

**GUNNISON COUNTY BOARD OF COUNTY COMMISSIONERS
REGULAR MEETING MINUTES
April 17, 2012**

The April 17, 2012 meeting was held in the Commissioners' boardroom in the Courthouse located at 200 E. Virginia, Gunnison, Colorado. Present were:

Hap Channell, Chairperson
Paula Swenson, Vice-Chairperson
Phil Chamberland, Commissioner
Art Trezise, Deputy County Attorney

Marlene Crosby, Assistant County Manager
Katherine Haase, Clerk to the Board
Others Present as Listed in Text

CALL TO ORDER: Chairperson Channell called the meeting to order at 9:00 am.

AGENDA REVIEW: There were no changes made to the agenda.

CONSENT AGENDA: Commissioner Chamberland requested that Consent Agenda Item #3 be pulled for further discussion. **Moved** by Commissioner Swenson, seconded by Commissioner Chamberland to approve the Consent Agenda excluding Item #3. Motion carried unanimously.

1. Memorandum of Agreement; Jubilee House of Gunnison County, Inc.; 1/1/12 thru 12/31/12; \$10,000
2. Acknowledgment of County Manager Signature; Change Order No. 21; Gunnison County Public Safety Center and Public Works Projects
3. **Pulled for Discussion and Separate Action:** Release of Gunnison County Housing Authority Occupancy and Resale Deed Restriction and Essential Housing Covenant for Lot E-5, Larkspur Subdivision
4. Intergovernmental Agreement between the Board of County Commissioners of the County of Montrose Colorado and the West Elk All Hazard Emergency Management Region Member County's Boards of County Commissioners of Delta, Gunnison, Ouray, San Miguel and Hinsdale Regarding Homeland Security Grant Funding for Grant Years 2010 and 2011
5. Out-of-State Travel Request; County Attorney David Baumgarten; Overcoming the Environmental and Regulatory Challenges of Hydraulic Fracturing Seminar; Pittsburgh, PA; 5/22/12 – 5/23/12; \$2,600
6. HMO Colorado, Inc. Consultant Provider Agreement; Immunizations and Family Planning
7. Anthem Blue Cross and Blue Shield Participating and PPO Consultant Provider Agreement; Immunizations and Family Planning
8. LiveWell Colorado 2012 Mobilization and Planning Application; Form Multi-Agency Coalition to Address Obesity Prevention; \$39,958
9. Agreement; AmeriTeach; Services to IT Department at the Blackstock Government Building; 4/10/12 thru 12/31/12; Not to Exceed \$11,988
10. Addendum to Lease Agreement for the Ohio City Town Hall; Quartz Creek Improvement Association; Repairs and Improvements to the Ohio City Town Hall
11. Contract for Professional Services; Ben White Architecture, LLC; Architectural and Engineering Services to Prepare Design Plans, Methodologies and Cost Estimates; Preservation of the Ohio City Town Hall; \$3,450
12. Draft Regular Meeting Minutes; 3/20/12
13. Annual Wildfire Operating Plan for Gunnison County, CO and Hinsdale County, CO
14. Draft Regular Meeting Minutes; 4/3/12
15. Agreement for Services; Anita White; Cost Allocation Plan; 5/1/12 thru 12/31/12; \$3,700

CONSENT AGENDA ITEM #3: Commissioner Chamberland asked if it is standard procedure to remove deed restrictions before going to foreclosure. Commissioner Swenson explained that the developer added the restrictions, not the County. Because the County has first right of refusal, the deed restrictions will be removed if the County doesn't purchase the property. Deputy County Attorney Trezise explained that this type of clause is generally built into the deed restrictions. **Moved** by Commissioner Chamberland, seconded by Commissioner Swenson to approve Consent Agenda Item #3. Motion carried unanimously.

SCHEDULING: The Upcoming Meetings Schedule was discussed and updated.

BREAK: The meeting recessed from 9:12 until 9:21 am for a short break and then from 9:21 until 9:28 am in order to hold the below Public Hearing.

PUBLIC HEARING; CONCERNING THE ISSUANCE OF A REVENUE REFUNDING BOND BY GUNNISON COUNTY, COLORADO TO FINANCE AND REFINANCE CERTAIN FACILITIES FOR THE WESTERN STATE COLLEGE (WSC) FOUNDATION: WSC Foundation Executive Director Tom Burggraf was present for discussion.

