

DISTRICT COURT, GRAND COUNTY, COLORADO 307 Moffat Avenue Hot Sulphur Springs, CO 80451	DATE FILED July 24, 2025 5:07 PM FILING ID: 566D6D2EDB2AE CASE NUMBER: 2021CV30008
<p><b>Plaintiff:</b> GRANBY RANCH METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado,</p> <p>v.</p> <p><b>Defendants:</b> HEADWATERS METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado; GRAY JAY VENTURES, LLC.; REDWOOD CAPITAL FINANCE CO., LLC, GRANBY PRENTICE, LLC; and GR TERRA, LLC.</p>	
<p><i>Attorneys for Headwaters Metropolitan District and GR Terra LLC:</i>          Jamie H. Steiner, #49304          JoAnn T. Sandifer (<i>Admitted Pro Hac Vice</i>)          Husch Blackwell LLP          1801 Wewatta St., Suite 1000          Denver, CO 80202          Phone: 303-749-7200          Fax: 303-749-7272          E-mail: jamie.steiner@huschblackwell.com          joann.sandifer@huschblackwell.com</p>	<p style="text-align: center;"><b>▲ COURT USE ONLY ▲</b></p> <p>Case No. 2021CV30008</p> <p>Division 1</p>
<b>HEADWATERS' MOTION TO EXCEED PAGE LIMITS</b>	

Defendant Headwaters Metropolitan District (“Headwaters”), seeks leave of Court to exceed the page limit imposed by C.R.C.P. 121, § 1-15(1)(a), and state the following in support:

**CERTIFICATION PURSUANT TO C.R.C.P. 121 § 1-15(8)**

Undersigned counsel has conferred with Plaintiff’s counsel regarding this motion and GRMD opposes the relief requested.

1. On March 3, 2025, the Court issued a 22-paged (single space) Order denying GR Terra's Summary Judgment Motion and granting Headwater's summary judgment motion, stating that GRMD breached Section 6.3 of the Exclusion Agreement. This is a complex case with novel legal and factual issues.

2. Following this March 3 Order, the parties stipulated to the dismissal of certain claims and to the process for resolution of remaining claims and issues. The Court approved of the Stipulation in a separate Order on March 28, 2025.

3. The Court's March 28 Order specifically approved of the parties' agreement to follow the process in C.R.C.P. 121 (c) in lieu of an evidentiary hearing on damages. *See* Order, ¶4.

4. Recognizing the significance and breadth of the issues to be briefed, the parties agreed to deviate from the scheduling order of a typical motion, to afford the parties 45 days, 35 days, and 21 days to file the opening motion, response, and reply, respectively. This Court approved those deadlines. Page limits for these briefs were not raised or discussed.

5. Both parties retained expert witnesses, who are themselves practicing attorneys, to opine on the reasonableness (or unreasonableness) of the fees and costs being sought by Headwaters. Both parties have also submitted affidavits of counsel and various other exhibits in support of their positions.

6. Headwaters' opening motion inadvertently exceeded the page limit for a typical opening motion (assuming that summary judgment rules would apply to such an evidentiary motion). It submitted a 21 page motion in order to provide the information and legal authority the court would need to assess the reasonableness of Headwaters' fees and costs.

7. GRMD asked for an additional month (beyond the extended time already approved) to respond to the Motion, again likely recognizing the breadth and significance. Headwaters consented to two additional weeks for that response brief.

