

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLORADO**

Civil Action No. 1:23-cv-01351-RMR-STV

GRCO LLC, a Missouri limited liability company,

Plaintiff,

v.

GRANBY RANCH METROPOLITAN DISTRICT, a quasi-municipal corporation and political subdivision of the State of Colorado,

Defendant.

**DEFENDANT’S RESPONSES TO PLAINTIFF’S FIRST SET OF WRITTEN
DISCOVERY TO DEFENDANT**

Defendant Granby Ranch Metropolitan District (“District”) by and through its counsel, William T. O’Connell, III, and Saugat K. Thapa, of Wells, Anderson & Race, LLC submits its responses to Plaintiff’s First Set of Written Discovery to Defendant as follows:

GENERAL OBJECTIONS

The District objects to Plaintiff’s Discovery Requests to the extent they request responses different from, or in addition to, the requirements of the Federal Rules of Civil Procedure. The District will respond as required by the Federal Rules of Civil Procedure.

The District objects to Plaintiff’s Discovery Requests to the extent they seek information that is outside the scope of discovery, including requests which are not relevant to the claim or defense of any party, and/or requests which are not proportional to the needs of the case. To the extent that Plaintiff has gone beyond the relevant issues and claims in this lawsuit, the requests are overly broad, unduly burdensome, and oppressive, and the District objects insofar as the probative

value, if any, of the information sought is substantially outweighed by the effort and expense required to comply with the requests, as written.

The District objects to Plaintiff's Discovery Requests to the extent they seek information or documents already in Plaintiff's knowledge, possession, custody, and/or control, or information/documents to which Plaintiff has equal or greater access. The District objects to Plaintiff's Discovery Requests to the extent they seek discovery of materials from persons or entities other than the District and/or information not in the District's possession, custody, or control.

The District objects to Plaintiff's Discovery Requests to the extent any requested information or document is protected by the attorney-client privilege, the work-product doctrine, or any other applicable privileges, immunities, or protections.

The District reserves the right to assert additional objections and to clarify, amend, or modify these responses at any time.

The District incorporates its General Objections into each of its responses below.

INTERROGATORIES

INTERROGATORY NO. 1. Identify the person(s) answering each interrogatory (other than legal counsel).

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the term, "answering." This interrogatory is also compound as it seeks information pertaining to "each interrogatory" and constitutes a separate interrogatory per each such interrogatory, which counts toward the limit on the total number of interrogatories Plaintiff may propound in this action. Subject to and without waiving the foregoing objections, these interrogatories are answered by the District (in consultation with its attorneys, district manager, and representatives).

INTERROGATORY NO. 2.

Describe how the amount of the Capital Facilities

Fee was calculated at the time the 2005 and/or 2006 Facilities Fee Resolutions were adopted.

RESPONSE: The District objects to this interrogatory to the extent it assumes that the District was responsible for such calculation. The District also objects to this interrogatory as it is disproportionate to the needs of the case and unduly burdensome to the extent it purports to require the District to seek and gather information dating back close to two decades and provide a narrative regarding the same. Subject to and without waiving the foregoing objections, the Facilities Fee calculation approximated a pro rata calculation of a portion of the appraised value of the Improvements, which were not otherwise funded by the District or Headwaters Metropolitan District. *See* 2005 and 2006 Facilities Fee Resolutions. (Compl. Exs. 5 and 7) and **GRCO 68-69** (Engineering Survey of Estimated Costs of Public Improvements) **71-99** (Financing Plan).

INTERROGATORY NO. 3.

Identify each account into which GRMD has

deposited Capital Facilities Fees collected from 2006 to present.

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the term, “account.” The District also objects to this interrogatory as it is irrelevant and disproportionate to the needs of the case given that the Court dismissed Count III of Plaintiff’s First Amended Complaint. This interrogatory is also unduly burdensome and disproportionate to the needs of the case to the extent it purports to require the District to seek and gather information dating back close to two decades. Subject to and without waiving the foregoing

objections, *see* **GRMD 658-2851** (the District’s annual audited financial statements and bank statements).

INTERROGATORY NO. 4. Describe any studies or analyses performed or reviewed by GRMD, or on its behalf, of the benefits to property subject to the Capital Facilities Fees from Improvements funded or to be funded with Capital Facilities Fees imposed pursuant to the 2005 or 2006 Facilities Fee Resolutions.