1. Open Public Hearing. Chairperson Channell opened the Public Hearing at 9:21 am.
2. Public Notice Confirmation. The Foundation performed the public notice of this hearing, and confirmation was included in the meeting packet.
3. Identify Ex Parte Communications. There were no ex parte communications identified.
4. Staff Presentation. Deputy County Attorney Trezise explained that the County consulted with Dee Wisor, bond counsel from Sherman and Howard, on this issue and that he, Mr. Wisor and County Attorney David Baumgarten all agree with the request. He confirmed that the Foundation will absorb the cost of reissuance. He also noted that Mr. Wisor drafted the resolution.
5. Applicant Presentation. Mr. Burggraf stated his appreciation for the County assistance. He explained that the Foundation would not have been able to obtain such efficient and attractive financing without the partnership with the County. The Foundation will meet in Denver on 4/27/12 to discuss a new capital campaign and, hopefully, approve the pending name change.
6. Board Questions. The Board didn't have any questions. Chairperson Channell noted that this refinancing will not count against the County's debt ceiling, which is an important aspect, and that the County is pleased to help the college.
7. Public Comments. Chairperson Channell opened the Public Hearing to comments at 9:27 am. Warren Wilcox asked Mr. Burggraf if this refinancing will save a considerable amount of interest on the original loan. Mr. Burggraf confirmed that it will save nearly \$1,000,000 over the life of the loan. Exact figures will be available after the loan has closed.
8. Acknowledge Correspondence Received. No additional correspondence was identified.
9. Applicant Response. N/A.
10. Close Public Hearing. Chairperson Channell closed the Public Hearing at 9:28 am and immediately reconvened the Gunnison County Board of County Commissioners Meeting.

ACKNOWLEDGMENT OF COUNTY MANAGER SIGNATURE; SPECIAL COUNSEL ENGAGEMENT LETTER; SHERMAN AND HOWARD, LLC: Moved by Commissioner Chamberland, seconded by Commissioner Swenson to ratify the County Manager's signature on the engagement letter. Motion carried unanimously.

RESOLUTION; AUTHORIZING THE ISSUANCE BY GUNNISON COUNTY, COLORADO OF ITS GUNNISON COUNTY, COLORADO REVENUE REFUNDING BOND (WESTERN STATE COLLEGE FOUNDATION PROJECT) SERIES 2012A AND GUNNISON COUNTY, COLORADO REVENUE REFUNDING BOND (WESTERN STATE COLLEGE FOUNDATION PROJECT) SERIES 2012B IN THE COLLECTIVE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$8,000,000; RATIFYING CERTAIN ACTIONS HERETOFORE TAKEN; AUTHORIZING THE EXECUTION AND DELIVERY BY THE COUNTY OF AN INDENTURE AND A LOAN AGREEMENT, A TAX REGULATORY AGREEMENT, CLOSING DOCUMENTS AND SUCH BONDS IN CONNECTION THEREWITH; APPROVING THE FORM OF CERTAIN ANCILLARY DOCUMENTS; AND REPEALING ANY ACTION HERETOFORE TAKEN IN CONFLICT HEREWITH: Moved by Commissioner Swenson, seconded by Commissioner Chamberland to adopt Resolution #2012-13, a Resolution Authorizing the Issuance by Gunnison County, Colorado of its Gunnison County, Colorado Revenue Refunding Bond (Western State College Foundation Project) Series 2012A and Gunnison County, Colorado Revenue Refunding Bond (Western State College Foundation Project) Series 2012B in the Collective Aggregate Principal Amount of Not to Exceed \$8,000,000; Ratifying Certain Actions Heretofore Taken; Authorizing the Execution and Delivery by the County of an Indenture and a Loan Agreement, a Tax Regulatory Agreement, Closing Documents and Such Bonds in Connection Therewith; Approving the Form of Certain Ancillary Documents; and Repealing any Action Heretofore Taken in Conflict Herewith. Motion carried unanimously.

BREAK: The meeting recessed from 9:32 until 9:41 am.

2012 COUNTY BOARD OF EQUALIZATION HEARING PROCESS; POSSIBLE USE OF A HEARING OFFICER: Chairperson Channell explained that the Board hired a hearing officer for some of last summer's hearings on the basis of a pilot project in order to see how the Board, the Assessor's Office and the public reacted to it. He noted that the Board would need to decide how to move forward with the upcoming tax petition season.

