

CORDILLERA PROPERTY OWNERS ASSOCIATION
MINUTES
REGULAR MEETING
Monday, 19 May 2008
ADMINISTRATION BUILDING
0408 CARTERVILLE ROAD, CORDILLERA, COLORADO

The Regular Meeting of the Board of Directors of the Cordillera Property Owners Association (CPOA) was called and held on Monday, 19 May 2008, in accordance with the applicable statutes of the State of Colorado.

ATTENDANCE

Present: Dan Sweeney, President
Paul Krasnow, Vice President (via teleconference 8:35 a.m. to 12:35 p.m.)
Elise Micati, Vice President
Rick Smith, Vice President
Roger Magid, Treasurer/Secretary

ALSO PRESENT CMD Board Members: Ellen Mitchell, Lois Bruce, Nanette Kuich, and Ken Ulickey.

Alan Pogue, Legal Counsel; Erin Buckley, Executive Assistant; Dell Ann Claypool, Marketing Manager; Dale Corporon, Community Operations Director; Bob Egizi, Public Safety Director; Jon Erickson, Finance Manager; Jeff Hartman, Design Review Board Coordinator; Bart Sigler, Business Enterprise Director; Steve Thompson, Financial Consultant, and Joe Wilson, General Manager.

Others present: Mr. Barney Dill, Volunteer Director, Efraimson Sutphen Foundation; Ms. Ellie Caryl, Eagle County (ECO) Trails Program Manager; Mr. Sean Belisle, Vail Valley Gourmet Catering, and Mr. Michael Schwartz, Vail Valley Gourmet Catering.

CALL TO ORDER Director Sweeney called to order the Regular Meeting of the Cordillera Property Owners Association at 8:38 a.m.

DECLARATION OF QUORUM/DIRECTOR QUALIFICATION

Director Sweeney noted for the record a quorum was present for the purpose of doing the business of Cordillera Property Owners Association.

DISCLOSURE MATTERS

No conflicts of interest were noted.

APPROVAL OF AGENDA

Director Micati requested The Lodge and Spa at Cordillera Update be added to the agenda.

Upon motion duly made and seconded, the Board unanimously

Approved the agenda, as amended.

APPROVAL OF MINUTES

21 April 2008 Regular Meeting Minutes

The minutes of the meeting were previously distributed. All administrative comments regarding the minutes should be directed to Ms. Erin Buckley, Executive Assistant. Director Micati moved to approve the minutes of the 21 April regular meeting. Seconded by Director Smith.

Upon motion duly made and seconded, the Board unanimously
Approved the minutes of the 21 April Regular Meeting.

PUBLIC INPUT

Efraimson Sutphen Foundation Charity Ride

Mr. Barney Dill, Volunteer Director of the Efraimson Sutphen Foundation, addressed the Boards regarding a charity ride benefiting the non-profit cancer charity associated with the Shaw Cancer Center and the Vail Valley Medical Center (VVMC). The Efraimson-Sutphen Cancer Support Fund provides emergency financial assistance to patients and families who are unable to afford basic expenses while undergoing cancer treatment at the Shaw Cancer Center. Mr. Dill requested approval for a charity ride from Shaw Cancer Center to the Summit of Cordillera. Mr. Dill proposed the ride be held in conjunction with the 2008 Home Tour with the actual ride taking place Saturday, 6 September. The Boards requested Staff work with Mr. Dill to develop a plan, discuss logistics, and present a detailed proposal to the Boards at the June meeting.

River Parcel Trail Concepts

Ms. Ellie Caryl, Eagle County (ECO) Trails Program Manager, addressed the Boards requesting a 20 ft. wide easement through the Cordillera River Parcel to facilitate construction of a 5 mile long paved trail from Edwards to Wolcott as an alternate route to riding or walking on Highway 6. ECO Trails is a department of Eagle County that was created to direct the development of a 63 mile regional system of paved trails for biking and walking within and between the communities of the Eagle Valley. The Boards requested Staff work with ECO Trails to locate an acceptable trail easement beneficial to both parties and consistent with allowances permitted on or about the railroad right-of-way.

