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# RECORD OF PROCEEDINGS

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**Minutes of the Regular Meeting  
Of the Board of Directors  
Cordillera Valley Club Metropolitan District  
February 28, 2017**

A Meeting of the Board of Directors of the Cordillera Valley Club Metropolitan District, Eagle County, Colorado, was held February 28, 2017 at 9:00 a.m., at the office of Marchetti & Weaver, LLC, 28 Second St, Suite 213, Edwards, Eagle County, Colorado, in accordance with the applicable statutes of the State of Colorado.

**Attendance** The following Metro District Directors were present and acting:

- Kent Myers
- Tom Jaffe
- Bob Engleby
- Suzi Apple (by telephone)
- Steve Kisielica (upon appointment)

Also in attendance were:

- Ken Marchetti, CPA, Marchetti & Weaver, LLC
- Anne Clarke, Recording Secretary, Marchetti & Weaver, LLC
- Dan Carlson, Operations
- Kirk Pliske, Cordillera Metro District Public Safety
- Scott Proper, Cordillera Metro District Finance
- Tom Marcin, Marcin Engineering
- Steve Smith, POA Director (by telephone)
- Sara McNeil, McNeill Property Management
- Dan McNeil, McNeill Property Management (by telephone)
- Dominic Mauriello
- Marsha Bjornson, POA accountant

**Call to  
Order**

The Regular Meeting of the Board of Directors of Cordillera Valley Club Metropolitan District was called to order by Director Jaffe, noting a quorum present.

**Potential Conflicts**

**Of Interest** Directors Engleby and Myers reported that they are also members of the executive board of Cordillera Valley Club Property Owners Association (CVCPOA). There are significant business transactions between the District and CVCPOA. While both the District and CVCPOA serve substantially the same constituency, transactions between the two entities could constitute a potential conflict of interest. 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.

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## CORDILLERA VALLEY CLUB METROPOLITAN DISTRICT February 28, 2017 Meeting Minutes

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**Agenda** Encroachment agreements were removed from the agenda.

**Public Input** There was no public input.

**Minutes** The Board reviewed the meeting minutes of the October 18, 2016 Regular Meeting. Upon motion duly made and seconded it was unanimously

**RESOLVED** to approve the meeting minutes of the October 18, 2016 Regular Meeting as presented.

### **Appointment of**

**Director** A motion was put forward to appoint Steven Kisielica to the Board to fill the seat vacated by Paul Wible, who sold his residence in the District. By motion duly made and seconded it was unanimously

**RESOLVED** to appoint Steven Kisielica to the Board vacancy. It was noted he will serve until May 2018 when he must run for reelection in order to continue on the Board.

### **Oath of Office**

Director Kisielica took the oath of office to serve as a director of the District.

### **Election of Officers**

A motion was put forward to elect Director Jaffe as the President and Director Kisielica as Vice President/Assistant Secretary & Treasurer. Director Myers will remain as Treasurer and Director Apple will remain as Assistant Treasure/Secretary. By motion duly made and seconded it was unanimously

**RESOLVED** to elect Director Jaffe as the President and Director Kisielica as Vice President/Assistant Secretary & Treasurer.

### **24-Hour Posting Notice & Meeting Calendar**

The Board is required to adopt a resolution each year indicating the location of the 24-Hour Posting Notice. The Board reviewed the proposed schedule for the 2017 regular meetings noting that meetings are scheduled for the 3<sup>rd</sup> Tuesday February, May, August and October. The meeting time was changed to 8:30 a.m. By motion duly made and seconded it was unanimously

**RESOLVED** to approve the 24-hour Posting Notice Resolution establishing the gate house as the designated location for posting the 24-

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hour notice (same as it has been in the past). A copy of this resolution is incorporated herein by this reference.

**FURTHER RESOLVED** to establish 8:30 a.m. on the third Tuesday of February, May, August and October as the regular meeting dates of the District Board of Directors in 2017.

**Operations** Mr. Carlson gave an update on the repairs to the back gate and other incidents within the community. An insurance claim for the back gate masonry damage is in progress. Damage done by the snowplow contractor has been invoiced for reimbursement. A general contractor within the community has refused to acknowledge damages of approximately \$500, so reimbursement will not be collected. Mr. Carlson questioned whether the Directors were interested in an additional road sweep, costing approximately \$2000. The Directors declined this additional service expense.

### **CMD Public Safety**

Mr. Pliske presented the restructured public safety service model and budget for the Director's review. He is forecasting an annual cost savings of \$15,000. Upon review and by motion duly made and seconded it was unanimously

**RESOLVED** to approve the revised structure as presented.

### **Financial Statements**

The December 31, 2016 financial statements, current RETA revenue schedule, and Accounts Payable listing were included in the Board packet for review. Director Jaffe requested that a PDF of all invoices be emailed prior to each meeting for review. Mr. Marchetti reported that a necessary accounting change in treatment of the POA contribution towards the berm project cost has rendered the District ineligible for the audit exemption application for 2016. He will credit the time incurred for the audit exemption preparation. An engagement letter for District's auditors, Chadwick, Steinkirchner, Davis, & Co was distributed and reviewed by the Board. By motion duly made and seconded it was unanimously

**RESOLVED** to engage Chadwick, Steinkirchner, Davis, & Co for the 2016 audit in accordance with the terms of their engagement letter.

### **Accounts Payable**

Upon review and by motion duly made and seconded it was unanimously

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**RESOLVED** to approve and ratify the accounts payable listing as presented.

The Board discussed the road overlay project, which is currently proposed for 2023 and 2024. The voter-authorized bond issuance to pay for this project potentially becomes stale in 2022.

**Berm update** Mr. Marcin gave an update on the landscaping responses formally put to public bid by Marcin Engineering. They received three qualified responses. The proposals are set to allow for spring and fall planting for both 2017 and 2018, maximizing capacity as funds are available. Mr. Marcin is scheduled to meet with Wind Rose to discuss irrigation next week. After discussion, the Directors declined to award the bid at this time.

### **Adjournment**

There being no further business to come before the Board, by motion duly made and seconded, it was unanimously

**RESOLVED** to adjourn the meeting of the Cordillera Valley Club Metropolitan District Board of Directors held on February 28, 2017.

Respectfully submitted,



Anne Clarke  
Recording Secretary