Commissioner Swenson didn't feel that hiring a hearing officer would be necessary for this calendar year since the number of petitions will be much lower, the Board would have to review the hearing officer's findings anyway, and because she feels that this duty is part of the Board's responsibility.

Commissioner Chamberland asked for a rough estimate of how many counties in Colorado use hearing officers. Chairperson Channell explained that he visited with the San Miguel County board last year and was told that hiring a hearing officer was a good decision. He also noted that there are those that believe that the Board is susceptible to inconsistencies because it isn't a professional assessing organization, though Commissioner Swenson stated that this particular concern was brought forward from the Assessor's Office and not from the public. She further stated that members of the public have told her that they want to talk to the Board directly, and not through a third party. Commissioner Chamberland agreed that the hearings do present the Board with an opportunity to interact with constituents.

Chairperson Channell stated that he had discussed this issue with David Leinsdorf, a former 16-year commissioner who has since brought numerous cases to the Board. Per Chairperson Channell, Mr. Leinsdorf questioned the responsibility aspect because the Board gets paid to perform this duty. Mr. Leinsdorf also thinks that because the hearing officer is an appraiser that there is natural bias toward the Assessor's Officer.

Commissioner Chamberland stated that he wouldn't mind putting in the time to perform the hearings. Commissioner Swenson asked that the Board not set a policy and, instead, revisit this issue each year based on the number of hearings expected. She acknowledged that there were over 500 hearings in 2011, the busiest season in the County's history, which is why the Board and a hearing officer split these duties. Chairperson Channell agreed with the idea of revisiting this issue each year. He also encouraged future boards to take advantage of all available trainings before they enter into the process as he attended a helpful training in his first year and has regretted not attending any more. The Board agreed to perform the hearings this year without the assistance of a hearing officer.

ASSISTANT COUNTY MANAGER'S REPORT AND PROJECT UPDATES: Assistant County Manager Crosby was present for discussion.

1. Grant of Temporary Easement; Dos Rios Water Project; Craig Raisig; 3.6 Acres in NW4SW4, Sec 10, 49N1W; \$300. Assistant County Manager Crosby informed the Board that the final document was not yet available for signature, so she requested approval for future signature. She explained that this easement is for the hired man's house on the Moncrief property, and that the Moncrief's would be paying the \$2,500 tap fee. Chairperson Channell asked if the tap fee will cover the County's expense of running the line. Assistant County Manager Crosby explained that the County will only be running the line to the property line, which is where the meter will be placed. This placement will cost more up front, still well within the price of the tap fee, and will save the County more in the long run. **Moved** by Commissioner Swenson, seconded by Commissioner Chamberland to approve the temporary easement with Craig Raisig for the extension of Dos Rios water to the Moncrief property and authorize the Chairperson's signature. Motion carried unanimously.
2. Gunnison County Fairgrounds Public Use Fee Schedule. Assistant County Manager Crosby asked for clarification that the small conference room will be available at no charge during day for non-profit organizations making reservations no more than 30 days in advance. If used in the evening, the charge will be \$25. Commissioner Swenson asked what the County would do with the Cattlemen's Days group since they meet in the evenings. Assistant County Manager Crosby explained that this group has never been charged a fee and that she could attach an addendum to the fee schedule. Chairperson Channell stated that the County should approach this in a fair and consistent manner, so he asked why Cattlemen's had never been charged. Assistant County Manager Crosby explained that Cattlemen's predates the County in the facility. Commissioner Swenson felt that, since other non-profit organizations would argue the exception, all non-profit organizations should be able to use the room at any time without charge. Assistant County Manager Crosby opined that this policy would not be problematic, as long as the Board understands that the County will incur costs for offering the room during the evening. **Moved** by Commissioner Swenson, seconded by Commissioner Chamberland to allow nonprofits free-of-charge usage of the McDonough room at the fairgrounds with the caveat that they can make reservations not more than 30 days in advance. Motion carried unanimously.
3. Wildland Fire Response. Assistant County Manager Crosby explained that her department assists with these responses, though assistance was not requested last year. The Colorado State Forest Service has a grant funding opportunity, which prompted her to evaluate our fire shelters for individual fire packs. She applied for \$4,000 to update our supplies and equipment and, if granted, the County will need to match with \$2,000. She stated that this is an excellent opportunity to protect our employees. Fire-safety training will be offered to her staff on 5/3/12 at the fairgrounds.
4. Gold Basin Industrial Park. Assistant County Manager Crosby informed the Board that she met with representatives from the regional Department of Energy and Colorado Department of Public Health and Environment offices to discuss development at the industrial park. Since the DOE office has new staff members, she will be providing a site visit for them in the coming week. She hopes that these discussions will facilitate approval of the animal shelter.

