



## MINUTES OF THE TELLURIDE MOUNTAIN VILLAGE OWNERS ASSOCIATION

### BOARD OF DIRECTORS MEETING

February 13, 2019

<b>BOARD MEMBERS PRESENT:</b>	Bill Jensen (via phone), Jeff Proteau, Tim Kunda (via phone), Jim Royer, Tom Richards, and Jeff Badger (via phone)
<b>BOARD MEMBERS ABSENT:</b>	None
<b>STAFF PRESENT:</b>	Anton Benitez, Garrett Brafford, Whitney Pearce, Ann Barker and Heidi Stenhammer
<b>STAFF ABSENT:</b>	None
<b>OTHERS PRESENT:</b>	Laila Benitez, Robert Stenhammer

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#### 1. Call to Order and Determination of Quorum

Chairman Jensen called the meeting to order at 4:01 p.m. MST in Mountain Village Town Hall and noted that a quorum was established with 6 out of 6 Board members present in person or via phone.

#### 2. Consideration and the Approval of the Following Meeting Minutes

On **MOTION** by Director Jensen to approve the December 12, 2018 Board Meeting minutes, the **MOTION** was seconded by Director Kunda and carried unanimously (6-0).

On **MOTION** by Director Jensen to approve the December 26, 2018 Board Meeting minutes, the **MOTION** was seconded by Director Kunda and carried unanimously (6-0).

#### 3. Telluride Reserve Update and Documents

Director of Operations & Finance Brafford outlined the following four agreements:

##### Advisory Committee Charter

The advisory committee charter allows for the formation of a 5-member advisory committee. Staff will report to this committee. The committee members will consist of individuals who are well-versed in event organization, who have connections to chefs or wineries, people who generally enjoy food and wine, event planners, festival planning experience, and are established in the community.

On **MOTION** by Director Badger to approve the Advisory Committee Charter, the **MOTION** was seconded by Director Kunda and carried unanimously (6-0).

### **TR-TSG Event Support Agreement**

The Telluride Reserve and Telluride Ski & Golf Support Agreement sets forth terms upon which TSG shall provide certain financial guarantees and expertise in order to contribute critical support for the event. This agreement has been reviewed by TSG's legal team.

On **MOTION** by Director Kunda to approve the TR-TSG Event Support Agreement, the **MOTION** was seconded by Director Badger and carried unanimously (3-0). The TSG Mountain Directors abstained.

### **Telluride Reserve Operating Agreement**

The Telluride Reserve Operating Agreement serves as the company operating agreement.

### **Telluride Reserve Unanimous Consent Resolution**

The Telluride Reserve Unanimous Consent resolution approves the establishment of a summer food and wine event known as Telluride Reserve, Mountain Village Food & Wine Celebration in Mountain Village with a preliminary, initial budget and three-year commitment. Director of Operations & Finance Brafford commented that the budget included was an estimate and that a revised budget will be presented to the Board and/or the Telluride Reserve LLC Board of Managers once finalized. Staff is still waiting on information to complete the revised budget.

### **Event Manager & Event Overview**

Director of Operations & Finance Brafford introduced Ann Barker who was hired this past December as the TMVOA Events and Experience Manager. She relocated here from Arizona and was very fortunate to secure housing in the Village Center.

Event Manager Barker commented that she has a lot of experience working on lead sponsorships and name brands. She has worked for Chevron, AT&T Wireless, the PGA Tour, the US Olympic Organizing Committee and the Nature Conservancy among others. She provided an overview of the event which will include private dinners with executive chefs to create unique, high-touch experiences for high net worth individuals. Only 500 credentials will be sold for the Telluride Reserve event to keep it intimate and TMVOA members will be given the first opportunity to purchase credentials. Sponsor comps will not be provided to protect the value of the brand and there will be no grand tasting to keep it intimate.

## **4. CCIOA Budget Ratification Process**

Mr. Solomon reported that there is a relatively new CCIOA law to require pre-CCIOA communities to follow the CCIOA budget approval process which allows for owners to vote on the budget at a meeting. This meeting will be set for late March and unless a majority of the owners veto the budget, it remains

approved. A quorum does not need to be met at this meeting. In the event the new budget is voted down, the association reverts to the previous year's budget.

#### **5. Common Consumption Area Update**

President & CEO Benitez reported that he and staff are collaborating closely with the Town of Mountain Village staff to plan a potential expansion of the common consumption area which is an initiative that came out of the Village Center subarea work. TMVOA has been consulting with an attorney in Denver who specializes in liquor laws, has completed a survey of the merchants who have responded with almost all positive comments (only two licensed businesses do not want to participate) and will apply to Town Council for consideration in March or April for a June or July start date.

#### **6. RETA Update**

Accounting Manager Pearce reported that RETA during the month of January out-paced budget and February is off to a strong start.

#### **7. Delinquent Accounts**

See Forever Holdings, LLC is over six (6) months delinquent in the payment of dues owing for Lot 161 D1 – Unit 18. As of January 31, 2019, outstanding dues totaled \$437.25 not including accrued attorneys' fees of \$157.00. Dues, interest and fees continue to accrue.

TMVOA has complied with its collection procedures, issuing repeated notifications to the owner, including noticing the owner that the Board would be considering authorizing a legal action on the subject property to collect the dues, accrued attorney fees, and any other costs and expenses properly attributable to the defaulting owner, as well as obtaining a money judgment against the owner.

On **MOTION** by Director Richards to approve that TMVOA proceed with legal action against See Forever Holdings LLC, the **MOTION** was seconded by Director Proteau and carried unanimously (6-0).

#### **8. New Business / Other Business**

None.

#### **9. Next Meeting Dates**

The Board of Directors meeting will be held on Wednesday, June 12, 2019 at 4: 00 pm MST.

#### **10. Executive Session pursuant to CRS Section CRS 38-33.3-308 (3) & (4)**

On a **MOTION** by Director Proteau, seconded by Director Kunda, the meeting went into Executive Session at 4:55 p.m. MDT.

On a **MOTION** by Director Royer, seconded by Director Richards, the meeting came out of Executive Session at 5:20 p.m.

**11. Adjournment**

On **MOTION** by Director Badger, seconded by Director Kunda, the meeting adjourned at 5:20 pm MDT.