CPOA ACTION ITEMS

CPOA Board Member Election Process/Resolution

Mr. Joe Wilson addressed the Board regarding the 2008 Cordillera Property Owners Association (CPOA) Board Member Election Process. There are three (3) Board Member positions available with 3-year terms. All Cordillera property owners are eligible to run. Mr. Wilson presented the Board with the 2008 CPOA Board Member Election Calendar. Self-nomination forms are due Friday, 13 June by 5:00 p.m. Formal nominations will be announced on Monday, 16 June. Candidate biographies are due Thursday, 3 July. Biographies, election ballots, and proxies will be mailed Friday, 11 July. Election will be held at the Annual Meeting on Monday, 25 August. Newly-elected Board Members take office on Monday, 15 September.

Mr. Wilson requested the Board elect members to serve on the Nominating Committee. The Nominating Committee will contact interested parties over the course of the next four (4) weeks and nominate candidates at the June meeting.

Resolution to Appoint Director Sweeney, Director Smith, and Director Micati to the Nominating Committee for Purposes of Nominating Members for Election to the Board.

Upon motion duly made by Director Magid and seconded by Director Micati, the Board unanimously

Adopted a resolution appointing Director Sweeney, Director Smith, and Director Micati to the nominating committee for purposes of nominating members for election to the Board.

Cordillera Vail Club Advisory Committee Nominations

Mr. Bart Sigler addressed the Board regarding the Cordillera Vail Club Advisory Committee elections. Ms. Patti Brave, Mr. David Mitchell, Mr. Jim Ferraco, and Ms. Lois Bruce have been elected to serve on the Vail Club Advisory Committee by the Cordillera Vail Club membership. Mr. Sigler requested the Board appoint one (1) CPOA member who is not a Cordillera Vail Club member and one (1) CPOA Board Liaison per the 17 March 2008 amended election protocol for the Cordillera Vail Club Advisory Committee.

Director Smith volunteered to serve as the CPOA Board Liaison. The Board requested Staff communicate with Director Krasnow and current Vail Club Advisory Committee member Mr. David Staat regarding appointment of one (1) CPOA member who is not a Cordillera Vail Club member.

Cordillera Vail Club/Paramonte Membership Resolution

Resolution to Ratify Final Form of Special Membership Memorandum for the Paramonte Special Membership in the Cordillera Vail Club.

Director Magid moved to ratify the final form of special membership memorandum for the Parmonte special membership in the Cordillera Vail Club. Seconded by Director Smith.

Upon motion duly made and seconded, the Board unanimously

Adopted a resolution to ratify the final form of special membership memorandum for the Paramonte special membership in the Cordillera Vail Club.

Vail Valley Gourmet Catering Presentation

Mr. Sean Belisle and Mr. Michael Schwartz, Owners of Vail Valley Gourmet Catering, presented the Boards with 2007/2008 financials and a 2008 Summer Season plan. Mr. Belisle and Mr. Schwartz requested the Board approve a long-term lease and change the entity's name to "Squaw Creek Café." The Board directed Staff draw up a long-term lease and work with Mr. Belisle and Mr. Schwartz on an appropriate name, develop a Business Model, and encouraged increased marketing efforts for the Café.

DRB Resolution No. 3, 4, and 5 Series of 2008

Mr. Jeff Hartman, Design Review Coordinator, requested the Board endorse DRB Resolutions No. 3, 4, and 5 of Series 2008. Resolution No. 3, Series 2008, has been amended to include landscaping and exterior staining/painting work on Saturdays. Resolution No. 4, Series 2008, prohibits operation of heavy equipment and three (3) axle vehicles on Saturdays. Resolution No. 5, Series 2008, prohibits construction drawings from being turned into Eagle County without the Cordillera DRB stamp.

