL MEETING
OF THE
ARKANSAS RIVER COMPACT ADMINISTRATION
ON
MAY 12, 1993 - 8:30 A.M. (MDT)

TELEPHONIC CONFERENCE CALL

The following minutes were approved by a vote of Arkansas River Compact Administration at a meeting on Dec 14, 1993 at Lamar Co and the Chairman was thereby authorized to sign below, signifying adoption as the official minutes of the Administration.


Chairman, Arkansas River Compact Administration



**Special Meeting of the
Arkansas River Compact Administration
Wednesday, May 12, 1993 - 8:30 a.m. (MDT)**

TELEPHONIC CONFERENCE CALL

Pursuant to notice provided to all members, the Arkansas River Compact Administration (ARCA) met by telephonic conference on Wednesday, May 12, 1993, at 8:30 a.m. (MDT).

The conference operator took a roll call. Present for Kansas were: David Pope, Lola Fox, Randy Hayzlett, Lee Rolfs and John Draper. Present from Colorado were: Chuck Lile, Carl Genova, Jim Rogers, Wendy Weiss, Gene Jencsok and Steve Miller. Also on the call were: Operations Secretary, Steve Witte, and the Federal Representative, Frank Cooley.

A proposed agenda (Attachment 1) prepared and circulated by Colorado was approved on motion by Kansas with an item added under "other business" for brief discussion of the John Martin Reservoir (JMR) permanent pool and the Great Plains Reservoirs (GPR).

Steve Miller reported that the entire conference would be recorded for purposes of preparing minutes. A decision on minutes format and preparation was deferred until the end of the meeting.

At the request of Chairman Cooley, Wendy Weiss reported on the need for an executive session of ARCA. The basis for an executive session was to discuss existing and pending litigation to which ARCA was, or might become, a party,

including the employment of an attorney to represent ARCA and an initial consultation with that attorney which is covered by attorney-client privilege. Such discussions needed to be in executive session to protect the privileged nature of their content. On motion by Colorado, ARCA approved going into executive session whereupon the Special Meeting was adjourned for approximately 1½ hours.

Upon returning from executive session Chairman Cooley gave the following report on the session: in executive session ARCA determined instructions to attorneys for both states in finalizing an agreement with Mr. William Hillhouse and his firm (Parcel, Mauro, Hultin, and Spaanstra, of Denver, Colorado) to represent ARCA in litigation; secondly, ARCA had discussions with Mr. Hillhouse and attorneys for the states on proceedings relating to the Purgatoire River, and especially the Highland and Nine Mile ditches.

Setting of future meetings was not necessary at this time.

In other business there was a brief discussion led by Steve Witte of efforts by Colorado to secure interim and permanent supplies of water for the permanent pool at John Martin Reservoir. A lease by the Colorado Division of Wildlife (CDOW) of transmountain water for 1993 will likely result in approximately 4,732 shares of Twin Lakes water owned by Pueblo West Metropolitan District being delivered to the permanent pool at John Martin this summer. 1,600 acre feet of water is already in the permanent pool. Twin Lakes shares generally yield about 1 acre foot per share. Similar deliveries will occur in future years and eventually a permanent supply will be obtained. Colorado is also working on

a long range effort to develop a new state park at the GPR site, but those efforts are not well developed at this time. Witte did not anticipate any storage at GPR unless Amity was able to first fill its 50,000 acre feet account at JMR. Miller offered to send Kansas copies of two recent documents describing plans for JMR and the GPR which were recently released and reported on by the press.

The preparation of summary minutes of the Special Meeting and executive session was assigned to Steve Miller. He will furnish a draft to all participants and a copy of the tapes recording the conference call to the State of Kansas (Rofls/Pope).

There being no further business the meeting was adjourned at approximately 10:30 a.m. (MDT).

ATTACHMENT 1 - Proposed Agenda