

# COMMUNITY WATER COMPANY OF GREEN VALLEY

## PROXY STATEMENT

This statement is furnished in connection with a solicitation by the management of Community Water Company of Green Valley for proxies to be used at the Annual Meeting of the Members of the Corporation to be held on Wednesday, April 23, 2008.

At the close of business Friday, March 28, 2008, members entitled to vote were members in good standing as of July 27, 1977; subscribers to the services of the Corporation since July 27, 1977; and any subscriber to the services of the Corporation who has applied for membership and paid the establishment fee after July 27, 1977; provided membership has not been terminated before March 28, 2008.

The By-Laws of the Corporation do not provide for cumulative voting.

A returned proxy will be executed at the meeting. It may, nevertheless, be revoked at any time, either by subsequent written revocation or in person at the meeting, insofar as it has not been exercised.

### ELECTION OF DIRECTORS

The Board of Directors consists of the following named persons. There is given the principal former or current occupation of each and the year in which his present term as director will expire. Directors whose terms expire in 2008 are indicated by **CAPITAL LETTERS**.

**ROBERT A. LEMBCKE (2008)**

Retired Vice President of Manufacturing,  
Peck, Inc.

Virgil W. Davis, *Secretary/Treasurer* (2009)

Retired Director, Electronic Programs,  
University Research Foundation, Inc.

**J. R. McCANDLESS (2008)**

Lt. Colonel, USMC, Retired

Arturo R. Gabaldón, *President* (2009)

Community Water Company of Green Valley

**ROGER L. ROGGE (2008)**

Retired Manager of Operations,  
Ford Forestry Center,  
Michigan Technological University

Warren H. Engelland, *Vice-Chairman* (2010)

Retired Vice President, Cargill, Inc.

**TOM J. SIX (2008)**

(Replaced Don Singleton, 2009)  
Retired Chief Financial Officer,  
Ameritech Information Systems

Roy H. Erichsen, (2010)

Retired President and CEO,  
HGE, Inc., Engineers/Planners

Kenneth M. Taylor, Jr., *Chairman* (2010)

Brigadier General, USAF, Retired

Your Board is nominating as director candidates; (a) *Messrs. Robert Lembcke* and *Roger Rogge* to each serve a three-year term, (b) *Ms. Sandra Stone* to serve a three year term, replacing Mr. John McCandless who has completed his term, and (c) *Mr. Tom Six*, to serve a one year term to complete the term of Mr. Don Singleton, whose term will complete in 2009. It is the intention of the persons named in the enclosed **PROXY** to vote such proxy for the election of *Ms. Stone* and *Messrs. Lembcke, Rogge* and *Six* as Directors.

*Messrs. Lembcke* and *Rogge* joined Community Water Company as board members in 2005 and 1998, respectively. *Ms. Stone* is a retired public school mathematics teacher from Syracuse, New York and has been a resident of Green Valley since 1995. She is active in numerous local groups, including the Green Valley Community Coordinating Council, and chairs the Pima County Board of Supervisors Historic Canoa Ranch Committee. *Mr. Six* is a retired Chief Financial Officer of Ameritech Information Systems, and has been a resident of Green Valley since 1997. His 30 year financial career includes responsibility for various financial functions in the Bell System, as well as 22 years in the Naval Reserve Supply Corps from which he retired with the rank of Captain. *Mr. Six* is active in various Green Valley and Pima County organizations.

(Continued on back)

(Proxy Statement - Continued)

Management is assured that each of the nominees indicated above will be able to serve as director. In the event any nominee cannot accept the nomination, it is the intention of Management to vote the proxy for another person as director as it, in its discretion, determines.

### **OTHER MATTERS**

Management knows of no other matters which are to be brought before the meeting, other than as set forth. Members who would like to present motions to the Board the day of the Annual Meeting must submit these motions, in writing, with name and address to the offices of Community Water Company no later than April 9, 2008, for prior review by the Board. It is understood that the person(s) named in the enclosed **PROXY** intend to vote such proxy in accordance with their best judgment on such matters.

March 31, 2008, Green Valley, Arizona

**Please sign and mail the enclosed PROXY on or before April 17, 2008**

---

## **COMMUNITY WATER COMPANY OF GREEN VALLEY**

### **NOTICE OF MEETING**

**To the Members of Community Water Company of Green Valley:**

**NOTICE IS HEREBY GIVEN** that the Annual Meeting of Members of Community Water Company of Green Valley will be held at the Green Valley Recreation West Center, 1111 S. Via Arcoiris, Green Valley, Arizona, on Wednesday, April 23, 2008, at 9:00 a.m. for the following purpose:

To elect four (4) directors; three (3) for the term of three (3) years, and one (1) for the term of one (1) year to fill a director position due for election in 2009; and each to hold office until a successor shall have been elected and qualified.

Minutes of the 2007 Annual Meeting of Members of the Corporation, and of all meetings of the Board of Directors since the last Annual Meeting of the Members of the Corporation, will be available for inspection at the meeting.

The Board of Directors has fixed the close of business Friday, March 28, 2008, as the record date for the determination of Members entitled to receive a notice of, and to vote at the meeting.

Registration of Members attending the meeting to vote in person will be open from 8:30 until 9:00 a.m. the day of the meeting at the meeting place. Each member who does not expect to attend in person is requested to **sign and return the enclosed Proxy, on or before April 17, 2008.**

By Order of the Board of Directors  
Virgil W. Davis, *Secretary*

March 31, 2008

Please sign and mail the enclosed Proxy on or before April 17, 2008.