
RECORD OF PROCEEDINGS

Minutes of the Regular Meeting Of the Board of Directors of Cordillera Valley Club Metropolitan District

February 8, 2007

The Regular Meeting of the Board of Directors of the Cordillera Valley Club Metropolitan District, Eagle County, Colorado, was held February 8, 2007 at 8:30 a.m., at the Chaparral Restaurant at 0101 Legends Drive, Edwards, Eagle County, Colorado, in accordance with the applicable statutes of the State of Colorado. The Board met in joint session with the Executive Board of the Cordillera Valley Club Property Owners Association.

Attendance

The following Directors were present and acting:

- Rick Pirog
- Kent Myers
- Wally Carey
- Brian Judge

Also in attendance were:

- Robertson & Marchetti, P.C.
Ken Marchetti & Kara Fraser
- Cordillera Valley Club Property Owners Association
Tom Marcin, Bart Barnett & David White (conference call)
- CVCPOA Legal Counsel
Greg Perkins (Legal Report)
- Operations & Security Personnel
Dan Carlson & Rick Adams
- VAg, Inc
Pedro Campos
Stephanie Lord-Johnson
- Property Owners
John O'Brien
Ted Leach

Call to Order

The Meeting of the Board of Directors of Cordillera Valley Club Metropolitan District was called to order by the Chairman, noting a quorum was present. The meeting was held in joint session with the Board of Directors of the Cordillera Valley Club Property Owners Association.

A speaker phone conference call was established to permit participation of property owners interested in attending the meeting by phone.

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Potential Conflicts Of Interest

Director Judge reported that he is the owner of VAg. Inc., an architectural and land planning firm, and other related entities, and these entities have provided services to SRG Properties, the owners of the Edwards Overlook Project. SRG Properties has negotiated with the U.S. Forest Service to trade the Edwards Overlook parcel to the Forest Service in exchange for land adjacent to Cordillera Valley Club. SRG Properties has discussed possible inclusion of the land to be received from the Forest Service into CVC Metro District and the CVC Property Owners Association. VAg, Inc. also provides other services to the District such as landscape and berm architecture, master planning, project oversight, construction management and the management of the POA governed Design Review Board. Director Judge's provision of these services to the owners of the Edwards Overlook Project and the provision of services to the District and to the Cordillera Valley Club Property Owners Association could constitute a potential conflict of interest. Accordingly, Director Judge reported his intent to only present information on the Edwards Overlook Project when requested or scheduled and to abstain from all votes on this matter unless his vote is needed for a quorum on the issue to be decided. The Board noted, for the record, that this disclosure is restated at this time with the intent of fully complying with laws pertaining to potential conflicts.

Changes to Agenda

The Board reviewed the agenda and no changes were made.

Minutes

The Board reviewed the Meeting Minutes of January 11, 2007. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve the Meeting Minutes of January 11, 2007 as presented.

Conference Call

The Board requested that a log of public participation in person and by phone be maintained:

Public Participation Log

Meeting Date	In Person	By Phone
01/11/07	2	0

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02/08/07	2	0
03/08/07		
04/12/07		
05/10/07		
06/14/07		
07/12/07		
08/09/07		
09/13/07		
10/11/07		
11/08/07		
12/13/07		

Engineering Contracts

The Board reviewed Marcin Engineering's proposals for professional services as follows:

1. Engineering Document Management and Base Mapping – estimated fee \$13,800
2. Type B Minor Subdivision – estimated fee \$4,000 to \$5,000
3. Construction Administration and Observation – total estimate fee of \$72,125
4. Staking limits of disturbance for Berm Project – estimated fee of \$3,750
5. On call engineering services – on an “as needed” basis

Mr. O'Brien questioned if there had been quotes from outside parties since Mr. Marcin is on the Board and the public could question this relationship. Mr. Judge stated he was confident that Mr. Marcin's bids were competitive and that the services CVC will receive by Mr. Marcin being a property owner and resident in the District are far greater than would be received from someone who doesn't have this “ownership interest.”

Another issue raised was concerning ownership of the records and the Board requested that the contracts be modified to reflect that a copy of all records generated (both hard copy and electronic) will be owned by CVC and that Marcin Engineering agree to turn a copy of all records over to CVC when they stop performing services for CVC.

The Construction Administration and Observation Proposal was reviewed and the Board felt it was premature to approve the entire contract at this time but agreed to authorize up to \$15,000 for services to be provided

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through the award of a contract with future tasks beyond that to be authorized as they become necessary. Director Marcin assured the Board that CVC would only be billed for services actually rendered.

