

**SQUAW VALLEY PUBLIC SERVICE DISTRICT
BOARD OF DIRECTORS MEETING MINUTES #854
May 24, 2019**

A. Call to Order, Roll Call and Pledge of Allegiance. President Dale Cox called the meeting to order at 11:30 a.m.

Directors Present: Directors: Dale Cox, Bill Hudson, Fred Ilfeld, and Victoria Mercer.

Directors Absent: Director Poulsen.

Staff Present: Thomas Archer, District Counsel; Jessica Asher, Board Secretary; Brandon Burks, Operations Superintendent; Mike Geary, General Manager; Danielle Grindle, Finance & Administration Manager; Dave Hunt, District Engineer; and Allen Riley, Fire Chief.

Others Present: Mark Calhoun; Ron Cohen; Greg Davidson, Director NBS; David Fama, Shareholder at Jones Hall; Keoki Flagg; Barbara Heiam-Bjornsen; Jean Lange; and David Stepner.

President Cox asked Mark Calhoun to lead the Pledge of Allegiance.

B. Public Comment/Presentation.

Public Comment – None

C. Olympic Meadow Preserve.

(i) Resolution Adopting Goals and Policies Concerning the Use of the Mello-Roos Community Facilities Act of 1982.

The Board reviewed the item, accepted public comment, and passed a motion to adopt Resolution 2019-08.

David Fama introduced Resolution 2019-08, the Statement of Goals and Policies. The purpose of the Resolution is to provide guidance on the establishment of a Community Facilities District (CFD) for the purpose of financing the acquisition or construction of public facilities needed by the District to benefit and/or serve new or existing residents (“Public Facilities”), the provision of public services to benefit and/or serve residents of the District and existing or new development within the District (“Services”), or a combination thereof.

Director Mercer asked if the Statement of Goals and Policies could be modified. David Fama responded that the Goals and Policies can be changed at any point by Board Action because this Resolution (2019-08), the Statement of Goals and Policies, is not part of the documentation that must be passed by the electorate.

Public Comment –

David Stepner asked for an explanation of the boundary of the CFD. Mike Geary responded that the boundary is coterminous with the Squaw Valley Fire Protection boundary. A boundary map is on-file with the Board Secretary. David Stepner asked if future projects, not related to the acquisition and associated facilities and services for 325 Squaw Valley Road, within the physical boundary of Community Facilities District 2019-1, could be funded by the CFD. David Fama explained that a CFD is created to finance a specific project. Exhibit B of Resolution 2019-09 provides the authorized facilities and services that are allowed as part of this CFD.

Mark Calhoun voiced concern that the CFD boundary is coterminous with the Squaw Valley Fire Protection boundary, explaining that residents of the river corridor properties do not consider themselves part of Olympic Valley.

Director Hudson made a motion to adopt Resolution 2019-08, which was seconded by Director Mercer. A roll call vote was taken, and the motion passed.

Cox – Yes

Hudson – Yes

Ilfeld – Yes

Mercer – Yes

Poulsen – Absent

(ii) Resolution of Intent to form a Community Facilities District and Levy a Special Tax.

The Board reviewed the item, accepted public comment and passed a motion to adopt Resolution 2019-09.

David Fama introduced Resolution 2019-09, the intent to form a CFD. This resolution is the precursor to the “Resolution of Formation” which will be brought to the Board for approval at the June 25th Regular Board meeting. The Resolution of Intent includes (1) the Boundary Map (which is on file with the Board Secretary), (2) the authorized facilities and services (acquisition, related facilities, and parks services for the Olympic Meadow Preserve) and (3) the established tax rate formula.

Public Comment –

Ron Cohen, of Squaw Valley Ski Holdings, asked if there could be any changes to the Rate and Method of Apportionment (RMA) document after approval today. Mr. Cohen also asked for an explanation of the ski facility tax. David Fama responded that changes would be challenging given the election timeline. Greg Davidson, joining the meeting via phone, reviewed the RMA.

David Stepner asked how long the tax will be in place. Mike Geary responded that the acquisition and facilities will be paid for by bonds which must be paid off within 40 years; however, the District is planning to structure 30-year bonds. Once the bonds are paid off, the special tax will be reduced to only fund ongoing operations and maintenance.