VISITORS; WESTERN STATE COLLEGE (WSC) STUDENTS DYLAN ROME AND KEVIN DONALDSON; RECYCLING AND TRASH COLLECTION PROPOSAL; WHITEWATER PARK AND

NORTH BRIDGE RAFTING AREA: WSC students Dylan Rome and Kevin Donaldson were present for discussion.

Assistant County Manager Crosby introduced Mr. Rome and Mr. Donaldson, and informed the Board that she had been working with these two gentlemen on their project.

Mr. Rome explained that this proposal was completed for their Inquiry Into Sustainability class. He noted their belief that some current recycling efforts can be improved at the north bridge by Garlic Mikes and at the Whitewater Park, and he explained that the proposal narrowed the types of available recycling containers down to three options. The first option comingles and compacts via solar power, and is the most expensive of the presented options. The second option includes the opportunity for customizing the front of the containers. The third option is a basic 55-gallon metal container, which is also the cheapest of the presented options. Mr. Rome also stated that all three options are heavy containers that cannot be easily moved.

Assistant County Manager Crosby stated that the containers were evaluated for recycling aluminum, plastic and other trash. The cost estimates provided for each type of 55-gallon unit (\$6,500, \$2,215 and \$559) do not include any freight costs. She noted that she has been evaluating the possibility of upgrading the County's containers within the public buildings. Mr. Donaldson feels that either the college or the County may be able to receive discounts through local partnerships with organizations like Waste Management.

Assistant County Manager Crosby explained that the City of Gunnison cleans the restrooms at the Whitewater Park so, if the County places recycling containers at the Park, the City may be willing to pick up the recyclable materials. County staff will be able to pick up the recyclables at the north bridge where cans and bottles are currently a problem. Assistant County Manager Crosby stated that the rafting companies do a fair job of keeping their materials in order, so this issue is likely caused by the public.

Assistant County Manager Crosby stated her preference for the second option due to the small openings which will limit the amount of household trash being dumped. Mr. Rome stated his belief that all of the options would provide bear-proof containers.

Mr. Donaldson provided copies of some research that he performed relative to available grants. He explained that he and Mr. Rome would be finalizing the proposal to give to the next class of students so that the project doesn't end when they finish the class. He asked for any rules that the County may have in terms of advertisement because he would like to sell ads to local businesses that would like to place their logos on the front of the containers. Assistant County Manager Crosby wasn't aware of any requirements, but she felt that this shouldn't be problematic since it would support a recycling program. Commissioner Swenson suggested that the gentlemen speak with Whitewater Festival representative Anthony Poponi to gather names of businesses to approach. Assistant County Manager Crosby agreed to provide the gentlemen with a list of grants specific to governmental entities that may be applied for through the County.

BREAK: The meeting recessed from 10:31 until 11:14 am in order to call to order as the Gunnison/Hinsdale Board of Human Services. Chairperson Channell then immediately reconvened the Board of County Commissioners meeting.

COMMISSIONER ITEMS: (This discussion began earlier than scheduled due to an unplanned break in the discussions.)

Commissioner Chamberland:

1. Broadband Regional Conference Meeting. Commissioner Chamberland informed the Board that he attended this informative meeting on 4/16/12. He explained that Region 9, Montrose County and Ouray County collaborated to create a program called Connect Link to support the local broadband initiative that has been stagnant for several months. Chaffee County has been active with their broadband initiative, but financing and other issues have slowed progress. Club 20 is opposing the related bill as written, and Club 20's suggested amendments will be brought forward. There is some concern that the current director for Club 20 is a former Qwest employee. Chairperson Channell stated that he had listened to the debate at a Colorado Counties, Inc. meeting. He informed Commissioner Chamberland that the group(s) will need to provide a draft for him to relay to CCI, if there is information that the group wants to present.

