

<p>DISTRICT COURT, WATER DIVISION NO. 1</p> <p>901 9th Avenue P.O. Box 2038 Greeley, CO 80632 (970) 351-7300</p>	<p>DATE FILED: December 11, 2015 11:17 PM</p>
<p>Plaintiffs:</p> <p>THE JIM HUTTON EDUCATIONAL FOUNDATION, a Colorado non-profit corporation,</p> <p>v.</p> <p>Defendants:</p> <p>DICK WOLFE, in his capacity as the Colorado State Engineer; DAVID NETTLES, in his capacity as Division Engineer in and for Water Division No. 1, State of Colorado; COLORADO DEPARTMENT OF NATURAL RESOURCES; COLORADO DIVISION OF WATER RESOURCES; COLORADO PARKS AND WILDLIFE; YUMA COUNTY WATER AUTHORITY; REPUBLICAN RIVER WATER CONSERVATION DISTRICT; CITY OF HOLYOKE; CITY OF WRAY; HARVEY COLGLAZIER; LAZIER, INC.; MARJORIE COLGLAZIER TRUST; TIMOTHY E. ORTNER; MARIANE U. ORTNER; PROTECT OUR LOCAL COMMUNITY’S WATER, LLC; SAVING OUR LOCAL ECNONOMY, LLC; and EAST CHEYENNE GROUND WATER MANAGEMENT DISTRICT.</p>	<p style="text-align: center;">▲ COURT USE ONLY ▲</p>
<p>Russell J. Sprague, Atty. Reg. #40558 Kimbra L. Killin, Atty. Reg. #24636 COLVER KILLIN & SPRAGUE, LLP 216 S. Interocean Holyoke, CO 80734 Telephone: (970) 854-2264 Facsimile: (970) 854-2423 E-mail: rsprague@ckslp.com; kkillin@ckslp.com</p>	<p>Case Number: 2015CW3018</p> <p>Division 1 Courtroom</p>
<p style="text-align: center;">ANSWER OF THE NORTH WELL OWNERS</p>	

The individuals and entities listed on the attached Exhibit A, by and through undersigned counsel, hereby answer the The Jim Hutton Educational Foundation’s Complaint for Declaratory Judgment Regarding Administration of Water Rights in the Republican River Basin and the

Constitutionality of Senate Bill 52 (2010) and the Ground Water Management Act (the “Complaint”) as follows:

The individuals and entities listed on Exhibit A are well owners in the Northern High Plains Designated Basin (“NHP Basin”), and each of these well owners joins in and adopts this Answer. Although the well owners listed on Exhibit A own wells in various portions of the NHP Basin, the vast majority of these wells are from the northern portion of the NHP Basin. As such, and for convenience of the Court and the parties, these well owners will be collectively referred to as the “North Well Owners”.

For convenience of the Court, North Well Owners have repeated the titles and paragraph numbers used by Plaintiff in providing this Answer to the allegations set forth in the Complaint.

Plaintiff’s introductory paragraph to the Complaint contains Plaintiff’s characterization of this action and its requested relief and does not require a response. To the extent any response is required, North Well Owners deny the introductory paragraph.

JURISDICTION

1. North Well Owners admit that the water judge of the district courts of all counties situated entirely or partly within a water division has exclusive jurisdiction of water matters within the division. North Well Owners admit that water matters include only those matters that Title 37, Article 92 and any other law specify to be heard by the water judge of the district courts. Beyond these admissions, North Well Owners deny Plaintiff’s characterization of the Water Court’s jurisdiction.

2. North Well Owners admit that the water court has jurisdiction over issues ancillary to water matters as held in *Crystal Lakes Water and Sewer Ass’n. v. Blacklund*, 908 P.2d 534 (Colo. 1995). Beyond this admission, North Well Owners deny Plaintiff’s characterization of the Supreme Court’s holding in *Crystal Lakes*.

3. North Well Owners admit that at least some allegations contained in the Complaint could implicate water matters. However, North Well Owners deny that there has been an unlawful infringement upon any decreed water rights by any of the Defendants in this matter, Senate Bill 52 (2010), and/or the Colorado Ground Water Management Act.

