

**RESOLUTION #2022-05**

**CHEROKEE METROPOLITAN DISTRICT**

**A RESOLUTION OF THE BOARD OF DIRECTORS OF THE CHEROKEE METROPOLITAN DISTRICT TO TERMINATE THE 2006 WATER AND SEWER SERVICE AGREEMENT BETWEEN CHEROKEE METROPOLITAN DISTRICT AND POWERS & GALLEY WATER LLC**

WHEREAS, Cherokee Metropolitan District (the "District") entered into a Water and Sewer Service Agreement with Powers & Galley Water LLC on December 4, 2006 ("2006 P&G Agreement") pursuant to which agreement the District agreed to provide water and wastewater service to a proposed development described in the 2006 P&G Agreement as the "Development"; and

WHEREAS, the 2006 P&G Agreement provided that the District would provide water service to Powers & Galley Water LLC in the amount of up to 54.03 acre-feet per year, which amount was based on an interest in the "Water Rights" as described in the 2006 P&G Agreement, which Water Rights were to be owned by Cherokee Water, LLC ("CW LLC"); and

WHEREAS, pursuant to the December 4, 2006 Operating Agreement of CW LLC ("CWLLC Operating Agreement"), Powers & Galley Water LLC, is a Member of CW LLC; and

WHEREAS, Powers & Galley Water LLC, is now owned and managed solely by Ellicott Utilities Company, LLC ("EUC"); and

WHEREAS, on August 17, 2021, the District entered into a Water Service Agreement with EUC ("2021 EUC-CMD Agreement"), pursuant to which agreement the District agreed to provide water service to EUC in the amount of up to 54.03 acre-feet per year, which amount is based on EUC's ownership interest in Powers & Galley Water LLC and the corresponding interest of Powers & Galley Water LLC, as a Member of CW LLC; and

WHEREAS, the District's provision of service to EUC is expressly conditioned on several prerequisites related to CW LLC as provided under the 2021 EUC-CMD Agreement, including the termination of the 2006 P&G Agreement as appropriate; and


WHEREAS, Powers & Galley Water LLC, has requested that the District terminate the 2006 P&G Agreement.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE CHEROKEE METROPOLITAN DISTRICT OF EL PASO COUNTY, COLORADO, AS FOLLOWS:

Cherokee Metropolitan District hereby agrees to terminate the 2006 P&G Agreement, pursuant to the Termination of Water and Sewer Service Agreement attached to this Resolution as Exhibit A.

ADOPTED AND APPROVED this 9<sup>th</sup> day of February 2022.

CHEROKEE METROPOLITAN DISTRICT

By:   
Steve Hasbrouck, President

ATTEST:

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Dennis Daniels, Secretary