

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF BASE VILLAGE METROPOLITAN DISTRICT NO. 1 ("District")

Held: Monday, October 14, 2019 at 9:00 a.m. at:

110 Carriage Way
Snowmass Village, Colorado

ATTENDANCE

A Regular Meeting of the Board of Directors of the Base Village Metropolitan District No. 1, County of Pitkin, Colorado ("Board"), was called and held as shown above and in accordance with the applicable statutes of the State of Colorado, with the following Directors present and acting:

Any Gunion, Treasurer
Charlie Singer, Secretary
Rich Berkley, Assistant Secretary

Absent and excused: Peter Goergen

Also present were:

Kelly Brockett, District Manager; Scott Williams and Riley Evans (via telephone), East West Partners; Trish Harris, Esq., of White Bear Ankele Tanaka & Waldron, general counsel to the District (via telephone); and Pat Keefer, property owner (via telephone) and Andrew Nolan, property owner (via telephone)

Call To Order/Declaration Of Quorum: Director Gunion noted that a quorum of the Board was present, and called the regular meeting of the Board of Directors of Base Village Metropolitan District No. 1 to order.

ADMINISTRATIVE MATTERS

Disclosure of Potential Conflicts of Interest: Attorney Trish Harris discussed the requirements of Colorado law to disclose any potential conflicts of interest or potential breaches of fiduciary duty of the Board of Directors to the Secretary of State. The members of the Board were requested to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with statute. It was noted by Attorney Trish Harris that disclosures of potential conflicts of interest were filed with the Secretary of State for all Directors.

Agenda: The Agenda for the District's regular meeting was distributed for the Board's review. Following discussion and upon motion duly made and seconded the Board unanimously approved the Agenda as presented.

MANAGEMENT
MATTERS

Conference Center Report: The Board discussed two options for the Conference Center doors: replacement or repair. The Board approved the proposal from Pacific Sheet Metal for repair of the doors, with the condition that one door be repaired first, and if Ms. Brockett determines that the repair is satisfactory, the remainder of the doors will then be repaired.

Parking Garage Report – Winter Park Rates: The Board discussed winter parking rates for the Day Skier Parking. The Town of Snowmass Village is to consider any changes to the Parking Management Plan at its Town Council meeting next week. Following discussion the Board approved continuing with the same parking rates as imposed last season, with the exception that parking will be free after 3:00 pm, instead of after 4:00 pm.

Conference Room WiFi Update: Ms. Brockett discussed a problem with WiFi connectivity when large groups are using the Conference Center. Snowmass Mountain Lodging's internal IT department can correct the problem using slightly different hardware and design. Following discussion, the Board approved an expense of not-to-exceed \$7,000 for the Snowmass Mountain Lodge IT department to complete the work.

Transit Center Update: No Report.

OTHER BUSINESS

Next Meeting: November 14, 2019 at 1:00 PM

EXECUTIVE
SESSION

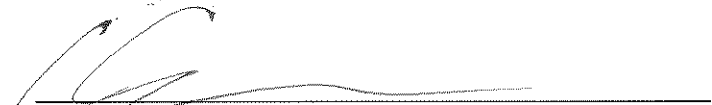
None.

ADJOURNMENT

There being no further business to come before the Board and following discussion and upon motion duly made, seconded and unanimously carried, the Board determined to adjourn the meeting.

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

The foregoing minutes were approved on the 14th day of November, 2019.


Secretary