The Board requested Staff remove paragraph four of Resolution No. 3 and No. 4 under "Revision of Design Guidelines" that states "Cordillera Metropolitan District and its contractors are exempt from these restrictions due to the time sensitive nature of projects done by the Cordillera Metropolitan District and its contractors." The Board requested the statement in paragraph three of Resolution No. 3 and No. 4 stating "Exceptions may be granted for extenuating circumstances as determined by the Cordillera Metropolitan District General Manager" be revised to state "Exceptions may be granted as determined by the Cordillera Metropolitan District General Manager."

Resolution Endorsing Design Review Board (DRB) Resolution No. 3, 4, and 5, Series of 2008.

Director Smith moved to approve a resolution to endorse DRB Resolutions No. 3, 4, and 5, Series of 2008 with the changes requested. Seconded by Director Micati.

Upon motion duly made and seconded, the Board unanimously
Endorsed DRB Resolution No. 3, 4, and 5, Series of 2008.

The Lodge and Spa at Cordillera Update

Director Micati addressed the Board regarding the new management company for The Lodge and Spa at Cordillera. The Lodge is no longer being managed by Rock Resorts as the management contract with Rock Resorts expired April 2008. CWE Hospitality Services has been contracted as the new management company for the Lodge. Director Micati indicated this is a positive change for the Lodge. The Board directed Staff coordinate Marketing and PR efforts with CWE Hospitality Services.

CPOA & CMD ACTION ITEMS

CPOA/CMD Governance Guidelines

Director Sweeney addressed the Boards regarding the CPOA/CMD Governance Guidelines. Final draft will be presented to the Boards at the June meeting.

ADMINISTRATIVE/LEGAL UPDATES

Mr. Joe Wilson, General Manager, presented the monthly General Manager's report.

Administration

Action Items. CPOA/CMD Action Items from 21 April 2008 Board Meeting were reviewed.

New CMD Board Member Orientation. New CMD Board Member Orientation was held Wednesday, 30 April with Dr. Nancy Alexander. Orientation included a one-on-one thirty-minute presentation given by each Director/Manager.

CPOA Board Member Election. Nominating Committee to contact interested parties over the course of the next four (4) weeks. Call for nominations will be in the June *Cordillera Connection* and several Friday *Flashes*. Self-nomination forms available at the front desk. Self-nomination forms due by Friday, 13 June, 5:00 p.m. Nominating Committee to nominate candidates at June meeting.

2008 CPOA/CMD Strategy Review. 2008 CPOA/CMD Strategy Review Minutes were presented to the Board.

2008 CPOA/CMD Long Range Financial Planning Session. Planning session to be scheduled between May and June Board Meetings.

CPOA/CMD Board Member Orientation and Executive Summary. Board Member Orientation and Executive Summary notebooks will be updated by Staff at the June Board Meeting. A reminder to bring personal Orientation and Executive Summary notebooks to the Board Meeting will be sent via email one week before.

Vail Daily Articles. The following Vail Daily articles were presented to the Board.

- County Nears Decision on Housing Guidelines – Monday, 21 April
- What Would Help During Your Commute? – Monday, 21 April

- U.S. Highway 6 ‘A Nice Country Road’ – Tuesday, 22 April
- Building Housing Can Be Easier, County Says – Wednesday, 23 April
- Insect May Be Warming Planet – Thursday, 24 April
- Hungry For Hay – Thursday, 1 May
- Ambulance Crews Care For Growing Valley – Monday, 12 May
- County: Raises May Not Be Sustainable – Tuesday, 13 May

Personnel

Open Positions Human Resource Generalist – 1 full-time

New Hires Ms. Robin Bruce, Lead Flower Crew
 Mr. Brandon Kay, Flower Crew
 Ms. Alicia Villalobos, Flower Crew

Business Enterprises

Cordillera Vail Club. The next Vail Club Advisory Committee meeting is scheduled for Wednesday, 11 June 2008.