4. North Well Owners admit the Colorado Ground Water Commission (the “Commission”) has jurisdiction over designated ground water pursuant to the Colorado Ground Water Management Act, §§ 37-90-101 *et seq.*, C.R.S. North Well Owners admit the Commission has limited jurisdiction over surface water rights, but deny any further characterization of the Commission’s jurisdiction. The opinion published in *Gallegos v. Colorado Ground Water Comm’n*, 147 P.3d 20 (Colo. 2006) speaks for itself, and to the extent paragraph 4 states a legal conclusion, no response is required. North Well Owners admit, on the face of the Complaint, Plaintiff is not requesting the Water Court to modify the boundaries of a designated water basin in

the matter, but deny such allegation to the extent the relief requested by the Complaint may aid Plaintiff in seeking to modify the boundaries of a designated ground water basin.

PARTIES

5. North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the allegations contained in paragraph 5, and therefore deny the same.

6. North Well Owners admit that the Colorado Department of Natural Resources includes the Division of Water Resources (“DWR”), headed by the Colorado State Engineer, and that DWR includes the Division Engineers. In further response to paragraph 6, North Well Owners state that §§ 24-1-124(3) and (4), C.R.S., speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the remaining allegations.

7. North Well Owners admit the allegations contained in paragraph 7, except to the extent that it alleges that the State Engineer does not have or utilize discretion in the administration and distribution of water of the State of Colorado or in complying with interstate compact obligations. In further response to paragraph 7, North Well Owners state that § 37-80-102(1)(a), C.R.S., speaks for itself, and no response is required. To the extent a response is required, North Well Owners deny the remaining allegations.

8. North Well Owners admit the State Engineer is also the Executive Director of the Commission and a Commissioner on the Republican River Compact Administration.

9. North Well Owners state § 37-92-202, C.R.S., speaks for itself, and no response is required. To the extent any response is required, North Well Owners admit the Division Engineer assists in matters pertaining to the administration of water rights in Water Division No. 1, and that the Division Engineer performs administrative functions under the Water Right Determination and Administration Act.

10. North Well Owners state that “Colorado Parks and Wildlife” is a commonly used reference for the Colorado Division of Parks and Wildlife (“CPW”), a division within the Colorado Department of Natural Resources. In further response to paragraph 10, North Well Owners state that CPW is responsible for the management of state park and wildlife resources, including some interest in land and water in and around Bonny Reservoir, but denies any allegation that CPW is responsible for the administration of water in, or the operation of, Bonny Dam or Bonny Reservoir.

11. North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the allegations contained in paragraph 11, and therefore deny the same.

12. North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the allegations contained in paragraph 12 and its subparagraphs A., B., C., and D., and therefore deny the same.

13. North Well Owners admit that water rights in Colorado can be vested property rights. However, North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the allegations that Plaintiff owns a vested property right in the Tip Jack Ditch, Hale Ditch, Hutton No. 1 Ditch, and Hutton No. 2 Ditch, and therefore denies the same.

14. North Well Owners admit Bonny Dam and Bonny Reservoir was approved by the U.S. Congress. North Well Owners state any decree in Case No. W-9135-77 speaks for itself, and no response is required. To the extent a response is required, North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in paragraph 14, and therefore deny the same.

15. North Well Owners admit that Bonny Dam and Bonny Reservoir are located upstream of the location of the Hutton Ranch. North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in paragraph 15, and therefore deny the same.

16. The Water Contract speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations in paragraph 16 to the extent they may be inconsistent with the Water Contract.

17. The Water Contract speaks for itself, and therefore no response is required. To the extent any response is required, North Well Owners deny the allegations to the extent they may be inconsistent with the Water Contract. North Well Owners are without knowledge or information sufficient to form a belief as to the remaining allegations in paragraph 17, and therefore deny the same.

18. The Land Contract speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations to the extent they may be inconsistent with the Land Contract.

19. The Land Contract and the Bonny Reservoir operating plan speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the allegations to the extent they may be inconsistent with the Land Contract and the Bonny Reservoir operating plan.

20. The Water Contract and Land Contract speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the allegations to the extent they may be inconsistent with the Water Contract and Land Contract. Paragraph 20 also states Plaintiff's legal conclusions to which no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 20.

COMPACT COMPLIANCE AND GROUND WATER DEPLETIONS

21. The Republican River Compact of 1942 Speaks for itself, and no response is required. To the extent any response is required, North Well Owners admit that the Republican River Compact is codified at § 37-67-101, C.R.S., and is among the states of Colorado, Kansas and Nebraska, but deny the remaining allegations of paragraph 21.

