

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS

OF

BASE VILLAGE METROPOLITAN DISTRICT NO. 1

Held: Wednesday, August 26, 2020 at 1:00 p.m. at via teleconference

Due to the Executive Order issued by Governor Polis on April 26, 2020, requiring all residents of the State of Colorado to stay-at-home to minimize the spread and impact of COVID-19, and the Updated Public Health Order 20-28 implementing the Executive Order, issued by the Colorado Department of Health and Environment (CDPHE) on April 26, 2020, the meeting was held via teleconference.

Attendance

The special meeting of the Board of Directors of Base Village Metropolitan District No. 1 was called and held in accordance with the applicable laws of the State of Colorado. The following Directors, have confirmed their qualifications to serve, were in attendance:

Andy Gunion
Charlie Singer (absent)
Rich Burkley

All director absences are deemed excused unless otherwise noted in these minutes.

Also present was William P. Ankele, Jr., Esq., Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Kelly Brockett, Snowmass Mountain Lodging, District Manager; Jon Erickson, Marchetti & Weaver, District Accountant; Scott Williams, Vangel Yurukov, Jeff Skagen, East West Partners; and Katie DeBesche, Viceroy, Conference Center Manager.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present and Director Gunion called the meeting to order at 1:00 p.m.

Conflict of Interest Disclosures

Mr. Ankele advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Mr. Ankele reported that disclosures for those directors that provided White Bear Ankele Tanaka & Waldron with notice of

potential or existing conflicts of interest were filed with the Secretary of State's Office and the Board at least 72 hours prior to the meeting, in accordance with Colorado law, and those disclosures were acknowledged by the Board. Mr. Ankele inquired into whether members of the Board had any additional disclosures of potential or existing conflicts of interest with regard to any matters scheduled for discussion at the meeting. No additional disclosures were noted. The participation of the members present was necessary to obtain a quorum or to otherwise enable the Board to act.

Approval of Agenda Mr. Ankele presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda as presented.

Approval of Minutes from June 26, 2020 Special Meeting The Board reviewed the Minutes from the June 26, 2020 Special meeting. Following a review, upon a motion was duly made and seconded, the Board unanimously approved the Minutes as presented.

Public Comment None.

Legal Matters Director Gunion discussed the PUD Amendment the developer is currently processing with the Town of Snowmass Village. Part of the PUD Amendment involves removing the restriction that currently prohibits charging for parking in the parking garage outside of ski season. The Board directed legal counsel to draft a short letter to the Town of Snowmass Village stating that the Board supports the PUD Amendment.

Financial Matters

Financial Schedule/Payables Review Mr. Erickson provided the Financial Schedules and Payables to the Board for review. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the Financials and Payables.

Management

Conference Center Report Katie DeBesche presented the report. She noted that there continue to be cancellations of events due to COVID. She discussed that she has been approached by Aspen Skiing Company about using some space in the Conference Center for warming and eating space for the ski school. She has also been approached by the Viceroy about using some space in the Conference Center to house a day care facility for the children of Viceroy employees who may have limited options otherwise due to COVID. The Board directed Kelly Brockett and legal counsel to work with Katie DeBesche to work on the details of

such use, anticipating that final agreements between the District and Aspen Skiing Company and/or the Viceroy will be prepared for consideration at the next meeting.

Parking Garage Report

Scott Williams reported that there is nothing new to report.

Transit Center Update

Scott Williams reported that there is nothing new to report.

Review and Approval of
Paint the Ski back Bridge

Ms. Brockett presented a proposal from Mountain Painting & Drywall to paint the skier bridge in an amount of \$4,450. The Board approved unanimously, subject to the proposal being put into the District's standard contract form.

Other Business

Next Meeting

The Board determined to hold the September 23, 2020 meeting, and to hold a special meeting on November 18, 2020 at 1:00 to consider the 2021 budget.

Appointment of Dawn
Blasberg

The Board discussed the appointment of Dawn Blasberg to fill a vacant seat on the Board, to a term ending May 2022. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the appointment.

Executive Session (if
needed)

An Executive Sessions was not needed.

Adjourn

There being no further business to come before the Board, and following discussion and upon a motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting at 1:50 p.m.

The foregoing constitutes a true and correct copy of the minutes of the above-referenced meeting.

Dawn Blasberg

Secretary for the Meeting

The foregoing minutes were approved on the 23rd day of September 2020.