Commissioner Swenson:

1. Gunnison Valley Rural Transportation Authority. Commissioner Swenson attended this meeting on 4/6/12. She informed the Board that the RTA is moving forward with a contract with American Airlines that Crested Butte Mountain Resort took the lead on. She noted that there will be a funding shortfall for which the RTA is seeking partners. The RTA is also negotiating with Continental/United for travel to/from Houston, TX, and with United for travel

to/from Los Angeles, CA. Bus ridership has increased and the RTA is evaluating the potential to sell and place advertisements on the busses.

2. Stronger Economies Together (SET) Training. Commissioner Swenson and Commissioner Chamberland attended this training during the previous week in Montrose. Due to many unforeseen scheduling conflicts for some of the regular attendees, the group was smaller than usual. Currently, the group is working to define community assets, such as individuals who can sew, can goods, or provide handiwork. The next meeting will hone in on regional issues.
3. Western State College Name Change. Commissioner Swenson informed the Board that she attended House Education Committee (HEC) meeting on 4/16/12 in Denver. There was unanimous support from the HEC to move the name change forward, and there was no oppositional testimony presented. This will proceed to the floor quickly, and then it will move to the Senate.
4. Sage-grouse Festival. Commissioner Swenson attended this event. She stated that there was a good showing of people, interest was good and that there was a wide array of educational displays.

EQUIPMENT DISPOSAL; ENGINE 1; OSHKOSH DA 1800: Assistant Airport Director Walt Cranor was present for discussion.

Assistant County Manager Crosby explained that the Board would need to make a decision on this issue because it falls outside of the County's surplus disposition policy. The proposal indicated that the engine would be sold on consignment with a guaranteed amount of \$35,000 by a firm that would assume the responsibility of advertising and finding potential buyers.

Assistant Airport Director Cranor explained that this engine will be replaced with a modern vehicle, and that Engine 2 will be up for replacement in 2014. The County has never disposed of a piece of equipment on consignment basis.

Deputy County Attorney Trezise confirmed that delivery is included in the guaranteed minimum price, though the language may not yet appear in the contract document. Assistant County Manager Crosby explained that, if the Board were to agree with the proposal, the contract would be finalized for future Board approval. The Board directed staff to proceed and finalize the agreement for Board signature.

CORRESPONDENCE REGARDING PARLIN POST OFFICE: The draft correspondence was discussed and modifications were agreed upon. **Moved** by Commissioner Swenson, seconded by Commissioner Chamberland to approve the letter to Senator Bennet regarding the closure of the Parlin Post Office and authorize signatures. Motion carried unanimously.

UNSCHEDULED CITIZENS:

1. Ramon Reed; Bull Mountain Draft Environmental Assessment (EA) Comments. Mr. Reed asked the Board whether the County would be providing comments to the Bureau of Land Management relative to the 200+ page draft EA as the deadline for comments is 4/24/12. He explained that a Bull Mountain master plan had been submitted by SG Interests, which includes 146 gas wells, 4 reinjection wells, 36 new well pads and 5 existing well pads. Commissioner Swenson said that Community Development Director Joanne Williams and County Attorney David Baumgarten have been evaluating the draft EA, dated 3/22/12. Mr. Reed stated his preference that operators would have to comply with all local laws, in addition to federal and state laws. He also believes that the alternative related to the amount of new and upgraded road miles and pipelines will be important. Deputy County Attorney Trezise stated that County Attorney Baumgarten and attorney Barbara Green have been discussing this alternative with Community Development Director Williams. Chairperson Channell urged staff to report to the Board as soon as possible. The Board thanked Mr. Reed for bringing this question to the Board.

Assistant County Manager Marlene Crosby left the meeting at this point, 11:55 am, so that she could attend another meeting.

COMMISSIONER ITEMS (continued):

Chairperson Channell:

1. To Be Determined Colorado Meeting. Chairperson Channell attended a recent To Be Determined Colorado meeting in Montrose, along with 30 other people from our region, six of which were from Gunnison County. The attendees were divided into seven tables and mixed according to county of representation. There were only a few elected officials present. The discussion format surrounded five assigned topics with a short video by a state-level expert for each topic. Each individual table discussed the nature of the videos and issues, and then each table reported to the larger group. The format for this three-hour meeting was rushed without sufficient time to digest the information. The next meeting is scheduled to take place on 5/9/12.