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the terms, “studies,” “analyses,” and “benefits.” The District also objects to this interrogatory as it is unduly burdensome to the extent it seeks information that is publicly available and/or to which Plaintiff has equal or greater access and to the extent it purports to require the District to seek and gather any information dating back close to two decades and purports to require the District to “describe” the information and/or seeks a narrative account. Subject to and without waiving the foregoing objections, the District is currently without knowledge of information responsive to this interrogatory and may supplement this response in the future.

INTERROGATORY NO. 5. For any Improvement or service funded, in whole or part, with the proceeds of the 2006 Bonds (e.g., roadways, water, sewer sanitation, etc.), describe the Improvement or service; state the physical location(s) thereof; state the amount(s) spent thereon; and the date of completion of said Improvement.

RESPONSE: The District objects to this interrogatory as it is disproportionate to the needs of the case and unduly burdensome to the extent it purports to require the District to

“describe” and/or provide a narrative. Subject to and without waiving the foregoing objection, *see* **GRMD 4381-5860** (2006 Bond documents) including **4673-77** (LOM - Facilities and Services) and **4355-80** (2006 Bond Proceeds Allocation documents). Additionally, pursuant to an IGA between Headwaters Metropolitan District and the District, proceeds from the 2006 and 2010 Bonds were sent to Headwaters, who was responsible for making payments. Pursuant to that IGA, Headwaters was to serve “as the custodian of District records” and was responsible for “overseeing investment of District funds.”

INTERROGATORY NO. 6. State whether Capital Facilities Fees have been used to fund, in whole or part, any Improvements other than through the proceeds of the 2006 Bonds or 2018 Bonds; and if so, for each Improvement, describe the Improvement; state the physical location(s) thereof; state the amount spent thereon; and the date of completion of said Improvement.

RESPONSE: The District incorporates herein by reference its objections to Interrogatory No. 5. Subject to and without waiving the foregoing objections, per the District’s annual audited financial statements, the District has not directly spent Capital Facilities Fees funds (i.e., not through proceeds of bonds) in any year to construct any Improvements. Pursuant to an IGA between Headwaters Metropolitan District and the District, proceeds from the 2006 and 2010 Bonds were sent to Headwaters, who was responsible for making payments. Pursuant to that IGA, Headwaters was to serve “as the custodian of District records” and was responsible for “overseeing investment of District funds.”

INTERROGATORY NO. 7. Describe how all Capital Facilities Fees paid in relation to the GRCO Lots were deposited and used by GRMD from January 1, 2021, to present.

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the phrase, “in relation to” and to the extent it asks “how” such fees were deposited and used. This interrogatory is also irrelevant to the claims and disproportionate to the needs of the case to the extent it seeks information regarding “how” the Fees were deposited given the Court’s dismissal of Count III of Plaintiff’s First Amended Complaint. Subject to and without waiving the foregoing objections, through December 31, 2023, check payments received for Capital Facilities Fees were deposited to the District’s checking account and designated to the General Fund but were not used. These funds were transferred to the Debt Fund after December 31, 2023. Check payments for Capital Facilities Fees made after December 31, 2023 have been deposited to the District’s checking account and credited to the District’s Debt Fund.

INTERROGATORY NO. 8. Do you contend the Newly Developed Lots benefit from any Improvements or other facilities or services funded by the 2006 Bond proceeds, the 2018 Bond proceeds, or the Capital Facilities Fees? If so, identify all such Improvements, facilities, or services and the method of funding same.

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the term, “benefit” and the phrase, “method of funding.” The District also objects to this interrogatory as it is disproportionate to the needs of the case and unduly burdensome to the extent it purports to require the District to “describe” and/or provide a narrative. Subject to and without waiving the foregoing objections, yes, the improvements funded by the Capital Facilities Fees and the 2006, 2010, and 2018 Bonds benefit the entire community, including the Newly Developed

Lots. The 2006 Bond funds funded, among others, infrastructure costs that include all of the roads in the resort. *See also* **GRMD 4355-80** (2006 Bond Proceeds Allocation documents) and **4381-5860** (2006 Bond documents) including **4673-77** (LOM - Facilities and Services).

