
RECORD OF PROCEEDINGS

Minutes of the Meeting Cornerstone Owners Association Board of Directors March 11, 2019

A meeting of the Board of Directors of the Cornerstone Owners Association, Montrose and Ouray Counties, Colorado, was held 1:00 p.m. Monday, March 11, 2019 in accordance with the applicable statutes of the State of Colorado.

Attendance The following Directors were present and acting:

- Bob Aisner (via phone)
- Bill Fugazzi (via phone)
- Warren Ache (via phone)
- Jon Nelson (via phone)
- Scott Heape (via phone)

Also in attendance were:

- Eric Weaver, Marchetti & Weaver, LLC (via phone)
- Rick Gonzales (via phone)

Call to Order The meeting of the Cornerstone Owners Association Board of Directors was called to order by Director Aisner.

Agenda There were no changes to the Agenda.

Public Comment No comments were received.

Legal Director Aisner updated the Board on Cornerstone Acquisition Group LLC's ("CAG") meeting with the Ouray County Board of County Commissioners. CAG is seeking an extension of the development agreement, 75 non lot owner golf club memberships at closing, approval of the Flowers Cabin use as a small grocery/sundry shop available to residents and their guests and, affirmation that Declarant's Rights will be vested with CAG at closing.

The commissioners also informed CAG representatives that Cornerstone is excluded from the Ouray County Vacation Rental By Owner ("VRBO") ordinance Because of the original development agreement. Director Aisner reminded the Board that even though County ordinance doesn't apply any home rentals within the community must be done through Cornerstone Club.

Director Aisner informed the Board that Tom Kennedy, legal counsel for CAG, has begun title work to close the transaction around the end of the month of March.

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Director Aisner informed the Board that he continues to seek new capital partners for CAG.

Director Aisner presented the resolution intended to affirm the assignment of all Declarant Rights to CAG. Following discussion and upon a motion duly made and seconded it was unanimously

RESOLVED, to approve the General Assignment And Delegation Of Rights, Including Declarant Rights and

FURTHER RESOLVED to approve the Resolution Of The Board Of Directors Of The Cornerstone Owners Association, Inc., (Status of Declarant Rights).

Director Aisner informed the Board that John Kuijvenhoven has submitted an application to operate a gravel pit that would be accessed pursuant to an access easement. There are numerous questions about the validity of the easement, the potential wear and tear on the roads and the noise and disturbance associated with the planned operation. The Board will notify the State and County of its desire to be notified of any future hearings regarding the issuance of the special permit in addition to notification to Cornerstone Metropolitan District and CAG. Director Ache will contact the County and Director Nelson will contact the State. The Board also expressed an interest in having Mr. Kuijvenhoven present the plans for the proposed gravel pit to the Board of Directors, The Cornerstone Metropolitan District Board of Directors and management of CAG at a future date. In addition, the Board will work on making sure all surrounding and nearby land owners are aware of the proposed project.

Financial

Mr. Weaver then presented the proposed 2019 Budget but as not all members had the opportunity to adequately review the proposed budget prior to the meeting, discussion was deferred until the next meeting.

The Board discussed the timing and content of the Annual Members Meeting and deferred any decision to the next meeting.

Mr. Weaver then presented the Board with a summary of amounts due to and from Cornerstone Owners Association and Cornerstone Acquisition Group. Director Aisner informed the Board that he did not agree with the amounts due to and from and has engaged the accountants for CAG to review and comment on the report. The Board deferred further discussion to the next meeting.

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Next Meeting Date The Board then determined to convene a regular meeting next Monday, March 18, 2019 at 1:00PM Mountain Time to discuss the 2019 budget, the annual member's meeting and the amounts due to and from CAG.

Adjournment There being no further business and upon motion duly made and seconded, it was unanimously

RESOLVED, to adjourn the meeting.

Respectfully submitted,

Rick Gonzales
Secretary for the meeting