2. Mayors and Managers Meeting. Chairperson Channell attended the recent meeting hosted by Mt. Crested Butte. The main topic of discussion was related to whether or not Local Marketing District funds should be spent to market a more cohesive brand for the communities, if one is even desired. None of the attendees knew how much this might cost, but Commissioner Chamberland estimated that it could be approximately \$50,000.
3. Planning Commission Meeting. Chairperson Channell attended a portion of the previous meeting to hear the discussions related to SG Interests wells. SG Interest was represented at the meeting and all questions were routine.

Commissioner Swenson (continued):

5. Gunnison-Crested Butte Tourism Association. Commissioner Swenson attended a meeting during the previous week. The TA is still working on the bylaws and no recommendations have been brought forward by the committee. In order to change the portion of the bylaws relevant to municipality voting privileges, 51% of the chamber memberships have to vote in favor of changing the board structure. The TA is concerned with this requirement since only 8-9% of the members currently vote on board structure, and it took 45 minutes into the TA meeting to even assemble a quorum capable of voting on pending matters. The TA is continuing to evaluate possible modifications to the employee structure.

ADJOURN: Moved by Commissioner Swenson, seconded by Commissioner Chamberland to adjourn the meeting. Motion carried unanimously. The meeting adjourned at 12:12 pm.

Hap Channell, Chairperson

Paula Swenson, Vice-Chairperson

Phil Chamberland, Commissioner

Minutes Prepared By:

Katherine Haase, Deputy County Clerk

Attest:

Stella Dominguez, County Clerk

GUNNISON COUNTY BOARD OF COMMISSIONERS TEXT INCLUSION INTO MINUTES

**BOARD OF COUNTY COMMISSIONERS OF GUNNISON COUNTY
RESOLUTION NO. 12-13**

A RESOLUTION AUTHORIZING THE ISSUANCE BY GUNNISON COUNTY, COLORADO OF ITS GUNNISON COUNTY, COLORADO REVENUE REFUNDING BOND (WESTERN STATE COLLEGE FOUNDATION PROJECT) SERIES 2012A AND GUNNISON COUNTY, COLORADO REVENUE REFUNDING BOND (WESTERN STATE COLLEGE FOUNDATION PROJECT) SERIES 2012B IN THE COLLECTIVE AGGREGATE PRINCIPAL AMOUNT OF NOT TO EXCEED \$8,000,000; RATIFYING CERTAIN ACTIONS HERETOFORE TAKEN; AUTHORIZING THE EXECUTION AND DELIVERY BY THE COUNTY OF AN INDENTURE AND A LOAN AGREEMENT, A TAX REGULATORY AGREEMENT, CLOSING DOCUMENTS AND SUCH BONDS IN CONNECTION THEREWITH; APPROVING THE FORM OF CERTAIN ANCILLARY DOCUMENTS; AND REPEALING ANY ACTION HERETOFORE TAKEN IN CONFLICT HEREWITH

WHEREAS, Gunnison County, Colorado (the "County"), is a duly organized and existing political subdivision of the State of Colorado (the "State"); and

WHEREAS, the Board of County Commissioners of the County (the "Board") is authorized by the County and Municipality Development Revenue Bond Act, Sections 29-3-101, *et seq.*, Colorado Revised Statutes, as amended (the "Act") and by the Supplemental Public Securities Act, Section 11-57-201 et

seq., Colorado Revised Statutes, as amended (the "Supplemental Public Securities Act"), to issue industrial revenue development bonds; and

WHEREAS, the Western State College Foundation ("WSCF") has requested that the County assist in (a) current refunding the City of Gunnison, Colorado Revenue Bond (Western State College Foundation Project) Series 2006, issued in an aggregate amount of \$6,000,000 (the "Series 2006 Bond") to finance the construction of the Borick Business Building located on the northwest corner of Georgia Avenue and Adams Street on the Western State College of Colorado campus, in Gunnison, Colorado 81231 (the "2006 Facilities"), (b) current refunding its Gunnison County, Colorado Revenue Bond (Western State College Foundation Project) Series 2009, issued in an aggregate amount of \$6,000,000 (the "Series 2009 Bond" and together with the 2006 Bond, the "Refunded Bonds") to finance a portion of the construction of the student center building located at 600 North Adams, on the Western State College of Colorado campus, in Gunnison, Colorado 81231 (the "2009 Facilities" and together with the 2006 Facilities the "Refinanced Facilities" and (c) paying costs of issuance of the Series 2012 Bonds authorized by this Resolution (collectively, the "Refunding Project") and the County hereby determines that such financing and refinancing will be consistent with the Act and the Supplemental Public Securities Act; and