INTERROGATORY NO. 9. Identify all funds comprising the Pledged Revenue that were transferred to the bond trustee after December 31, 2020, and the date of all such transfers.

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the term, “funds.” Subject to and without waiving the foregoing objections, the District has funded 2018 Bond payments from its Debt Fund. The source of funds in the Debt Fund through December 31, 2023 was property tax revenue from the debt mill levy, specific ownership taxes, and interest income earned on Debt Fund cash balance. Beginning on January 1, 2024, Capital Facilities Fees have been another source of funds to the Debt Fund. *See also* **GRMD 1592-2412** (bank statements).

INTERROGATORY NO. 10. Identify all payments made on the 2018 Bonds after December 31, 2021, and the sources of the funds from which those amounts were paid.

RESPONSE: The District incorporates herein by reference its objections and responses to Interrogatory No. 9. *See also* **GRMD 6179** (Summary of Transfers).

INTERROGATORY NO. 11. Do you contend GRMD had the right to collect fees on the Non-GRMD Lots? If so, state all facts supporting that contention.

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the term, “right.” The District objects to this interrogatory as it is overbroad and unduly

burdensome to the extent that it improperly purports to ask the District to marshal all facts prior to the completion of discovery. Such interrogatories are so all-inclusive as to be incapable of an accurate response and so clearly burdensome that a number of courts have found them to be too broad to permit effective responses. As expressed by the United States District Court for the District of Colorado:

Whatever may be said for the virtues of discovery and the liberality of the federal rules, which perhaps all courts recognize, there comes at some point a reasonable limit against indiscriminately hurling interrogatories at every conceivable detail and fact which may relate to a case Indiscriminate use of blockbuster interrogatories, such as these, do not comport with the just, speedy, and inexpensive determination of the action. To require answers to them would more likely cause delay and unreasonable expense of time, energy, and perhaps money. The nature of the federal discovery rules themselves suggests they are intended to facilitate reasonable discovery, not unduly burdensome, but selected by each party to fit the needs of the particular case. The discovery rules provide no absolute, unharnessed right to find out every conceivable, relevant fact that opposing litigants know This requires counsel in any given case to exercise professional judgment and determine the priorities of discovery.

Gryenberg v. Total S.A., No. 03-cv-01280-WYD-BNB, 2006 U.S. Dist. LEXIS 28854, at *6 (D. Colo. May 3, 2006) (quoting *Hilt v. SFC Inc.*, 170 F.R.D. 182, 186-87 (D. Kan. 1997)); *Bat v. A.G. Edwards & Sons, Inc.*, No. 04-cv-02225-REB-BNB, 2005 U.S. Dist. LEXIS 47995, at *9 (D. Colo. Nov. 18, 2005). The District also objects to this interrogatory to the extent it seeks a narrative response. “[I]nterrogatories should not require the answering party to provide a narrative account of its case.” *Id.* (quoting *Hiskett v. Wal-Mart Stores*, 180 F.R.D. 403, 403-04 (D. Kan. 1998)).

Additionally, this interrogatory improperly seeks a purely legal conclusion—the basis for a “right” to collect fees. *Lunn v. Smith*, No. 17-10938-IT, 2019 U.S. Dist. LEXIS 22284, at *17-18 (D. Mass. Feb. 12, 2019). Further, this interrogatory improperly seeks to shift Plaintiff’s burden of proving its claims onto the District. “[T]he setting of rates and fees is a legislative function” which is presumed to be constitutional. *Krupp v. Breckenridge Sanitation Dist.*, 19 P.3d 687, 694 (Colo. 2001). The presumption of constitutionality can be overcome only if the *challenger* shows

that the enactment is unconstitutional beyond a reasonable doubt. *Barber v. Ritter*, 196 P.3d 238, 247 (Colo. 2008); *TABOR Found. v. Reg'l Transp. Dist.*, 417 P.3d 850, 856 (Colo. App. 2016). Subject to and without waiving the foregoing, yes, the District has a right to collect fees on the “Non-GRMD Lots.” The fees were lawfully enacted and imposed on the lots and remain effective. *See* 2005 and 2006 Facilities Fee Resolutions; **GRMD 6086-6104** (Exclusion Agreement – Art. II § 2.2 “Continued Obligation for Outstanding Debt” and Art. III “Fees, Rates, Tolls, and Charges”).

