

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

OF

BASE VILLAGE METROPOLITAN DISTRICT NO. 1

Held: Wednesday, June 14, 2023, at 1:00 p.m. via teleconference

Attendance

The regular 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:

Charlie Singer
Dawn Blasberg

Also present were Trisha K. Harris, Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law; Kelly Brockett, Cameron Murray, and Jeff Skagen, Snowmass Mountain Lodging, District Managers; Jon Erickson, Marchetti & Weaver, District Accountant; Scott Williams, Vangel Yurukov, Andy Gunion and Vessy Minkova East West Partners; and Ian Stuart, Aspen Ski Company.

Call to Order/Declaration of Quorum

It was noted that a quorum of the Board was present, and Mr. Singer called the meeting to order at 1:03 p.m.

Conflict of Interest Disclosures

Ms. Harris advised the Board that, pursuant to Colorado law, certain disclosures might be required prior to taking official action at the meeting. Ms. Harris 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. Ms. Harris 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.

Appointment of Andy Gunion and Ian Stuart

The Board considered appointments to fill vacancies. Following discussion, upon motion duly made and seconded, the Board unanimously determined to appoint Andy Gunion and Ian Stuart to

fill vacancies on the Board. Oaths were administered.

Election of Officers

The Board engaged in general discussion regarding the Election of Officers. Following discussion, upon a motion duly made and seconded, the Board elected Director Gunion as President, Director Singer as Treasurer, Director Blasberg as Secretary and Director Stuart as Assistant Secretary.

Approval of Agenda

Ms. Harris presented the proposed agenda to the Board for consideration. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the agenda.

Public Comment

None.

Consent Agenda

Ms. Harris reviewed the items on the consent agenda with the Board. Ms. Harris advised the Board that any item may be removed from the consent agenda to the regular agenda upon the request of any director. Upon a motion duly made and seconded, the following items on the consent agenda were unanimously approved, ratified and adopted:

- Minutes from the March 15, 2023 Meeting

Legal Matters

None

Financial Matters

Financial
Schedules/Payables Review

Mr. Erickson presented the financials to the Board of Directors. Following discussion, upon a motion duly made and seconded, the Board unanimously approved the financial schedules and payables.

2022 Audit

Mr. Erickson presented the 2022 Audit and noted that the auditor expressed a clean opinion. Following discussion, upon a motion duly made and seconded, the Board unanimously accepted the 2022 Audit.

Management

Conference Center Report

Ms. Brockett presented the report on the Conference Center bookings. Mr. Gunion requested that the report be reformatted to include a column showing income to be received by the District, and to show a comparison of bookings for the current year compared to 2022. It was noted that bookings for the summer are impacted due to the renovations currently taking place.

Conference Center Remodel

The Board originally approved up to \$150,000 for carpet and artwork in addition to the cost for the new doors approved in 2022. The carpet

cost ended up coming in higher than anticipated.

In relation to the cost for installing the wall and door by the elevator, Mr. Gunion suggested approaching the Capitol Peak Board to contribute to the cost because the wall is needed to secure the Conference Center due to access being afforded to Capitol Peak owners and guests which has resulted by allowing them special use of the elevator.

Mr. Erickson questioned whether the District should be responsible for the doors, or if those are the responsibility of Capitol Peak. Ms. Harris will research.

The doors were removed from the list pending clarification on whether the District or Capitol Peak is responsible. Separation wall and doors also removed from the list pending discussion with Capitol Peak for funding of those.

Following discussion, upon a motion duly made and seconded, the Board approved additional funding of the project not to exceed \$45,000.

Parking Garage Report

Ms. Brockett presented the Parking Garage Report to the Board of Directors. The Board requested Ms. Brockett provide certain metrics related to the use of the parking garage to assist the Board in determining parking rates for the next year. The Board may need to call a special meeting ahead of the September 20, 2023, meeting.

Transit Center Update

Ms. Brockett presented the Transit Center Update to the Board of Directors and noted that there are still issues with the escalator and Ms. Brockett is working on getting the issues addressed.

Other Business

Next Meeting

The next meeting is scheduled for September 20, 2023.

Executive Session (if needed)

None.

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 2:06 p.m.

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

Dbry

[Dawn Blasberg \(Sep 20, 2023 16:52 MDT\)](#)

Secretary for the Meeting

The foregoing minutes were approved on the 20th day of September, 2023.