WHEREAS, the County proposes to undertake the Refunding Project under the Act and the Supplemental Public Securities Act by the issuance of its "Gunnison County, Colorado Revenue Refunding Bond (Western State College Foundation Project) Series 2012A," (the "Series 2012A Bond") and its "Gunnison County, Colorado Revenue Refunding Bond (Western State College Foundation Project) Series 2012B," (the "Series 2012B Bond" and together with the Series 2012A Bond, the "Series 2012 Bonds") pursuant to the terms of an Indenture of Trust, dated on or about April 1, 2012 (the "Indenture"), by and between the County and Wells Fargo Bank, N.A., as Trustee (the "Trustee") and by loaning the proceeds thereof to WSCF; and WSCF desires to borrow the proceeds of the Series 2012 Bonds upon the terms and conditions set forth in the Loan Agreement, dated on or about April 1, 2012 (the "Loan Agreement"), by and among the County and WSCF; and

WHEREAS, Wells Fargo Bank, N.A. as the purchaser (the "Purchaser") proposes to purchase the Series 2012 Bonds from the County; and

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Gunnison County, Colorado:

Section 1. All action not inconsistent with the provisions of this Resolution heretofore taken by any of the County's officials and the efforts of the County directed toward the Refunding Project, the issuance and sale of the Series 2012 Bonds therefor, and loaning the proceeds thereof to WSCF therefor be, and the same hereby are, ratified, approved and confirmed.

Section 2. The County shall undertake the financing of the Refunding Project by causing the proceeds of the Series 2012 Bonds to be used to undertake the Refunding Project and to pay certain costs incurred in connection with the issuance of the Series 2012 Bonds, all in accordance with the provisions and conditions of the Loan Agreement, the Act and the Supplemental Public Securities Act. The County hereby elects to have the provisions of the Supplemental Public Securities Act apply to the Bond.

Section 3. To defray the cost of the Refunding Project, there is hereby authorized and created two series of revenue bonds designated as "Gunnison County, Colorado Revenue Refunding Bond (Western State College Foundation Project) Series 2012A" and "Gunnison County, Colorado Revenue Refunding Bond (Western State College Foundation Project) Series 2012B," in an aggregate amount not to exceed \$8,000,000 to be dated the date of issuance and delivery. The Series 2012 Bonds shall bear interest at a fixed or variable rate and the maximum net effective interest rate on the Series 2012 Bonds shall not exceed 10.000%.

The Series 2012A Bond will mature no later than August 15, 2013 and the Series 2012B Bond will mature no later than July 15, 2019. Principal and interest on the Series 2012 Bonds shall be payable semiannually on the dates provided in the Indenture. The Series 2012 Bonds will be issuable as fully registered bonds in accordance with the provisions of the Act, the Supplemental Public Securities Act and the Loan Agreement.

The Series 2012A Bond shall not be subject to redemption prior to maturity and the Series 2012B Bond shall be subject to redemption prior to maturity and each shall be in substantially the form provided as an exhibit to the Indenture. The Series 2012 Bonds shall be sold to the Purchaser in a negotiated, private sale at a purchase price equal to the original outstanding principal amount of the Series 2012 Bonds plus net original issue premium, if any.

Section 4. The following determinations and findings, based upon information supplied and representations made by WSCF are hereby made:

- (a) The maximum amount necessary to pay the principal and interest on the Series 2012 Bonds will not be more than \$8,000,000.
- (b) The terms of the Indenture and the Loan Agreement pursuant to which the County will loan the proceeds of the Series 2012 Bonds to WSCF provide that WSCF shall cause the facilities being financed to be maintained in good repair and shall carry all proper insurance with respect thereto.
- (c) The revenues payable by WSCF under the Loan Agreement are sufficient to pay all requirements of the Indenture, the Loan Agreement and this Resolution.
- (d) No reserve funds shall be established for the Series 2012 Bonds or the Refunding Project.