INTERROGATORY NO. 12. Identify the 409 lots for which the Capital Facility Fee has been collected and the 311 undeveloped lots for which the Capital Facility Fee liens have not yet been released – both as referenced in the 2024 Budget Summary of Significant Assumptions - Capital Facility Fee.

RESPONSE: *See* **GRMD 6073-85** (Capital Facility Fee Tracking Schedule).

INTERROGATORY NO. 13. State the factual basis for your denial of portions of Plaintiff's assertions in paragraph 3 of the Second Amended Complaint.

RESPONSE: The District incorporates herein by reference its objections to Interrogatory No. 11. Additionally, “[t]o generally require a party to explain its factual assertions is nothing more than make-work.” *Bat v. A.G. Edwards & Sons, Inc.*, No. 04-cv-02225-REB-BNB, 2005 U.S. Dist. LEXIS 47995, at *10 (D. Colo. Nov. 18, 2005). Subject to and without waiving the foregoing objections, the factual basis of the District's denial is evident from its response to that allegation. Through December 31, 2023, check payments received for Capital Facilities Fees were deposited to the District's checking account and designated to the General Fund but were not used. These funds were transferred to the Debt Fund after December 31, 2023. Check payments for

Capital Facilities Fees made after December 31, 2023 have been deposited to the District's checking account and credited to the District's Debt Fund.

INTERROGATORY NO. 14. In your answer to paragraph 71 of the Second Amended Complaint, you deny that the Newly Developed Lots do not benefit from any Improvements that were partially funded with the 2006 Bonds or, alternatively, that any benefit is de minimis. State the factual basis for your denial.

RESPONSE: The District incorporates herein by reference its objections to Interrogatory Nos. 8, 11, and 13 and its response to Interrogatory No. 8.

INTERROGATORY NO. 15. For all Capital Facilities Fees paid by or on behalf of Plaintiff since January 1, 2021, that you contend were temporarily deposited in the General Fund as asserted in paragraphs 3 and 68 of your Answer to the Second Amended Complaint, identify the transaction(s) or occurrence(s) by which those Capital Facilities Fees were transferred out of the General Fund.

RESPONSE: The District objects to this interrogatory as it is vague and ambiguous in its use of the phrase, "transferred out of the General Fund." Subject to and without waiving the foregoing objection, Capital Facilities Fees funds were transferred from the General Fund to the Debt Fund. Although the cash for both these funds are held in one bank account, they are accounted for separately. *See also GRMD 1592-2412* (bank statements).

REQUESTS FOR PRODUCTION

REQUEST NO. 1. Produce all Documents identified in, relied upon, or reviewed

in preparing your responses to the interrogatories above.

RESPONSE: The District objects to this request to the extent it seeks any documents protected by the attorney-client privilege and/or work-product doctrine. Subject to and without waiving the foregoing objection, produced.

REQUEST NO. 2. All Documents relating to any calculation of the amount of the Capital Facilities Fee approved in the 2005 Facilities Fee Resolution or the 2006 Facilities Fee Resolution.

RESPONSE: The District objects to this request as it is overly broad, unduly burdensome, and disproportionate to the needs of the case to the extent it seeks all documents “relating to” to the subject. *See Denver Homeless Out Loud v. Denver*, No. 20-cv-2985-WJM-SKC, 2020 U.S. Dist. LEXIS 210543, at *19-20 (D. Colo. Nov. 10, 2020) (finding discovery requests that use “broad terms such as ‘any and all’ and ‘related to’” rendered discovery requests “impermissibly overbroad”); *see also Trs. of the Springs Transit Co. Emples. Ret. & Disability Plan v. City of Colo. Springs*, No. 09-cv-02842-WYD-CBS, 2010 U.S. Dist. LEXIS 55182, at *17 (D. Colo. May 11, 2010) (citing *In re Urethane Antitrust Litigation*, 2008 U.S. Dist. LEXIS 1733, *1 (D. Kan. 2008) (“a discovery request is overly broad and unduly burdensome on its face if it uses an ‘omnibus term’ such as ‘relating to,’ because ‘such broad language make[s] arduous the task of deciding which of numerous documents may conceivably fall within its scope’”).