22. North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the allegations contained in paragraph 22, and therefore deny the same.

23. North Well Owners admit the Ground Water Management Act was enacted in 1965 and that it empowers the Commission to establish designated ground water basins. North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in paragraph 23, and therefore deny the same.

24. North Well Owners admit that the Commission created the Northern High Plains Designated Basin (“NHP Basin”) in 1965. The NHP Basin designation order speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations to the extent they may be inconsistent with the NHP designation order.

25. North Well Owners deny that the NHP Basin covers the areal extent of the Ogallala aquifer in Colorado. North Well Owners admit that the NHP Basin includes the entirety of the Republican River Basin and its tributaries in Colorado, including the South Fork of the Republican River.

26. The allegations in paragraph 26 are vague, and therefore North Well Owners deny the same. To the extent North Well Owners can respond to any of the allegations in paragraph 26, North Well Owners admit that the number of wells and the amount of water utilized within the NHP Basin increased in the 1960s and 1970s. North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in paragraph 26, and therefore deny the same.

27. The allegations contained in paragraph 27 are vague, and therefore North Well Owners deny the same. However, North Well Owners admit that some high capacity irrigation wells within the NHP Basin have been retired or changed status, but other wells within the NHP Basin continue to withdraw ground water.

28. The allegations contained in paragraph 28 are vague, and North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the allegations contained in paragraph 28, and therefore deny the same.

29. The allegations contained in paragraph 28 are vague, and North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the allegations contained in paragraph 29, and therefore deny the same.

30. The complaint filed by the state of Kansas in 1998 against Nebraska speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny all of the allegations in paragraph 30 to the extent they may be inconsistent with the complaint filed by the state of Kansas. North Well Owners admit that the State of Colorado was formally joined as a party to this Compact litigation.

31. North Well Owners admit that the Special Master for the United States Supreme Court (“Special Master”) heard arguments regarding whether stream depletions due to ground water withdrawals were intended to be included in the Compact allocations of the virgin water supply. In response to the second sentence of paragraph 31, North Well Owners state that the Special Masters’ ruling speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations to the extent they may be inconsistent with the Special Master’s ruling.

32. The Special Master’s ruling speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained paragraph 32 to the extent they may be inconsistent with the Special Master’s ruling.

33. The settlement stipulation between Colorado, Kansas, and Nebraska speaks for itself, and no response is required. The United States Supreme Court decision regarding said settlement stipulation speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 33.

34. The RRCA Ground Water Model speaks for itself, and no response is required. The Special Master’s Final Report speaks for itself, and no response is required. The United States Supreme Court ruling dated October 20, 2003 speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 34 to the extent they may be inconsistent with the Special Master’s final report or the United States Supreme Court ruling.

35. North Well Owners deny the allegations contained in paragraph 35.

36. The RRCA Ground Water Model speaks for itself, and no response is required. To the extent a response is required, North Well Owners deny the allegations contained in paragraph 36 to the extent they may be inconsistent with the RRCA Ground Water Model.

37. The results of the annual runs of the RRCA Ground Water Model speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 37.

38. North Well Owners admit that RRCA Ground Water Model runs have continued since 2003 and that the RRCA approved the RRCA Ground Water Model Runs annually through the year 2007. In further response to paragraph 38, North Well Owners state that the results of the 2007 run of the Model speak for itself, and no response is required. To the extent a response is required, North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in paragraph 38, and therefore deny the same.

39. North Well Owners admit that RRCA Ground Water Model Runs have continued since 2007. North Well Owners state the RRCA Ground Water Model Runs speak for themselves, and no response is required. To the extent a response is required, North Well Owners are without knowledge or information sufficient to form a belief as to the truth of the remaining allegations contained in paragraph 39, and therefore deny the same.

40. The allegations contained in paragraph 40 are vague, and North Well Owners are without information and knowledge sufficient to form a belief as to the truth of the allegations contained in paragraph 40 and, therefore deny the same.

41. The allegations in paragraph 41 are vague as to the 2007 report used as the source for the allegations; therefore, North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 41, and therefore deny the same.

ACTIONS TAKEN BY DEFENDANTS TO ADDRESS THE COMPACT SHORTFALL

42. North Well Owners admit that in 2007 the State Engineer began drafting rules and regulations that could control well curtailment in the NHP Basin and that such rules and regulations were not adopted and are not currently being pursued.

