

CORDILLERA METROPOLITAN DISTRICT
SPECIAL BOARD MEETING MINUTES
TUESDAY, JANUARY 31, 2017
0408 CARTERVILLE ROAD, CORDILLERA, COLORADO

The Special Meeting of the Board of Directors of the Cordillera Metropolitan District (CMD) was called and held Tuesday, January 31, 2017 in accordance with the applicable statutes of the State of Colorado.

ATTENDANCE

Present: Robert Egan, President
David Bentley, Vice-President
David Davies, Secretary

Via Telephone: Judith McBride, Treasurer
Kitty George, Assistant Treasurer & Assistant Secretary

ALSO PRESENT

CPOA Board Members: Ed Shriner; Nanette Kuich, Lois Bruce (via telephone), Rick Smith and Larry Brooks (via telephone).

Others Present:

Rachel Oys, general manager; Alan Pogue, legal counsel; Scott Proper, finance director; Berniece Gutierrez, human resources and administrative services manager; Jaime Walker, communications manager; Trevor Broersma, facilities and operations manager; Tracy Stowell, executive coordinator; and Kirk Pliske, public safety director

CALL TO ORDER

Director Egan called to order the Special Meeting of the Cordillera Metropolitan District at 9:35 a.m.

DECLARATION OF QUORUM/DIRECTOR QUALIFICATION

Director Egan noted for the record a quorum was present for the purpose of doing the business of the Cordillera Metropolitan District.

ACKNOWLEDGEMENT OF RECEIPT OF NOTICE OF MEETING AT LEAST 72 HOURS IN ADVANCE OF THE MEETING.

All board members acknowledged receiving notice of the regular meeting at least 72 hours in advance. No conflicts of interest were noted.

APPROVAL OF AGENDA

January 31, 2017 Special Meeting Agenda

Director Davies moved to approve the January 31, 2017 Special Meeting Agenda. Seconded by Director Bentley.

Upon motion duly made and seconded, the Board voted unanimously.

Approved the January 31, 2017 Special Meeting Agenda.

PUBLIC INPUT ON NON-AGENDA ITEMS

Cheryl Foley asked for an update on Short Course. Director Shriner stated that the CPOA is in the process of making plans for summer season operations.

Director Shriner wanted on the record that he and Director Egan have received two emails asking why the CPOA is not involved in the Wilner class action lawsuit. Director Shriner stated that the Boards are committed to following through on the Rule 106 appeal but are not interested in the class action lawsuit. Director Shriner also stated that with his email he sent out to all property owners regarding the Stop CPOA campaign, he had received at least 40 emails in response.

Director Smith has had some feedback from some of the community members about FFO. Is there a way to schedule fly fishing on the new website? Jaime Walker, communications manager, will research this option in the new facilities module. This new module can be made public for property owners. If FFO can do this from their website, Walker can set up a link from our amenities page.

Director Smith would like to see a small committee to look at the ACC. This committee could help develop strategies, analyze data and help with a communications plan to get the facility back on the community's radar for improvements. Director Smith volunteered to be on this committee.

JOINT CMD AND CPOA AGENDA ITEMS

Website Resource Directory

With the new website, there is the capability of proving a business/resource directory like the white pages. The Boards do not wish to entertain this agenda item. No discussion was noted.

CMD ANNOUNCEMENTS/UPDATES/ACTION ITEMS

CMD Bond Refinancing

Scott Proper, finance director, presented the financing proposals from Stifel that outline the potential refunding of the existing Series 2006A and Series 2006B bonds. Based upon current market conditions, the Net Present Value Savings of the 2006A bonds total \$127,263.18, based upon callable-at-any-time refunding bonds. Based upon current market conditions, the Net Present Value Savings of the 2006B bonds total \$250,166.42, based upon callable-at-any-time refunding bonds.

There was discussion about whether the issuance costs of \$50,000 each will change if Cordillera Metropolitan District moves forward with refunding only the Series 2006B bonds and not the Series 2006A bonds. Michael Lund of Stifel explained that he did not think the issuance costs would change, but he would follow up to confirm. There was discussion about how the Net Present Value Savings are realized only if the new refunding bonds are held to maturity. The existing Series 2006A bonds mature in various increments 2019, and the existing Series 2006B bonds mature in various increments through 2022. Director Egan explained that given the possibility of subsequent refinancing and re-amortization of the series 2006A and 2006B bonds given Cordillera Metropolitan District's possible need for additional debt for other needs in the near future, now might not be the right time to refinance either the Series 2006A or Series 2006B bonds.

However, Alan Pogue mentioned that the 2006B bonds are Cordillera Mountain Metropolitan District bonds, and that they could not be re-amortized without the relatively complicated and expensive re-establishment of the Cordillera Mountain Metro District, which was dissolved into Cordillera Metropolitan District (Consolidated) and which no longer exists. Subsequently, there was discussion about moving forward with the refunding of the Series 2006B bonds now to capture the approximately \$250,000 in Net Present Value Savings, and because re-amortizing these bonds is likely cost prohibitive

Minutes of the Special Meeting of the Cordillera Metropolitan District held Tuesday, January 31, 2017.

given the previous dissolution of the Cordillera Mountain Metropolitan District. The board indicated that refunding the Series 2006A bonds did not seem worthwhile at present given the relatively small percentage savings of approximately \$127,000 outlined in the proposal.

First Amendment to Meeting Schedule

A modified 2017 CMD Board meeting schedule was presented to the Board at the December 16, 2016 regular Board meeting. This amendment will take the monthly meetings down to quarterly meetings taking place on the fourth Thursday of March, June and September and the third Thursday in December.

Director Davies moved to approve the First Amendment to Meeting Schedule as presented. Seconded by Director George.

Upon motion duly made and seconded, the Board voted unanimously.

Approved the First Amendment to Meeting Schedule.

2017 Administrative Matters Resolution

An updated 2017 Administrative Matters outline was presented to the Board at the December 16, 2016 regular Board meeting. This resolution outlines the yearly payment to be made from the Cordillera Property Owner’s Association to the Cordillera Metropolitan District for the purpose of helping to cover the administration costs associated with running the District.

Director Davies moved to approve the 2017 Administrative Matters Resolution as presented. Seconded by Director George.

Upon motion duly made and seconded, the Board voted unanimously.

Approved the 2017 Administrative Matters Resolution.

CMD EXECUTIVE SESSION

11:05 a.m. Director Bentley and Director Davies moved to enter Executive Session. Pursuant to 24-6-402(4)(b), C.R.S. for the purpose of discussing with general counsel and special counsel, pending legal action related to the permitted uses of the Lodge and Spa at Cordillera.

11:46 a.m. Director Davis and Director Bentley move to conclude Executive Session.

Present: Ed Shriner; Nanette Kuich, Rick Smith, Larry Brooks (via telephone), Lois Bruce (via telephone), Rachel Oys, Alan Pogue (via telephone) and Lew Harstead (via telephone).

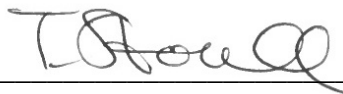
No action was taken in executive session.

ADJOURNMENT

Director Bentley moved to adjourn the Special Meeting of the Cordillera Metropolitan District. Seconded by Director Davies.

Upon motion duly made and seconded, the Board voted unanimously to **Adjourn** the Special Meeting of the Cordillera Metropolitan District at 11:55 a.m. on Tuesday, January 31, 2017.

Respectfully submitted,



Tracy Stowell
Executive Coordinator