

Holliday, Michael

From: TJ Budge <tjb@racinelaw.net>
Sent: Friday, July 21, 2017 2:39 PM
To: Holliday, Michael
Subject: RE: Pinnacle Great Plains transfer
Attachments: Operating Agreement Amended Pinnacle Great Plains - US Ag Manager.pdf; Operating Agreement - US Agriculture LLC.pdf; US Agriculture Signing Authority Policy 2016-06-16.pdf

Hi Michael,

Thank you for structuring this transfer in a way to minimize the filing fee. Your maps and revisions to parts 1B and 2B look good to me, please go ahead and substitute them.

Adam Gore's signing authority is set forth in the attached corporate documents as follows:

1. **Amended and Restated Operating Agreement of Pinnacle Great Plains Operating Company, LLC** – Section 3.1(a) designates U.S. Agriculture, LLC as the manager with authority to sign agreements and other instruments on behalf of the company.
2. **Amended and Restated Limited Liability Agreement of U.S. Agriculture, LLC** – Section 3.3 authorizes a "Management Official" to sign on behalf of the company if the transaction is approved by the Board of Managers.
3. **Document Review, Approval and Signing Authority Policy of U.S. Agriculture** – This document designates signing authority for different types of corporate functions. Water rights transfers fall under the "Asset Management" function, for which members of the "Management" group have authority to sign all types of documents. Adam Gore, who signed the transfer application, is identified as a member of the management group.

Let me know if you have any further questions.

T.J. Budge
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From: Holliday, Michael [<mailto:Michael.Holliday@idwr.idaho.gov>]
Sent: Tuesday, July 18, 2017 10:53 AM
To: TJ Budge <tjb@racinelaw.net>
Subject: Pinnacle Great Plains transfer

Hi TJ.

After looking over this transfer, I found some issues that need to be addressed prior to processing. It looks like your proposed POU shapes are based on the water right POU shapes currently found in our database. Normally, this would not be a problem. However, in this case the water right POU shapes for both rights are smaller than the number of acres authorized for irrigation, even though it appears that the proper number of acres (373.8 acres total) is being irrigated (based on the 2015 imagery).

In the map submitted with the transfer, you can see that the full pivot located in section 8 is not fully covered by the shape. The water right for the pivot is short on acres in that section. Therefore, I created a new map based on the 2015 imagery. It is attached. Since there were less acres being watered than are currently authorized under 31-7030A, I amended the part 2B forms to fill in what was lacking under the full pivot. That way the water rights will reflect actual irrigated acres. The amended part 2B forms and an amended page 3 is attached for your review. If these amendments are acceptable to you, let me know and I will insert them into your application. Please let me know if you have questions about any of this.

I see that US Agriculture LLC is the managing company for the applicant. However, I need something that shows Adam Gore's authority to sign on behalf of the company.

Looks like you overpaid on this transfer. I will see to it that a refund is sent your way.

Michael Holliday
Water Rights Supervisor
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