



Quality, client-focused legal services in Southwest Colorado

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April 26, 2022

Peg Mason, Contracts Manager  
Colorado Water Conservation Board  
1313 Sherman St., Room 718  
Denver, CO 80203  
peg.mason@state.co.us  
*via email only*

Re: CWCB Loan Contract No. CT2021-3976-Root and Ratliff Ditch Piping and Rehab  
Attorney Opinion Letter

Dear Peg:

I am the attorney for the Root and Ratliff Ditch Company. Based on the Company's governing documents, circumstances of it authorizing the execution the subject Contract and related instruments, and my familiarity with the relevant local and State laws, it is my opinion that:

- A. The Contract has been duly executed by the officers of the Company who are duly elected and appointed and are authorized to execute the Contract and to bind the Company; and
- B. The resolutions of the Company authorizing the execution and delivery of the Contract were duly adopted by the Company's board of directors; and
- C. There are no provisions in the Company's articles of incorporation or bylaws or any State or local law that prevent the Contract from binding the Company; and
- D. The contract will be valid and binding against the Company if fully executed.

Please let me know if I can provide any additional information on behalf of the Company.

Sincerely,  
SOUTHWEST WATER AND PROPERTY LAW LLC

A handwritten signature in black ink that reads "J M Kane". The signature is fluid and cursive, with the first and last names being clearly legible.

Jeffrey M. Kane  
Colorado Atty. Reg. No. 44075

cc: Board of Directors, Root and Ratliff Ditch Company