43. In response to the first sentence of paragraph 43, North Well Owners state that while numerous wells have been voluntarily retired for Compact compliance purposes, wells within the NHP Basin are not currently being curtailed for the purpose of Colorado's Compact compliance. In response to the second sentence of paragraph 43, North Well Owners deny that the only regulation of wells within the NHP Basin pertains to measurement and enforcing permit limits.

44. North Well Owners admit that a ground water pipeline that was approved by the Republican River Water Conservation District in 2009 is intended to supply pumped designated ground water to the North Fork of the Republican River near the Colorado-Kansas state line, and that the pipeline operated in 2014 based on a temporary approval by the RRCA, but has not been permanently approved by the RRCA. As to the third sentence of paragraph 44, North Well Owners are without sufficient information to form a belief as to the truth of such allegations, and therefore deny the same.

45. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 45, and therefore deny the same.

46. Paragraph 46 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners admit that the construction of Bonny Reservoir was approved. North Well Owners are without sufficient information to form a belief as to the truth of the remaining allegations contained in paragraph 46, and therefore deny the same.

47. Paragraph 47 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 47.

48. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 48, and therefore deny the same.

49. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 49, and therefore deny the same.

50. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 50, and therefore deny the same.

51. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 51, and therefore deny the same.

52. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 52, and therefore deny the same.

53. In response to the allegations of paragraph 53, North Well Owners state that the Order of the Water Court in Case No. 11CW186 dated December 16, 2013 speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 53.

INJURY TO FOUNDATION FROM DEFENDANTS' ACTIONS AND INACTIONS

54. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 54, and therefore deny the same.

55. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 55, and therefore deny the same.

56. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 56, and therefore deny the same.

57. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 57, and therefore deny the same.

58. North Well Owners deny the allegations contained in paragraph 58.

59. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 59, and therefore deny the same.

60. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 60, and therefore deny the same.

61. Paragraph 61 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 61.

62. Paragraph 62 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 62.

SENATE BILL 52 (2010)

63. Section 37-90-103(6)(a), C.R.S., and the opinion published in *Gallegos v. Colo. Ground Water Comm'n*, 147 P.3d 20 (Colo. 2006) speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 63.

64. Paragraph 64 states Plaintiff's legal conclusions, and no response is required. Further, the opinions and publication cited by Plaintiff in paragraph 64 speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 64.

65. Paragraph 65 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 65.

66. The *Gallegos* opinion speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 66.

67. Paragraph 67 states Plaintiff's legal conclusions, and no response is required. Further, the *Gallegos* opinion speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 67.

68. The order in Case No. 06CV31 speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 68.

69. Paragraph 69 states Plaintiff's legal conclusions, and no response is required. Further, the opinion published in *City of Colorado Springs v. Powell*, 156 P.3d 461 (Colo. 2007) speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 69.

70. Paragraph 70 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 70.

71. As to the first sentence of paragraph 71, North Well Owners are without sufficient information to form a belief as to the truth of the allegations, and therefore deny the same. The second sentence of paragraph 71 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the remaining allegations of paragraph 71.

72. Paragraph 72 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 72.

73. Paragraph 73 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 73.

74. Paragraph 74 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 74.

75. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 75, and therefore deny the same.

CLAIMS FOR RELIEF
(Declaratory Judgment, Injunction)

CLAIM 1: The Administration of Water in the Republican River Basin and Related Actions and Omissions by Defendants are Unlawful.

76. North Well Owners incorporate all answers above as if fully set forth below.

77. Paragraph 77 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 77.

78. Paragraph 78 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 78.

79. Paragraph 79 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 79.

80. Paragraph 80 states Plaintiff's legal conclusions, and no response is required. Further, § 37-80-102(1)(a), C.R.S., speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 80.

81. Paragraph 81 states Plaintiff's legal conclusions, and no response is required. Further, §§ 37-80-102(1)(a), 37-80-104, and 37-92-501, C.R.S., speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 81.

82. Paragraph 82 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 82.

83. Paragraph 83 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 83.

84. Paragraph 84 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 84.

85. Paragraph 85 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 85.

86. Paragraph 86 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 86.

87. Paragraph 87 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 87.

88. Paragraph 88 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 88.

89. Paragraph 89 states Plaintiff's legal conclusions, and no response is required. Further, the Republican River Compact speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 89.