This request is also unduly burdensome to the extent it seeks documents, if any, that were likely created almost two decades ago. The 2005 and 2006 Facilities Fee Resolutions were adopted in those respective years and many of the District’s board members, employees, and representatives have since changed. Additionally, pursuant to an IGA between Headwaters

Metropolitan District and the District, proceeds from the 2006 and 2010 Bonds were sent to Headwaters, who was responsible for making payments. Pursuant to that IGA, Headwaters was to serve “as the custodian of District records” and was responsible for “overseeing investment of District funds.” Subject to and without waiving the foregoing objections, *see* 2005 and 2006 Facilities Fees Resolutions; **GRMD 4381-5860** (2006 Bond documents) and **4355-80** (2006 Bond Proceeds Allocation).

REQUEST NO. 3. The appraisal of the Improvements referenced in section 1 of the 2005 Facilities Fee Resolution.

RESPONSE: The District objects to this request as it is unduly burdensome to the extent it seeks documents, if any, that were likely created almost two decades ago. The 2005 and 2006 Facilities Fee Resolutions were adopted in those respective years and many of the District’s board members, employees, and representatives have since changed. Additionally, pursuant to an IGA between Headwaters Metropolitan District and the District, proceeds from the 2006 and 2010 Bonds were sent to Headwaters, who was responsible for making payments. Pursuant to that IGA, Headwaters was to serve “as the custodian of District records” and was responsible for “overseeing investment of District funds.” The District also objects to this request to the extent the documents are publicly available and/or Plaintiff has equal or greater access thereto. Subject to and without waiving the foregoing objections, the District is not currently in possession of any responsive document but reserves the right to supplement this response.

REQUEST NO. 4. All studies or analyses performed or reviewed by GRMD, or on its behalf, of the benefits to property subject to the Capital Facilities Fees from Improvements

funded or to be funded with Capital Facilities Fees imposed pursuant to the 2005 or 2006 Facilities Fee Resolutions.

RESPONSE: The District objects to this request as it is vague and ambiguous in its use of the terms, “studies,” “analyses,” and “benefits.” The District also objects to the extent the requested information is not within the District’s possession, custody, or control. The District also objects to this request as it is unduly burdensome to the extent it purports to require the District to locate and gather information dating back close to two decades. Subject to and without waiving the foregoing objections, the District is not currently in possession of any responsive document but reserves the right to supplement this response.

REQUEST NO. 5. Documents relating to all Improvements or other facilities or services funded by the 2006 Bonds.

RESPONSE: The District incorporates herein by reference its objections to Request for Production No. 2. Subject to and without waiving the foregoing objections, *see* **GRMD 4381-5860** (2006 Bond documents) and **4355-80** (2006 Bond Proceeds Allocation).

REQUEST NO. 6. Documents identifying the original planned location(s) of all Improvements or other facilities in the Granby Ranch development contemplated to be funded with Capital Facilities Fees pursuant to the 2005 or 2006 Facilities Fee Resolutions.

RESPONSE: This request is unduly burdensome to the extent it seeks documents, if any, that were likely created almost two decades ago. The 2005 and 2006 Facilities Fee Resolutions were adopted in those respective years and many of the District’s board members, employees, and representatives have since changed. Additionally, pursuant to an IGA between Headwaters

Metropolitan District and the District, proceeds from the 2006 and 2010 Bonds were sent to Headwaters, who was responsible for making payments. Pursuant to that IGA, Headwaters was to serve “as the custodian of District records” and was responsible for “overseeing investment of District funds.” Subject to and without waiving the foregoing objections, the District is not currently in possession of any responsive document but reserves the right to supplement this response.

REQUEST NO. 7. Documents depicting the as-built location of all Improvements funded by the 2006 Bonds.

RESPONSE: The District incorporates herein by reference its objections and response to Request for Production No. 6.

REQUEST NO. 8. All GRMD resolutions, minutes, agendas, and board packets regarding the issuance of the 2006 Bonds.

RESPONSE: The District incorporates herein by reference its objections and response to Request for Production No. 6. The District also objects to this request to the extent the requested documents are publicly available and/or Plaintiff has equal or greater access thereto. Subject to and without waiving the foregoing objections, *see* **GRMD 4381-5860** (2006 Bond documents) and **4311-54** (2006 Board Resolutions).

