

Larkspur, Inc.

December 9, 2014

Minutes – Board Meeting

A meeting of the directors of Larkspur, Inc. was held on December 9, 2014 commencing at 10:10 a.m., at 801 Swink Avenue, Rocky Ford, CO 81067 with the following directors present: Leroy Mauch, Lynden Gill, and Anthony Nunez. Also in attendance were Jay Winner, Bill Hancock, Bart Mendenhall, and Brenda Fillmore.

Director Gill made mention of the Directors and those present at the meeting.

Director Nunez moved to approve the minutes of December 11, 2013 as submitted. Director Mauch seconded the motion and the motion was unanimously carried.

The Directors reviewed the financial statements for the period ended September 30, 2014. Expenses were higher than anticipated due to court case for the ditch. The purpose of the court case is to benefit the Arkansas Valley so the case is valuable for the valley. Currently, the case is stayed, while the Busk Ivanhoe case is resolved. Director Nunez motioned to approve the financial and Director Mauch seconded the motion. The motion was passed.

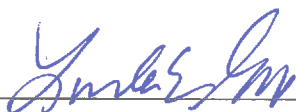
This year was the best that the ditch has performed in a while. It appears that a good job was performed on the ditch. The outlook for 2015 looks good also, as long as the snowpack holds up. Dan Butterfield is again interested in taking care of the ditch for the coming year.

There is Private Letter Ruling filed determining that a 501(c)(3) corporation is considered a taxpayer that can sell conservation easement credits. There has been some interest in putting a conservation easement on the Larkspur property as a test case. The water rights would not be included in the easement.

For the fiscal year ended, September 30, 2014, there was not adequate income from assessments to cover the expenses for the year. The proposed budget recommends an assessment of \$8.25 per share for 2015 to cover the outstanding bills, the coming year's expenses and for additional costs of the court case, should it resume. Also recommended was to set the minimum assessment at \$8.25 per share for those shareholders owning less than a full share of Larkspur, Inc.

Director Mauch moved to accept the proposed budget and the minimum assessment of \$8.25 per share or fraction thereof, along with a contingency assessment of \$0.50 per share to be presented at the annual meeting. Director Nunez seconded the motion which was unanimously accepted.

With no further business to address, Director Mauch made a motion to adjourn the meeting. Director Nunez seconded the motion and all were in agreement.



President



Secretary/Treasurer