Section 5. The form, terms and provisions of the Indenture and the Loan Agreement be and they hereby are approved, and the Board shall enter into the Indenture and the Loan Agreement substantially in the form of the Indenture and Agreement presented at this meeting, but with such changes therein as

the officers of the Board executing the Indenture and the Loan Agreement shall approve, their execution thereof being deemed conclusive of their approval of any such changes, and the Chairperson, or in the absence thereof, the Vice-Chairperson of the Board, is hereby authorized and directed to execute and deliver the Loan Agreement and the County Clerk or, in the absence thereof, the Deputy County Clerk, is hereby authorized and directed to affix the seal of the County to, and to attest the Loan Agreement in substantially the form of the Loan Agreement attached hereto.

Section 6. The form, terms and provisions of the Series 2012 Bonds, in substantially the forms contained in the Indenture, be and they hereby are approved; and the Chairperson or, in the absence thereof, the Vice-Chairperson of the Board, is hereby authorized and directed to execute the Series 2012 Bonds, the County Clerk or, in the absence thereof, the Deputy County Clerk, is hereby authorized and directed to attest the Series 2012 Bonds and is authorized to deliver the Series 2012 Bonds in the form contained in the Indenture but with such changes therein as the officer of the Board executing the Series 2012 Bonds shall approve, his or her execution thereof being deemed conclusive of his or her approval of any such changes. The seal of the County is hereby authorized and directed to be affixed to or imprinted on the Series 2012 Bonds. The signature of the Chairperson or Vice-Chairperson, as the case may be, or the signature of the County Clerk or Deputy County Clerk, as the case may be, on the Series 2012 Bonds, and the County seal, may be a facsimile.

Section 7. The officers of the Board shall take all action which they deem necessary or reasonably required in conformity with the Act and the Supplemental Public Securities Act to undertake the Refunding Project which is hereby authorized, and for carrying out, giving effect to and consummating the transactions contemplated by this Resolution, the Indenture and the Loan Agreement, including without limitation the execution and delivery of any tax documents and closing documents to be delivered in connection with the sale and delivery of the Series 2012 Bonds.

Section 8. The cost of the Refunding Project will be paid out of the proceeds of the Series 2012 Bonds. THE SERIES 2012 BONDS AND THE INTEREST THEREON SHALL NEVER CONSTITUTE A MULTIPLE-FISCAL YEAR DIRECT OR INDIRECT DEBT OR OTHER FINANCIAL OBLIGATION WHATSOEVER OF THE COUNTY OR THE DEBT OR INDEBTEDNESS OF THE COUNTY WITHIN THE MEANING OF ANY PROVISION OR LIMITATION OF THE CONSTITUTION OR STATUTES OF THE STATE OF COLORADO AND SHALL NEVER CONSTITUTE OR GIVE RISE TO A PECUNIARY LIABILITY OF THE COUNTY OR A CHARGE AGAINST ITS GENERAL CREDIT OR TAXING POWER.

Section 9. Pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended, the Board hereby approves the issuance of the Series 2012 Bonds and the Refunding Project and hereby requests that the Chairperson or, in the absence thereof, the Vice-Chairperson of the Board execute a public approval certificate which approves the issuance of the Series 2012 Bonds and the Refunding Project.

Section 10. After the Series 2012 Bonds are issued, this Resolution shall be and remain irrevocable until the Series 2012 Bonds and interest thereon shall have been fully paid, cancelled and discharged.

Section 11. If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

Section 12. All bylaws, orders, resolutions and ordinances, or parts thereof, inconsistent herewith or with the documents hereby approved are hereby repealed to the extent only of such inconsistency. This repealer shall not be construed as reviving any bylaw, order, resolution or ordinance, or part thereof.

Section 13. This Resolution shall be in full force and effect upon adoption. This Resolution shall be recorded in a book kept for that purpose, shall be authenticated by the signatures of the Chairperson or Vice-Chairperson of the Board, as the case may be, and the County Clerk or Deputy County Clerk, as the case may be, and shall be published in accordance with law.

ADOPTED this 17th day of April, 2012.

BOARD OF COUNTY COMMISSIONERS OF
GUNNISON COUNTY, COLORADO

Chamberland – yes; Channell – yes; Swenson – yes.