90. Paragraph 90 states Plaintiff's legal conclusions, and no response is required. Further, 43 U.S.C. § 390b(e) speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 90.

91. Paragraph 91 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 91.

92. Paragraph 92 and its subparagraphs A., B., C., and D. state Plaintiff's request for relief, and no response is required. To the extent any response is required, North Well Owners deny that Plaintiff is entitled to any such relief.

93. Paragraph 93 states Plaintiff's request for relief, and no response is required. To the extent any response is required, North Well Owners deny that Plaintiff is entitled to any such relief.

CLAIM 2: Senate Bill 52 is Unconstitutional When Applied to the NHP Basin.

94. North Well Owners incorporate all answers above as if fully set forth below.

95. Paragraph 95 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 95.

96. Paragraph 96 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 96.

97. Paragraph 97 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 97.

98. Paragraph 98 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 98.

99. Paragraph 99 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 99.

100. Paragraph 100 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 100.

101. Paragraph 101 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 101.

102. Paragraph 102 states Plaintiff's legal conclusions, and no response is required. Further, Senate Bill 52 speaks for itself, and no response if required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 102.

103. Paragraph 103 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 103.

104. Paragraph 104 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 104.

105. Paragraph 105 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 105.

106. Paragraph 106 and its subparagraphs A. and B. state Plaintiff's request for relief, and no response is required. To the extent any response is required, North Well Owners deny that Plaintiff is entitled to any such relief.

107. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 107, and therefore deny the same.

CLAIM 3: The Ground Water Act is Unconstitutional if Designated Ground Water that Is Subject to the Compact Cannot be Administered Pursuant to the Compact.

108. North Well Owners incorporate all answers above as if fully set forth below.

109. Paragraph 109 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 109.

110. Paragraph 110 states Plaintiff's legal conclusions, and no response is required. Further, § 37-67-101, C.R.S., and the opinion published in *Green v. Biddle*, 21 U.S. 1 (1823) speak for themselves, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 110.

111. Paragraph 111 states Plaintiff's legal conclusions, and no response is required. Further, the United States Constitution speaks for itself, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 111.

112. North Well Owners admit the allegations contained in paragraph 112.

113. Paragraph 113 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 113.

114. Paragraph 114 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 114.

115. Paragraph 115 and its subparagraphs A. and B. state Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 115.

116. Paragraph 116 states Plaintiff's legal conclusions, and no response is required. To the extent any response is required, North Well Owners deny the allegations contained in paragraph 116.

117. Paragraph 117 and its subparagraphs A. and B. state Plaintiff's request for relief, and no response is required. To the extent any response is required, North Well Owners deny that Plaintiff is entitled to any such relief.

118. North Well Owners are without sufficient information to form a belief as to the truth of the allegations contained in paragraph 118, and therefore deny the same.

North Well Owners further deny any and all allegations that are not specifically admitted herein.

DEFENSES

North Well Owners deny that Plaintiff is entitled to any of the relief set forth in the Complaint or its Prayer for Relief, and North Well Owners incorporate the additional defenses set forth below:

A. Plaintiff failed to state a claim for relief upon which relief can be granted pursuant to C.R.C.P. 12(b)(5).

B. Plaintiff failed to join all necessary parties pursuant to C.R.C.P. 12(b)(6) and C.R.C.P. 19, including but not limited to leasehold tenants of wells in the Northern High Plains Designated Basin.

C. Plaintiff failed to challenge the actions of the State Engineer and Division Engineer within the time prescribed under the Colorado Administrative Procedure Act.

D. This Court may not have subject matter jurisdiction to hear claims related to the Ground Water Management Act of 1965.

E. Plaintiff's claims are barred in whole or in part for failing to exhaust administrative remedies.

F. Plaintiff's claims are not ripe for adjudication.

G. Plaintiff is estopped from asserting the injury claimed in the claims for relief in the Complaint.

H. Plaintiff's claims are barred in whole or in part because the alleged claims for relief and injuries are based upon Plaintiff's own actions and/or intervening and independent factors not related to Defendants' conduct.

I. Plaintiff's claims are barred in whole or in part to the extent they seek to aid Plaintiff in curtailing or involving wells that do not have more than a *de minimus* impact on any surface water right of Plaintiff.