8. GRMD filed a 15 page response to Headwaters’ Motion. Attached to GRMD’s response brief is a 13 page single-spaced letter from GRMD’s attorney expert witness, containing dozens of legal citations and at least 8 distinct legal arguments as to why Headwater’s fees and costs should be reduced. Double spaced, this equates to 26 pages. The report consists largely of legal argument, and it cites dozens of cases in support of its position. Below is a summary of his arguments (from the end of his brief), each of which had a separate section of legal argument:

Amount of redacted billing entries	\$169,833.60
Fees charged to redact billing entries	11,203.05
Block billing adjustment (30% x \$415,310.25)	124,593.07
Removal of Richardson fees ( <i>see</i> footnote 2)	131,907.65
Fees not allocated to Exclusion Agreement	325,184.62
Richardson travel time (Pages 5-6)	7,630.50
Secretarial time (Exhibit 12)	<u>1,249.20</u>
Total adjustments	\$760,397.69
Total Adjustments minus correction for deletion of Richardson entries in Exhibits 3 and 9— <i>see</i> Footnote 3	\$706,850.99
Fees requested minus Adjustments of \$706,850.99	\$184,745.51

9. In short, GRMD argues that Headwater’s Fees and Costs request of some \$900,000 for the past four years of complex litigation should be reduced by over \$700,000. That extreme position alone warrants a robust Reply.

10. In many instances the arguments made in GRMD’s response were separate and in addition to the arguments made by its expert. In other words, the 15-paged response brief added arguments not included in the 26 page (when double spaced) expert report.

11. Colorado courts have granted motions for leave to exceed the page limit, articulating

“the often critical importance of reply briefs in narrowing the issues.” *See, e.g., Haynes Mech. Sys., Inc. v. Bluon Energy*, No. 18-CV-03004-KLM, 2022 WL 18456050, at \*3 (D. Colo. June 24, 2022). That is the case here.

12. Headwaters’ Reply brief attempts to address each argument made by GRMD in its response brief and its expert witness, and in doing so Headwaters needs 20 pages. In addition to all the case law cited in the response and expert report, GRMD’s expert makes complicated calculations resulting in the reductions he proposes to Headwaters’ fees. Headwaters has endeavored to explain the deficiencies in those calculations and to provide additional case law and background regarding the history of this case to refute GRMD’s arguments.

13. Headwaters continues to believe that these issues can be resolved on the papers without the need for a hearing, and in that manner is furthering judicial economy, despite the need for additional pages (both in the initial Motion and in this Reply).

14. Headwaters initial motion was 22 pages; GRMD’s response brief was 15 pages, with a 13 paged single spaced expert report full of legal argument; and Headwater is now requesting 20 pages for a reply brief (without any expert report attached).

15. Headwater’s request will not prejudice GRMD because the Reply simply addresses all GRMD’s points from its response and expert report letter. Moreover, GRMD has the right to request a hearing if it feels the need to do so.

WHEREFORE, Headwaters and GR Terra respectfully request leave of Court to exceed the page limit imposed per C.R.C.P. 121, § 1-15(1)(a) for its opening motion and reply brief as set above.

Dated: July 24, 2025

HUSCH BLACKWELL LLP

/s/ Jamie H. Steiner

Jamie H. Steiner, #49304

JoAnn T. Sandifer (Admitted Pro Hac Vice)

*Attorneys for Defendant GR Terra LLC*

**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing **MOTION TO EXCEED PAGE LIMIT** was served via the Colorado Courts e-filing system on this 24 day of July 2025, addressed to the following:

David K. TeSelle  
D. Dean Batchelder  
Patrick M. Sweet  
BURG SIMPSON ELDREDGE HERSH & JARDINE, P.C.  
40 Inverness Drive East  
Englewood, CO 80112  
dteselle@burgsimpson.com  
dbatchelder@burgsimpson.com  
psweet@burgsimpson.com  
*Attorneys for Plaintiff*

Mark E. Champoux  
Kyler K. Burgi  
DAVIS GRAHAM & STUBBS LLP  
1550 Seventeenth Street, Suite 500  
Denver, CO 80202  
mark.champoux@dgsllaw.com  
kyler.burgi@dgsllaw.com  
*Attorneys for Defendant Gray Jay Ventures, LLC and  
Granby Prentice, LLC*

*/s/ Ann Stolfa*

\_\_\_\_\_

Senior Paralegal