Summer Events. Wine, beer, and light appetizers will be served at the Vail Club after each of the following events (must have 20 participants for event to be held):

- **Wednesday, 9 July** , The Philadelphia Orchestra/Puccini: La Boheme, Opera-in-Concert held at the Gerald Ford Amphitheatre.
- **Friday, 11 July**, The Philadelphia Orchestra/Piazzolla: Four Seasons of Buenos Aires for Violin and Orchestra held at the Gerald Ford Amphitheatre.
- **Tuesday, 29 July**, Pacific Northwest Ballet held at the Gerald Ford Amphitheatre.
- **Tuesday, 5 August**, Bud Light Hot Summer Nights of Dance: Buckets and Tap Shoes held in Vail Village.
- **Friday, 8 August**, Morphoses/The Wheeldon Company held at the Gerald Ford Amphitheatre.

Vail Club Logo. Staff met with Ms. Tiffany Sloan, Merchandise Manager for the Club at Cordillera regarding Vail Club apparel. Sample to be delivered next month for review by Staff.

Vail Club Marketing DVD. Staff met with Mr. Chad Shaw of Creative Mountain Images on Friday, 9 May to discuss DVD. Mr. Shaw presented an illustrated draft version of Vail Club script. Staff is adding language. Opportunity to cost share with other clients (Club at Cordillera, The Lodge & Spa at Cordillera, etc.) for similar footage.

Vail Club Survey. 43 responses to date. Feedback is overwhelmingly positive. Response deadline is Saturday, 31 May. Staff will quantify results for June Board Meeting.

Cordillera Café. Reopens Memorial Day Weekend, starting Saturday, 24 May.

Post Office. New postage rates began Monday, 12 May 2008. Paper vending box negotiations in progress. Staff will report at the June meeting.

Equestrian Center. Next Equestrian Center Committee meeting scheduled for June. Exact date and time TBD. Ms. Cregan Ortner to attend seminar in Denver on Thursday, 15 May – *How to Become a Better Communicator*.

River Parcel. Fish stocking complete in Grenada Glen, Upper Bearden, Mountain Course #1, and Summit ponds. All fish survived transfer. 950 Rainbow Trout, 100 Brown Trout, 150 Cut Throat Trout, and 1000 Fathead Minnows for feeding. Natural fish pellet food will also help provide for healthy fish.

Seminars. Fly Fishing Outfitters (FFO) will be doing a series of seminars that include an intro to fly fishing (casting, equipment, rigging, knots, etiquette, flies and a little fishing), a kids' day, fly tying, and nature walks. Nature walks to be held on Saturday, 21 June, Saturday, 19 July, and Saturday, 23 August. Mr. Tom Wiesen from TrailWise Guides will conduct. RSVPs will be required for seminars (a minimum participant level of five (5) will be needed in order for a class to be held). Dates for seminars will be provided in the June report.

River Run-off and Safety. Due to anticipated high run-off this year, CPOA/CMD and FFO will restrict access to the river parcel when the run-off reaches 800 Cubic Feet per Second (CFS). FFO will offer float trips under these conditions but will not provide service if conditions do not allow for safe floating. River run-off warning and limits to close River Parcel will be posted. River parcel will reopen as conditions permit.

Aeration. Staff will go forward with the implementation of an aeration system in Pond #10 at the Mountain Course with the possibility of aerating Pond #1 in 2009. Staff will receive quotes for install and *without* install on aeration system. Mr. John Moorman stated pond #1 would benefit from five (5) to seven (7) diffusers and Pond #10 would benefit from three (3) to five (five) diffusers. Install tentatively set for after Mountain Course closing on Monday, 13 October 2008.

Orvis Endorsed Outfitter of the Year. The Orvis Company honored FFO with the distinction of being the 2007 Orvis Endorsed Outfitter of the Year. Vail Daily Article was presented to the Board.