David Stepner asked if the parcel tax will decrease as there is development. Mr. Geary responded that the RMA is structured such that the District is authorized to collect additional funds based on the maximum special tax per parcel, however, since the Board will determine the amount levied each year based on authorized expenses, the rate may decrease as there are more revenue sources.

Mark Calhoun asked if the use of revenue from future development is limited. Mike Geary responded that the use of funds must be related to the Project as defined by the Authorized Facilities and Services. It is the obligation of the elected SVPSD Board to ensure revenue is used responsibly.

Mark Calhoun asked for clarification on exempt parcels. Greg Davidson reviewed the exemption list which includes all parcels that are not currently receiving a tax bill and are legally exempt. There was a discussion about the Caldwell property in Alpine Meadows.

Mark Calhoun asked how the bonds would be issued. Mike Geary said the form of bond issuance has not been determined.

Director Hudson made a motion to adopt Resolution 2019-09, which was seconded by Director Mercer. A roll call vote was taken, and the motion passed.

Cox – Yes
Hudson – Yes
Ilfeld – Yes
Mercer – Yes
Poulsen – Absent

(iii) Resolution of Intent to Incur Bonded Indebtedness for a Community Facilities District.

The Board received an update on the project, accepted public comment and passed a motion to adopt Resolution 2019-10.

David Fama reviewed the Resolution. In order to finance the costs of the acquisition and authorized facilities, it is necessary to incur bonded indebtedness on behalf of the CFD in an amount not to exceed \$17,500,000.

Public Comment – None

Director Mercer made a motion to adopt Resolution 2019-10, which was seconded by Director Hudson. A roll call vote was taken, and the motion passed.

Cox – Yes
Hudson – Yes
Ilfeld – Yes
Mercer – Yes
Poulsen – Absent

D. Olympic Meadow Preserve – NHA Agreement.

The Board reviewed the item, accepted public comment, and authorized the General Manager to execute a professional services agreement with NHA for consulting services for the Olympic Meadow Preserve project.

Mike Geary introduced the agreement and explained that the consultant will be paid from bond proceeds. The role of NHA Advisors is to provide technical and financial support to the District through the Community Facilities District formation (providing financial analysis), election (providing education and information), and bond issuance (acting as the project manager).

Public Comment – None

Director Hudson made a motion to authorize the General Manager to execute a professional services agreement with NHA for consulting services for the Olympic Meadow Preserve project, which was seconded by Director Mercer. The motion passed.

Cox – Yes
Hudson – Yes
Ilfeld – Yes
Mercer – Yes
Poulsen – Absent

E. Olympic Meadow Preserve – Jones Hall Agreement.

The Board reviewed the item, accepted public comment, and authorized the General Manager to execute a professional services agreement with Jones Hall for consulting services for the Olympic Meadow Preserve project.

Mike Geary introduced the proposal and David Fama from Jones Hall provided background on the firm’s experience with CFDs and providing bond counsel. The role of Jones Hall is to serve as special legal counsel to the District during the formation of the Community Facilities District and the potential issuance of bonds for the Olympic Meadow Preserve.

Public Comment –

Mark Calhoun asked how the Board could be fiscally responsible and track consultant expenses if the consultants were paid from the bond proceeds at the end of the project. David Fama responded that the Bond Counsel is a flat fee based on the bond issuance amount.

Director Ilfeld made a motion to authorize the General Manager to execute a professional services agreement with Jones Hall for consulting services for the Olympic Meadow Preserve project, which was seconded by Director Mercer. The motion passed.

Cox – Yes
Hudson – Yes
Ilfeld – Yes
Mercer – Yes
Poulsen – Absent

Director Hudson made a motion to move into closed session which was seconded by Director Ilfeld.

F. Closed Session.

Only the action on the agenda, price and terms of payment for real-property negotiations, were discussed, no action was taken.

G. Possible Action from Closed Session.

No action was taken from the Closed Session.

H. Adjourn.

Director Mercer made a motion, seconded by Director Ilfeld to adjourn at 1:33 P.M. The motion passed.

Cox – Yes
Hudson – Yes
Ilfeld – Yes
Mercer – Yes
Poulsen – Absent

By, J. Asher