

MINUTES OF THE REGULAR MEETING OF THE BOARD
OF DIRECTORS

OF

BASE VILLAGE METROPOLITAN DISTRICT NO. 1

Held: Wednesday, June 27, 2018 at 2:30 p.m. at Capitol Peak
Conference Center, 110 Carriage Way, Snowmass Village,
Colorado

Attendance

A regular meeting of the Board of Directors of Base Village Metropolitan District No. 1 was called and held as shown above and in accordance with the applicable law of the State of Colorado. The following directors, having confirmed their qualification to serve on the Boards, were in attendance:

Andy Gunion
Peter Goergen

Director Will Little was absent. All director absences are deemed excused unless otherwise noted in these minutes.

Also present was Scott Williams and Riley Evans of East West Partners; Alan Pogue, District No. 2 Legal Counsel; Kelly Brockett, District Manager; John Quigley and Katie DeBesche, Viceroy; and property owner Andrew Nolan. Present by telephone were William P. Ankele, Jr. of White Bear Ankele Tanaka & Waldron, general counsel to the District, Jon Erickson, Marchetti & Weaver, and property owner Pat Keefer.

Call to Order/Declaration of
Quorum

Mr. Gunion chaired the meeting, 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.

Director Conflict of Interest
Disclosures

Mr. Gunion 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 with 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. Gunion noted that a quorum was present and 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 Board determined that the participation of the members present was necessary to obtain a quorum or to otherwise enable the Board

to act.

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

Approval of Minutes/ March 28, 2018 Meeting Minutes The minutes from the regular meeting for District No. 1 held on March 28, 2018 were reviewed. Upon motion duly made and seconded, the Board unanimously approved the minutes.

Public Comment Mr. Pogue inquired regarding the assessment of garage costs and asked when the allocation among various classes was changed. Representatives of Capitol Peak Association asked for information on utility cost allocations. Mr. Pogue asked to be included in that distribution on behalf of District No. 2.

Financial Matters

Financial Schedules/Payables Mr. Erickson presented the Board with the payables/financials for approval. Following discussion, and upon motion the Board approved the financials and ratified payables. Mr. Erickson presented a financial summary for all funds combined, as well as individually for conference center, transit center and parking garage.

Update on Accountant and Auditor The Board engaged in discussion regarding update on accountant and auditor. It was noted that Barnes & Grigg would be the auditor for the 2017 audit, which is expected to be completed in August. An extension was filed with the State Auditor's office to extend the filing date to September 30.

Amendment to Garage Allocation of Costs and Expenses Method The Board engaged in discussion regarding the allocations of costs for garage association assessments, and described a proposed change to assessments allocation to take effect in Q4. This will result in increase of \$11,000 in Q4. Upon motion duly made, seconded and unanimously carried, the Board approved the modified garage allocation methodology.

2017 Amended Budget Resolution Mr. Ankele stated that publication of notice of this meeting as a public hearing on a proposed amendment to the District's 2017 Budget. Mr. Erickson presented the elements of the budget amendment. Director Gunion opened the public hearing on the 2017 amended budget. Andrew Nolan requested that a policy be adopted for having a reserve fund for capital needs. There being no further public comment, the public hearing was closed.

The Board considered the 2017 Amended Budget Resolution. After review and upon motion duly made, seconded and unanimously carried, the Board determined to approve the Resolution.

Moving Utility Accounts to Auto Pay The Board engaged in discussion regarding Auto pay for utility payments board approved adding this feature to facilitate timely payment of expenses for Capitol Peak and utility payments to auto pay. It was determined to use bill.com for other costs and invoices.

Management

Conference Center Report Ms. DeBesche presented the Board with the Conference Center Report based on written materials in the meeting packet. Mr. Williams noted that some repair activity initiated by Capital Peak resulted in damage to the conference center unit of the District that had not been adequately repaired. The Board engaged in discussion regarding notification process to avoid issue in future.

Parking Garage Report/
Chargepoint Stations/
Owner Guest Parking Mr. Williams reported on Parking Garage operations based on written materials presented at the meeting. The Board discussed charge point stations for electric vehicles, and the possibility of charging a fee for this service. Mr. Williams indicated a need to get input on parking rates for upcoming season.

Discussion ensued regarding overflow parking for residential users in the District parking area. Upon motion duly made, seconded and unanimously carried, the Board approved overflow parking in District areas at the rate of \$34 per 24 hours.

The Board engaged in further discussion regarding exit towers for automated parking garage parking, and issues with performance. The board discussed various alternatives, including using attendants, to exiting system.

Mr. Williams reported on current status of the transit center based on materials presented at the meeting.

Transit Center Update

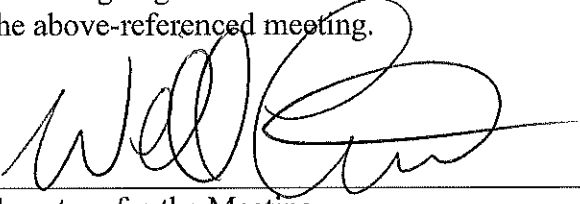
Legal

Consider District No. 2 Request for Legal Expenses Mr. Gunion opened discussion concerning District No. 2's request for funding of legal expenses for an effort to amend the Base Village PUD to allow summer parking to be fee based. He indicated that the District Board was presently not in favor of a fee based summer parking system. Extended discussion occurred considering the request. Following motion duly made, seconded and unanimously carried, the Board approved expending a maximum of \$10,000 for District No. 2 legal fees for Klein Cote.

There being no further business to come before the Board, and upon motion duly made, seconded and unanimously carried, the meeting was adjourned.

Adjourn

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



Secretary for the Meeting

The foregoing minutes were approved on the 26th day of September, 2018.