Bearcat Stables. Opened Saturday, 10 May for trail ride service. Backcountry rides will not begin until Sunday, 1 June.

Community Operations

Rainey L14/L15 Easement. Following the last month's Board Meeting, Mr. Rainey has accepted the offer of \$20,000 and asked for the Metro District to proceed with all legal documentation necessary. Legal Counsel has drafted a quitclaim deed and Metro District staff has met with the Engineer to have the area surveyed for a legal description to put into an exhibit. Once Staff has the legal description, all signed documents will be recorded with Eagle County.

Union Pacific Railroad. Staff is in ongoing communication with the Union Pacific to resolve easement/ownership disputes. Staff reviewed county plat maps and discovered a note on plat map stating: Tract L must allow for perpetual easement for owner of Tract C. All parties signed off except Union Pacific. Union Pacific was not involved in realignment of tract lines. There have been no tickets

issued or trespassing since the inception of the River Parcel fishing amenity. Staff suggest legal counsel work the detailed information with the Union Pacific and County on behalf of CMD.

Road Improvement for 2008. Elam Construction was the low bidder for the 2008 Road Improvement Project, bidding \$478,314.75; B&B bid \$494,535.47. Bornengineering and Metro District Staff are finalizing the numbers and checking for cost savings on the bid sheets. Areas with possible savings are the minor patching, manhole repair, and actual days of project monitored by Bornengineering.

Water Looping on the Divide. Preliminary engineering estimate presented to the Board. The construction planning for Phase II “Middle Loop” is still in process between the Engineer (J&K) and the Water District. Survey of the project area has been completed with the Water District having some concerns in regards to tying in at the Pressure Reducing Valves (PRVs) and service connections for properties affected. These concerns should be answered and final construction drawings given to the Water District on Tuesday, 27 May to receive final approval. J&K has provided an updated preliminary estimate for the project.

Divide Gate Enhancement. Excavation began on Monday, 12 May with transplanting of trees and removal of gypsum. Plans for update to Divide Gatehouse have been sent to Mr. Ron Amass and Mr. Tom Miletich for a cost analysis so work can begin on this phase.

Chaveno Planning. Staff met with Muriello Planning Group and have started master plan for the development of Chaveno. Staff will meet with Mr. Jamie McCluskie of SonesMac to look at bringing him on board to complete site plans for the area and get an idea of what some buildings would look like.

Alternate Egress Options. Staff is scheduled to meet with Mr. Cargill of Diamond Star on Thursday, 15 May. Legal Counsel is putting together working draft agreement.

Design Review Board

Approval/Construction Starts, Build-out Analysis, and Construction Activity Reports.

Approval/Construction Starts, Build-out Analysis, and Construction Activity Reports were presented to the Board.

DRB Meeting Agenda. The May DRB Meeting Agenda was presented to the Board.

Public Safety

Public Safety Monthly Activity Report. Monthly activity report was presented to the Board.

Public Safety Incidents. One (1) medical call:

- Unconscious guest at the Lodge & Spa at Cordillera that later regained consciousness and was transported by ambulance to VVMC.

Dog Incidents:

- Public Safety found a dog running loose at the Summit and learned it had attacked another dog. Owner of ‘other’ dog asked that Public Safety not contact animal control. As Public Safety has found the same dog running loose several times in the past, the dog’s owner was issued a written warning.
- On 23 April, a property owner filed a report with Eagle County Animal Control regarding a ‘vicious’ German Shepherd that was encountered. Public Safety responded but was unable to

pick up the dog because it growled, snarled, and then disappeared to the rear of the house. Public Safety has been advised to coordinate the dog being turned over to Eagle County Animal Control.