J. North Well Owners reserve their right to supplement or modify these Defenses and to assert any defense in law or fact to the stated claims for relief.

WHEREFORE, North Well Owners request this Court deny Plaintiff's requested relief, dismiss the Complaint with prejudice, award North Well Owners' its costs and attorney fees, and order any other appropriate or equitable relief.

Dated December 11, 2015

Respectfully submitted,

COLVER KILLIN & SPRAGUE, LLP

By: /s/ Russell J. Sprague
Russell J. Sprague, #40558
Kimbra L. Killin, #24636
Attorneys for North Well Owners
This document was filed electronically pursuant to
C.R.C.P. 121 § 1-26.

CERTIFICATE OF SERVICE

I hereby certify that on December 11, 2015, a true and correct copy of the foregoing **ANSWER OF THE NORTH WELL OWNERS** was served via ICCES on the following:

Party Name	Party Type	Attorney Name
Jim Hutton Educational Foundation	Plaintiff	Steven J. Bushong Karen L. Henderson
Colorado Department of Natural Resources	Defendant	Ema I.G. Schultz Preston V. Hartman Daniel Steuer
Colorado Division of Water Resources	Defendant	Ema I.G. Schultz Preston V. Hartman Daniel Steuer
David Nettles, Division 1 Engineer	Defendant	Ema I.G. Schultz Preston V. Hartman Daniel Steuer
Dick Wolfe, State Engineer	Defendant	Ema I.G. Schultz Preston V. Hartman Daniel Steuer
Colorado Division of Parks and Wildlife	Defendant	Katie L. Wiktor Timothy J. Monahan
Yuma County Water Authority Public Improvement District	Intervenor-Defendant	Steven O. Sims John A. Helfrich Dulcinea Z. Hanuschak
Republican River Water Conservation District	Entrant-Defendant	David W. Robbins Peter J. Ampe
City of Wray; City of Holyoke; Harvey Colglazier; Lazier, Inc.; Marjorie Colglazier Trust; Timothy E. Ortner; Mariane U. Ortner	Entrant-Defendant	Alvin R. Wall
Protecting Our Local Community's Water, LLC; Saving Our Local Economy, LLC; East Cheyenne Ground Water Management District	Entrant- Defendant	John D. Buchanan Timothy R. Buchanan

/s/ Jeanette Kingman

EXHIBIT A
LIST OF NORTH WELL OWNERS

DATE FILED: December 11, 2015 11:17 PM

0408COUS Yuma, LLC
3T Family Land, LLC
4-B Ranch
444653 LLC
Absmeier Farm Inc.
Agri Val Farms
John L. Anderson
Rena D. Anderson
Larry R. Anderson
Troy Anderson
Anderson Wheat Farms
Archbold Trust
Atkin Land & Cattle Inc.
Kirby Atkins
Bamford Farms LLC
Bamford Feedyard
Bar HL Farms
Roland Barkey
Eugene Bauerle
Bennett Family Limited Partnership of Holyoke
Michael J. Bennett
Kerry Bernhardt
Kurt Bernhardt
Biese-meier Farms
Brian Biese-meier
Quentin Biese-meier
Gary Blecha
Stuart Blecha
Bryce Allen Boerner
Lindsay Mari Boerner
Rodney A. Boerner
Steven J. Boerner
Michael R. Bradley Living Trust
Kenneth C. Brammer
Denise Brammer
Harry Brinkema
C.G. Farms Inc.
Sonia Carlson
Carmel Farms Inc
Gary Carper

EXHIBIT A
LIST OF NORTH WELL OWNERS

Paula Carper
Robert W. Carter
Ted Carter
Circle 3 Farms LLC
Clayton Family, LLC
David O. Colver
Adria E. Colver
Colver Land Company, LLLP
Company B
David A. Crossland
DB Properties LLLP
David A. Deden
Deden Inc.
J'Neann Derby
Kent Derby
Kevin Derby
Mike Derby
Betty J. Dudden Trust
Karla Dudden
Orville J. Dudden Trust
Eagle Creek Colorado, LLC
Clyde Einspahr
Mike Einspahr
Richard Einspahr
Sandra Einspahr
Emri Farms Inc
Don Enninga
Lloyd Enninga
Farmcore, LLC
Fast Farms
Tim E. Fetzer
Laurie J. Fetzer
Fiddler Peak Ranch LLLP
Randall Firme
Lynda Firme
FirmeCo Inc.
Steven D. Frank
Joann Fuchs
Chris Fuesz
Gary Fuesz

