

Angel Fire Public Improvement District 2007-1
3465 Mountain View Blvd. Suite 14
P.O. Box 1046
Angel Fire, NM 87710
575-377-3483

**PID Special Board Meeting Minutes
May 6, 2009 at 1:30 p.m. at the Village Hall Meeting Room**

- I. Call to Order – Chairman James LeBus called the meeting to order at 1:42.
Chairman LeBus stated let the record show that pursuant to NMSA 1978, Section 10-15-1 (H) and (J) the PID Board held a closed meeting at 12:00 pm in the PID offices to discuss pending and other possible litigation. Let the minutes also reflect that the matters discussed in the closed meeting were limited only to those specified in the notice of the separate closed meeting.
- II. Pledge of Allegiance – Chairman LeBus called for the Pledge of Allegiance.
- III. Roll Call – Present was Chairman Jim LeBus, Vice Chairman Dan Rakes, Directors’ Steve Oliver and Alan Young, via telephone conference. Director Chuck Verry was absent. Also present was Nann Winter, General Counsel and Penni Davey, Administrator. A quorum was present.
- IV. Approval of Agenda – Director Oliver made a motion to approve the agenda. Director Young seconded the motion. Vice Chairman Rakes asked to move Doug Praw presentation to the end of new business. Motion carried 3-0.
- V. Approve Minutes from the April 8, 2009 Board Meeting – Vice Chairman Rakes made a motion to approve the April 8, 2009 Board Meeting Minutes. Director Oliver seconded the motion. Motion carried 3-0.
- VI. Requests and Responses from the Audience (Limit to 3 minutes)
 - Don Asher, Lot 1007, gave a letter to the Board from a group regarding the meetings, documentation and concerns. Mr. Asher represents the group regarding he cost and caps of the project and if this is a feasible thing to go a head with. Next regarding Asher’s lot and a letter from his attorney from March. The PID attorney has not responded to this letter and it is assumed that he might need to file a lawsuit. Chairman LeBus asked our counsel to respond to the letter. Mr. Asher also stated that he believes that he is not to be included in the PID. Therefore he would like a response to this as well. He stated that his property is not to be used for the financing. He stated that be has reviewed the 1995 bankruptcy documents and states that 850 lots were not mentioned but only 420 infrastructure lots. He believes that this was misrepresentation by Angel Fire Resort to the public which caused people to vote incorrectly. Also, Mr. Asher stated his concerns of AFPO being included in the construction contract. AFPO does not have his permission to represent him as an owner.
 - Peggy Trott, 258 Via del Rey, it is sometimes challenging living in a small town and doing business with your friends, but business is business. Speaking for my husband Jim and myself, we would like to thank everyone for their great efforts in this challenging past year. Our e-mails, letters and calls have been promptly returned and responded to. Starting with Allan Hall, Jim LeBus, Penni Davey and Nann Winter. Thank you for your efforts and hard work and you are appreciated.
 - Ron Glaser, CC1B, Lot 149, co-signor of the letter from Don Asher. He stated that he didn’t understand how we could come up with prepayment calculations when some issues have

been unresolved concerning specific lots. Mr. Glaser's lot will not be looked at until next week by Kit Carson and Qwest and he is unclear how you can give prepayment numbers without looking at his lot. Also, his concern is that CC1B lots are zoned as R4 and there is no reference to R4 lots in the computations.

VII. Announcements and Proclamations - none

VIII. Business

1) New

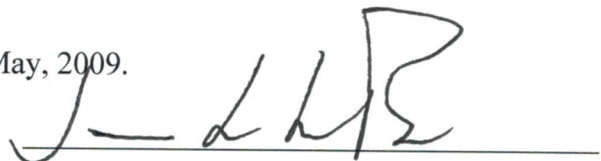
- A. Presentation of Doug Praw, Goodwin Procter – presentation will be postponed until May 13, 2009 Board Meeting.
- B. Paul Cassidy, RBC Capital Markets, presented the documents entitled sources and uses of funds and an anticipated maturity schedule of loans #1 and #2. The preliminary calculation of the potential special levy could be using a projected interest rate of 5.25%. The NMFA will be making a loan to this project and they will go into the bond markets in late May. An average financing rate of 5.25% is anticipated.
- C. Presentation of Mitch Mosesman, David Taussig & Associates, Inc., presented the prepayment calculations. These payments will need to be requested and paid prior to the May 22nd deadline to save off the issuance cost. This option is available prior to the second loan closing. Prepayment may be made after this timeline but improvement cost to fund the second loan and any cost savings will also be included in the new calculations. Chairman LeBus asked the question; if you prepay now and cost benefits come later will we get a credit? The answer is no. Once you have prepaid your obligation is concluded and final.
- D. Consider and Approve Loan Ordinance 2009-1 and Loan Agreement in form only. Vice Chairman Rakes made a motion to approve the Loan Ordinance 009-1 and Loan Agreement in form. Director Oliver seconded the motion. Motion carried 3-0.
- E. Consider and Approve Pre-payment Calculations. Vice Chairman Rakes made a motion to approve the pre-payment calculations presented by Taussig & Associates. Director Oliver seconded the motion. Motion carried 3-0.

IX. Reports

- 1) Committee Reports – Director Oliver reported that the Construction Committee will meet on May 13th at 10:30 at the PID offices.
- 2) Presentation of bills and expenses – no bills were presented. A treasurer's report will be presented at the May 13th Board Meeting.

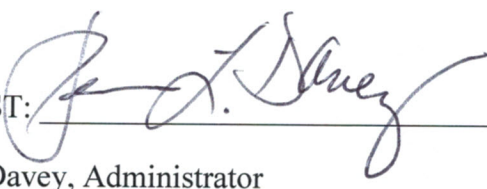
X. Adjournment - 2:14

Minutes approved this 13th day of May, 2009.



James LeBus, Chairman

ATTEST:



Penni Davey, Administrator