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| DISTRICT COURT, WATER DIVISION NO. 5, STATE OF COLORADO 109 8 th Street, Suite 104 Glenwood Springs, CO 81601 | <p style="text-align: center;">▲ COURT USE ONLY ▲</p> |
| CONCERNING THE APPLICATION FOR WATER RIGHTS OF THE CLINTON DITCH & RESERVOIR COMPANY IN THE BLUE RIVER AND ITS TRIBUTARIES, IN SUMMIT COUNTY, COLORADO | |
| Porzak Browning & Bushong LLP Glenn E. Porzak (#2793) Thomas W. Korver (#36924) 929 Pearl Street, Suite 300 Boulder, CO 80302 Tel: 303-443-6800 Fax: 303-443-6864 Email: gporzak@pbblaw.com | Case Number: 06CW252 |
| DECREE OF THE WATER COURT | |

The application in this case was filed on December 22, 2006, and was referred by the Water Judge for the District Court in and for Water Division No. 5, State of Colorado (the "Water Court") to the Referee of the Water Court in accordance with Article 92 of Chapter 37, Colorado Revised Statutes, known as the Water Right Determination and Administration Act of 1969. This matter was rereferred to the Water Judge by Order dated September 8, 2009.

The Water Judge, having made such investigations as are necessary to determine whether or not the statements in the application are true, and having become fully advised with respect to the subject matter of the application, does hereby enter the following as the Decree of the Water Court.

1. Application. This matter involves the Application for Water Rights filed by Clinton Ditch & Reservoir Company, whose address is P.O. Box 68, Breckenridge, Colorado 80424.

2. Jurisdiction. All notices required by law have been duly given, including publication in the Resume for Water Division No. 5. The Water Court has jurisdiction over the application and all parties affected thereby, whether or not they have chosen to appear.

3. Opposition. Statements of opposition to the application have been timely filed by the City of Colorado Springs, acting through Colorado Springs Utilities, the City and County of Denver, acting by and through its Board of Water Commissioners (“Denver Water Board”), the Town of Frisco, Climax Molybdenum Company, and the Town of Silverthorne. All parties have consented to entry of this Ruling and Decree by way of Stipulations with the Applicant, approved and on file with the Water Court. The time for filing additional statements of opposition has now expired.

4. Name of Structures and Description of Water Right:

- a. Name of Reservoir: Clinton Gulch Reservoir 1st Enlargement and Refill Right.
- b. Legal Description of the Reservoir: The dam is located in Summit County in the SW ¼, NW ¼, Section 25, T. 7 S., R. 79 W., 6th P.M. at a point 2,358.6 feet from the North line and 1,057.2 feet from the West line of said Section 25.
- c. Source: Clinton Creek, tributary to Ten Mile Creek, tributary to the Blue River.
- d. Date of Appropriation: May 20, 2005.
- e. Amount: 210 acre-feet, absolute, together with the right to refill this amount when water is available in priority.
- f. Use: Domestic, municipal, irrigation, industrial, snowmaking, recreation, fish and wildlife propagation, and augmentation purposes, both on the eastern and western slopes of Colorado.
- g. Surface Area at Normal High Water Line: 91.4 acres
 - (i) Maximum Height of Dam: 170 feet
 - (ii) Length of Dam: 1,550 feet
- h. Total Capacity of the Reservoir: 4,460 acre-feet
 - (i) Active Capacity: 3,659 acre-feet
 - (ii) Dead Storage: 801 acre-feet

5. Findings of the Water Judge. On October 14, 1979, the Water Court entered a decree in Case No. 79CW49 granting the absolute right to 4,250 acre-feet to be stored Clinton Gulch Reservoir for industrial, domestic, irrigation, recreation, and fish and wildlife propagation purposes. On September 17, 1998, the Water Court entered a decree in Case No. 98CW57 approving the Clinton Gulch Reservoir Use Enlargement and Second Filling for 4,250 acre-feet,

absolute, for the uses described in paragraph 4(f) above. Applicant seeks to conform the decreed capacity of the Reservoir to the surveyed, as-built capacity of the Reservoir.

By way of high resolution reservoir capacity surveys prepared by Applicant's engineers and by engineers of the Denver Water Board, the Water Judge finds the total Reservoir capacity to be 4,460 acre-feet at the spillway crest elevation of 11,058.0 feet. The Water Judge further finds that the Reservoir has filled and spilled and has been used for the claimed beneficial uses since the Reservoir was purchased by the Applicant in 1992.

6. Decree of the Water Court. The foregoing paragraphs are incorporated into and made a part of this Decree. The Water Judge, having examined the information submitted by the Applicant, and having completed the investigations necessary to make a determination in this matter, rules that the Applicant is entitled to an absolute water right in the amount of 210 acre-feet for the Clinton Gulch Reservoir 1st Enlargement and Refill Right for all decreed purposes described in paragraphs 4(f) above, which amount shall be in addition to the 4,250 acre-feet previously decreed absolute in Case Nos. 79CW49 and 98CW57. Accordingly, the Water Judge hereby rules that the Application should be, and hereby is approved.

The priorities awarded herein were filed in the Water Court in 2006 and shall be administered as having been filed in that year, and shall be junior to all priorities filed in previous years. As between all rights filed in the same calendar year, priorities shall be determined by historical dates of appropriation and not affected by the date of entry of decree.

It is accordingly ORDERED that this Decree shall be filed with the Water Clerk subject to Judicial review.

It is further ORDERED that a copy of this Decree shall be filed with the appropriate Division Engineer and the State Engineer.

Dated this ____ day of _____, 2010.

James B. Boyd, Water Judge
Water Division No. 5