REQUEST NO. 9. All GRMD resolutions, minutes, agendas, and board packets authorizing funding of any Improvements or other facilities by GRMD.

RESPONSE: The District incorporates herein by reference its objections and response

to Request for Production No. 6. The District also objects to this request to the extent the requested documents are publicly available and/or Plaintiff has equal or greater access thereto. The District further objects to this request as it overbroad, unduly burdensome, and disproportionate to the needs of this case as it lacks any temporal limitation. Subject to and without waiving the foregoing objections, the District is not in possession of any responsive documents.

REQUEST NO. 10. All GRMD resolutions, minutes, agendas, and board packets authorizing funding of any services by GRMD.

RESPONSE: The District incorporates herein by reference its objections to Request for Production No. 9. The District additionally objects to this request as it is overbroad in its request pertaining to “any services” and, thus, also unduly burdensome and disproportionate to the needs of this case. Subject to and without waiving the foregoing objections, the District is not in possession of any responsive documents.

REQUEST NO. 11. All GRMD resolutions, minutes, agendas, and board packets authorizing funding of other facilities or services provided by GRMD to the Granby Ranch resort.

RESPONSE: The District objects to this request as it is vague and ambiguous in its use of “other facilities and services.” The District incorporates herein by reference its objections and response to Request for Production No. 9.

REQUEST NO. 12. All GRMD resolutions, minutes, agendas, and board packets regarding the issuance of the 2018 Bonds.

RESPONSE: *See GRMD 2852-4310* (2018 Bond documents).

REQUEST NO. 13. All Documents relating to your deposit, holding, reserving, spending, use or any other treatment of Capital Facilities Fees collected from January 1, 2018, to present.

RESPONSE: The District objects to this request as it is overly broad, unduly burdensome, and disproportionate to the needs of the case to the extent it seeks all documents “relating to” to the subjects. *See Denver Homeless Out Loud v. Denver*, No. 20-cv-2985-WJM-SKC, 2020 U.S. Dist. LEXIS 210543, at *19-20 (D. Colo. Nov. 10, 2020) (finding discovery requests that use “broad terms such as ‘any and all’ and ‘related to’” rendered discovery requests “impermissibly overbroad”); *see also Trs. of the Springs Transit Co. Empl. Ret. & Disability Plan v. City of Colo. Springs*, No. 09-cv-02842-WYD-CBS, 2010 U.S. Dist. LEXIS 55182, at *17 (D. Colo. May 11, 2010) (citing *In re Urethane Antitrust Litigation*, 2008 U.S. Dist. LEXIS 1733, *1 (D. Kan. 2008) (“a discovery request is overly broad and unduly burdensome on its face if it uses an ‘omnibus term’ such as ‘relating to,’ because ‘such broad language make[s] arduous the task of deciding which of numerous documents may conceivably fall within its scope’”). This request is also vague and ambiguous in its use of the term, “treatment.” Subject to and without waiving the foregoing objections, *see GRCO 658-2851* (annual financial statements and bank statements).

REQUEST NO. 14. All Documents related to any Pledged Revenue transferred to the bond trustee pursuant to the 2018 Bond Indenture.

RESPONSE: The District incorporates herein by reference its objections to Request for

Production No. 13. Subject to and without waiving the foregoing, *see* **GRCO 658-2851** (annual financial statements and bank statements).

REQUEST NO. 15. All Documents relating to Plaintiff's request that GRMD terminate the Memorandum as set forth in Plaintiff's letter dated February 8, 2024, and identified in paragraph 91 of the Second Amended Complaint, and GRMD's response thereto.

RESPONSE: The District incorporates herein by reference its objections to Request for Production No. 13. The District also objects to this request to the extent it seeks documents protected by the attorney-client privilege and/or work-product doctrine. The District further objects to this request to the extent any such documents are within the Plaintiff's possession, custody, or control and/or to the extent Plaintiff has equal or greater access thereto. Subject to and without waiving the foregoing, produced.

REQUEST NO. 16. The 2006 Bonds transcript.

RESPONSE: Produced.

REQUEST NO. 17. Draw or requisition requests for the 2006 Bonds for payment of expenses and supporting documentation submitted therewith.