EXHIBIT A
LIST OF NORTH WELL OWNERS

Mary Fulscher
Garretson Inc.
Loren Garretson Family
Bruce Gerk
Shirley Gerk
Elaine Gerk
Claude J. Goddard
Jerry Graham
Janet Graham
Carol Gueck
Kenneth Wayne Gueck Trust
Mark Gueck Trust
Susan Gueck Trust
Robert L. Grauberger
Paul Hahlweg
Douglas Ham
Kenneth Ham
Duane Harms
Haskell County Farms
HBF Inc.
Christine Heermann
Eldon Heermann
Gentry Heermann
Jason Heermann
Hendrix Golden Acres
Thomas A. Hendrix
James P. Hick
Kay L. Hick
V. Marlene Hill
Scott Hinde
Kimberly Hinde
HGB Ranch Ltd.
Evelyn Gaye Holcombe
Hoover Farms Inc.
Dorothy Hubbard
ILP Farm Partnership LLLP
Linda Isakson
Linda B. Jacoby
JB Farm Family Trust
Margie Fulscher Jeffers

EXHIBIT A
LIST OF NORTH WELL OWNERS

Victoria Johnson
Kaup Ranches, Inc
Kenalo LP
Kimberly Farms, Inc.
Janice Kincaid
Brian W. Kipp
Darin L. Kipp
Ronald Klein
Dan Koberstein
Berdine Koberstein
Cynthia S. Koester
Nancy Koratich
Byron Kramer
Craig A. Kramer
Garry Kramer
Randy Kramer
Roger Kramer
Teresa J. Kramer
Krueger Enterprises
Jay Dean Krueger
Kristi Krueger
Rick Krueger
Landmark Ranch LLC
Jerry Lahnert
Donna M. Larson
Ivar W. Larson
Curt Lebsack
Richard Lebsack
W.E. Leslie Family Trust
Robert Lingreen
M & S Farms Inc
Robert D. Martin LTD
Robert D. Martin
Marvin Marquardt
Bruce Marquardt
Marvin Marquardt & Sons Partnership
Meakins LLLP
Patricia Meakins
Bill Meier
Steve Meier

EXHIBIT A
LIST OF NORTH WELL OWNERS

Midnight Sun, Inc.
Midnight Sun, Inc. IV
Ronald Miles
Anne Newman
Elmo Doyle Newman Company
Marc Newman
Newman Farms
Triple N Newman Farm Trust
Rupert O'Neal
Dan Ortner
Larry & Jeanette Poos
Progressive Agricultural Management Inc.
Hulbert E. Reichelt
M.J. Renquist & Sons
M.J. Renquist
Stan Ricker
S & D Ranch LLLP
Denny Salvador
Sand Partners of Holyoke, LLC
Sandbur Land and Cattle Inc.
Lisa Schilke
Tim Schilke
Aaron Schlachter
Hazen Schlachter
Marcus Schlachter
Dustin L. Schneller
Jon C. Schneller
Rena D. Schneller
Schneller Enterprises Inc
Joseph F. Schram
Kelly A. Schram
Darrell Smith
E.C. Smith
Shirley Smith
Douglas Scott
Wayne Scott
Wayne Skold
Alice Skold
Skold Ranch, Inc.
Skold Farms Ltd.

EXHIBIT A
LIST OF NORTH WELL OWNERS

Supreme Investments
Swisher Family Farm LLC
William Stretesky Foundation
Swish GP
Gordon L. Thompson
Martha A. Thompson
Ron Thompson
Tommy G. Thompson
Timmerman Feeding Corp.
Timmerman & Sons Feeding Co.
Thomas J. Tuell Trust
Town of Fleming
Town of Haxtun
Town of Paoli
Triangle-O LLLP
Michelle R. VanOverbeke
Dale Vieselmeyer
Erik Vieselmeyer
Michelle Vieselmeyer
Verdis Vieselmeyer
Linda Vizenor
Donald S. Warren
Maryjo Warren
Lester H. Weers
Lorin Weers
Roxanne Weers
Darlene M. Weis
Randy Weis
Renee Weis
Willco Farms
Wolff Family LLC
Aaron Worley
Pam Worley
Worley Family LLLP
Beverly J. Young
Bradley A. Young
Zion Inc.