Vehicle Incidents:

- On 30 April, a Public Safety employee started her personal vehicle, put it in neutral and set the parking brake. When she returned, the vehicle had rolled off the parking lot and down into the Market. A refrigeration unit stored outside the building absorbed much of the impact but the wall still had substantial damage. When Com Ops got into the vehicle, the parking brake was still set.

Freeze-Thaw Weight Restrictions. Freeze thaw weight restrictions for the Divide were lifted Tuesday, 6 May. Freeze thaw weight restrictions for the Ranch should lift the week of 12 May. Summit restrictions could last until mid-June.

Traffic and Roads. The second speed radar sign was received Tuesday, 6 May and will be in use at the Divide by Monday, 19 May. Data sheet from the Ranch and Divide radar speed signs was presented to the Board. The signs will also be posted on some side streets like Red Draw to collect data.

Truck pull-off work should occur late May or early June. Staff will report at the June meeting.

Healthy Forest. Letters regarding 2008 Mountain Pine Beetle and Wildfire programs were mailed week of 28 April. Response from the wildfire letter has been good. Staff is setting up a system to track hazard ratings, recommendations and action. The system will also be used to measure future activity against what was originally approved by Eagle County and Cordillera. In April, there was a question as to which group Golden Bear would fall into, which would be the Summit Fairways group scheduled to complete their wildfire work in the year 2010. Public Safety has started to mark trees for spraying.

Homeowner Property Loss. Mr. Kogan was agreeable to the CPOA offer. Mr. Kogan contacted his insurance agent, Mr. Will Comerford from State Farm, who would only cover the loss if it was due to theft. The Kogans have signed a release.

Marketing

Marketing Update. Marketing Report was presented to the Board.

Marketing Activity Metrics and Real Estate Sales Report. Marketing Activity Metrics and Real Estate Sales Report were presented to the Board.

Public Relations Report and Miscellaneous Press Clippings Citing Cordillera. Various press clippings were presented to the Board.

Website Report. Website report was presented to the Board.

Financial Matters

CPOA and CMD Financial Reports as of 30 April 2008. CPOA and CMD financials as of 30 April 2008 were presented to the Board.

Real Estate Transfer Assessment (RETA) Report. RETA report through 30 April 2008 was presented to the Board.

Executive Session

Pursuant to a motion duly made, seconded, and unanimously passed, the Board convened an Executive Session pursuant to Section 24-26-402(4)(b), C.R.S., for conferences with the attorney for the Cordillera Property Owners Association for the purposes of receiving legal advice on specific legal questions.

It is 19 May 2008 and the time is 12:35 p.m. For the record, I am the presiding officer, Dan Sweeney. As required by Open Meeting Law, this Executive Session is recorded pursuant to C.R.S.

Also present at this Executive Session are the following persons: Lois Bruce, Nannette Kuich, Roger Magid, Elise Micati, Ellen Mitchell, Rick Smith, Ken Ulickey, Joe Wilson, and Alan Pogue.

This is an Executive Session for the following purpose: For the purpose of discussing specific legal matters under Section 24-6-502(4)(b), C.R.S.

The time is now 12:55 p.m. and the Executive Session is concluded. The participants in the Executive Session were: Lois Bruce, Nannette Kuich, Roger Magid, Elise Micati, Ellen Mitchell, Rick Smith, Dan Sweeney, Ken Ulickey, Joe Wilson, and Alan Pogue.

No decisions or actions were taken in the Executive Session.

For the record, if any person participating in the Executive Session believes any substantial discussion of any matters not included in the motion to go into Executive Session occurred during the Executive Session, or any improper action occurred during the Executive Session in violation of Open Meeting Law, I ask you state your concerns for the record.

ADJOURNMENT

There being no further information to come before the Board, the meeting was adjourned.

Upon motion duly made and seconded, the Board unanimously agreed to

Adjourn the meeting of the Cordillera Property Owners Association Board of Directors at 12:55 p.m. on Monday, 19 May 2008.

Respectfully submitted,

Erin Buckley
Executive Assistant