RESPONSE: The District objects to this request as it is unduly burdensome to the extent it seeks documents, if any, that were likely created from almost two decades ago. The 2005 and 2006 Facilities Fee Resolutions were adopted in those respective years and many of the District's board members, employees, and representatives have since changed. Additionally, pursuant to an IGA between Headwaters Metropolitan District and the District, proceeds from the 2006 and

2010 Bonds were sent to Headwaters, who was responsible for making payments. Pursuant to that IGA, Headwaters was to serve “as the custodian of District records” and was responsible for “overseeing investment of District funds.” Subject to and without waiving the foregoing objections, *see* **GRMD 4355-80** (2006 Bond Proceeds Allocation).

REQUEST NO. 18. All Documents relating to disbursements of the 2006 Bonds.

RESPONSE: The District incorporates herein its objections and responses to Request for Production Nos. 13 and 17.

REQUEST NO. 19. Draw or requisition requests for the 2018 Bonds for payment of expenses and supporting documentation submitted therewith.

RESPONSE: The District is not in possession of any responsive documents.

REQUEST NO. 20. All Documents relating to disbursements of the 2018 Bonds.

RESPONSE: The District incorporates herein by reference its objections to Request for Production No. 13. Subject to and without the foregoing objections, produced.

REQUEST NO. 21. All Documents relating to GRMD’s Resolution Regarding the Pledge of Capital Facility Fees Collected and Yet to Be Collected Subsequent to May 2018.

RESPONSE: The District incorporates herein by reference its objections to Request for Production No. 13. The District also objects to this request to the extent it seeks documents protected by the attorney-client privilege and/or the work-product doctrine. Subject to and without waiving the foregoing objections, produced.

REQUEST NO. 22. All Documents relating to any benefits provided to the Newly Developed Lots from Improvements funded with the Capital Facilities Fees or the 2006 or 2018 Bond proceeds.

RESPONSE: The District incorporates herein by reference its objections to Request for Production No. 13 and incorporates its objections and responses to Interrogatory No. 8.

REQUEST NO. 23. All Documents evidencing payments made by GRMD for water lines that service the Newly Developed Lots.

RESPONSE: The District objects to this request as it is vague and ambiguous in its use of the terms, “evidencing” and “service.” The District also objects to this request as it is unduly burdensome to the extent it seeks documents, if any, that were likely created from almost two decades ago. The 2005 and 2006 Facilities Fee Resolutions were adopted in those respective years and many of the District’s board members, employees, and representatives have since changed. Additionally, pursuant to an IGA between Headwaters Metropolitan District and the District, proceeds from the 2006 and 2010 Bonds were sent to Headwaters, who was responsible for making payments. Pursuant to that IGA, Headwaters was to serve “as the custodian of District records” and was responsible for “overseeing investment of District funds.” Subject to and without waiving the foregoing objections, see response to Interrogatory No. 8.

REQUEST NO. 24. All Documents evidencing payments made by GRMD for sewer lines that service the Newly Developed Lots.

RESPONSE: The District incorporates herein by reference its objections and responses

to Request for Production No. 23.

REQUEST NO. 25. All Documents evidencing payments made by GRMD for roads that service the Newly Developed Lots.

RESPONSE: The District incorporates herein by reference its objections and responses to Request for Production No. 23.

REQUEST NO. 26. All Documents evidencing payments made by GRMD for any other public improvements that service the Newly Developed Lots.

RESPONSE: The District incorporates herein by reference its objections and responses to Request for Production No. 23. This request is also vague and ambiguous in its use of the term, “other public improvements.”

REQUEST NO. 27. All Documents evidencing funding that GRMD provided for any Improvements that service the Newly Developed Lots, whether through the 2006 Bonds, the 2018 Bonds or directly.

RESPONSE: The District incorporates herein by reference its objections and responses to Request for Production No. 23.

Dated this 15th day of July 2024.

Respectfully submitted,

WELLS, ANDERSON & RACE, LLC

By: *s/ William T. O’Connell III*
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CERTIFICATE OF SERVICE

I hereby certify that on July 15, 2024, the foregoing, **DEFENDANT'S RESPONSES TO PLAINTIFF'S FIRST SET OF WRITTEN DISCOVERY TO DEFENDANT** was served to the following via email:

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