Mr. Marchetti reported that Mr. Dalton has also requested some minor modifications to the contracts. Marcin Engineering will make the requested revisions to the contracts and upon motion duly made and seconded, it was unanimously

RESOLVED to authorize the execution of the Marcin Engineering contracts upon completion of the revisions discussed above.

Sound Mitigation and Landscape Project Update

Mr. Campos gave an update regarding the sound mitigation and landscape project and the PUD amendment process. Mr. Campos reported that the letter of intent with the Golf Course needed to be finalized to stay on the original timeline. A task force needs to be created in order to deal with some of these pressing issues related to the berm. Mr. Pirog, Mr. Anderson from Marcin Engineering, Mr. Carey, Mr. Marcin and Mr. Campos will make up the task force.

Another major issue that needs to be resolved is what water rights will be used to irrigate the berm. Mr. Stanzione, the Golf Course's water engineer is evaluating their ability to provide water for the berm. A conference call has been set up between the task force and Mr. Stanzione for next week to discuss this topic.

Another question that has to be addressed is who is responsible for the maintenance of the berm once it is built. This issue needs to be resolved in connection with the completion of the letter of intent. Mr. Campos conveyed the importance of getting the issue of title and revised letter of intent to the county for review.

Director Marcin raised an option for the west end which would be to change the configuration of the pond which would create room to place a berm on the south side of the pond. The Board viewed sketches of this proposal from Marcin Engineering.

Weekly meetings of the task force will start taking place to facilitate keeping this project on schedule.

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Public Safety Report

Mr. Adams distributed and discussed his monthly Public Safety Report. Mr. Adams also reported that Cordillera Metropolitan District is discussing an upgrade of the gate security system which could involve CVC needing to upgrade their system at the same time. Mr. Adams will keep the Board posted as additional information and costs for a new system become available.

Operations Report

Mr. Carlson distributed an estimate from Tomahawk Masonry, Inc. regarding the East Entry landscape retaining walls. Tomahawk recommended consideration of two alternatives. The first was to replace the existing wall with a poured-in-place concrete backing and then replace the existing stone. The second option was to take down the existing wall, put in a gravel footer and put in new stone with masonry mortar to hold it in place. The cost of the first option is approximately \$25,000 to \$30,000 and the cost of the second option is \$17,500 to \$20,000. The Board decided to table this topic.

Mr. Carlson also distributed photos of painted utility box coverings that could be used in CVC but there was not interest in using this type of utility box coverings. Mr. Carlson mentioned an artificial rock covering that could be used to cover the utility boxes. The Board requested more information regarding the rock coverings and cost. Mr. Carlson will bring additional information about the rock covering for consideration at the next meeting.

The next topic discussed was a location for a maintenance building. This project is on hold until a site for a building can be obtained.

Financial Statements

There was some uncertainty of whether or not the \$60,000 due from the developer should be accrued or if it only be recorded when it is received. The Board requested that it be recorded when there is certainty that it will be received. Director Judge also questioned the increase in the forecast for the real estate transfer assessments in 2007. This topic was discussed at a prior board meeting and has been based on the level of real estate transfer assessments received in the past two years and based on anticipated sales activity levels in 2007. Director Pirog and Mr. Marchetti offered to review this forecast and report back at the next meeting.

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Accounts Payable

The Board reviewed the accounts payable listing. Upon motion duly made and seconded, it was unanimously

RESOLVED to approve the accounts payable as presented.

Board Vacancies

Director Carey submitted his resignation to the Metropolitan District Board to enable broader participation by property owners in community governance. Director Carey will continue to serve on the POA Board. This resignation along with Mr. Ed O'Brien's resignation creates two vacancies on the Metro District Board. Candidates submitting applications for these vacancies were Ms. Borne, Ms. Egan and Mr. John O'Brien. Upon motion duly made and seconded, it was

RESOLVED to appoint Mr. O'Brien and Ms. Egan to the vacant positions.

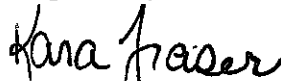
The Board expressed appreciation to Ms. Borne for submitting an application and encouraged her to run for a position on the POA Board in July or to run for the Metro District Board again in May 2008.

Adjournment

There being no further business to come before the Board at this time, upon motion duly made and seconded, it was unanimously

RESOLVED to adjourn the regular meeting of the Cordillera Valley Club Metropolitan District Board of Directors this 8th day of February 2007.

Respectfully submitted,



Kara Fraser
Secretary for the meeting