

MINUTES OF THE JOINT REGULAR MEETING OF THE  
BOARDS OF DIRECTORS

OF

BASE VILLAGE METROPOLITAN DISTRICT NO. 1 and  
BASE VILLAGE METROPOLITAN DISTRICT NO. 2

Held: Wednesday, the 24<sup>th</sup> day of February, 2016 at 1:00 p.m.  
Capitol Peak Conference Center, 110 Carriage Way,  
Snowmass Village, Colorado

Attendance

A joint regular meeting of the Boards of Directors of Base Village Metropolitan District No. 1 and Base Village Metropolitan District No. 2 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:

Jim D'Agostino  
Matt Foley  
Steve Sewell  
Craig Monzio (*via telephone*)

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

Also present were: William P. Ankele, Jr., Esq., White Bear Ankele Tanaka & Waldron, Attorneys at Law (*via telephone*); Sarah Hunsche, CliftonLarsonAllen LLP (*via telephone*); Whit Sterling; Kelly Brocket, and Sherrill Olson, Snowmass Hospitality; and Leticia Hanke, (to be appointed to Board to term May 2018)

Joint Meetings

The Boards of Directors of the Districts determined to hold joint meetings of the Districts and to prepare joint minutes of action taken by the Districts in such meetings. Unless otherwise noted herein, all official action reflected in these minutes shall be deemed to be the action of all Districts. Where necessary, action taken by an individual District will be so reflected in these minutes.

Call to Order/Declaration of  
Quorum

Director Foley noted that a quorum of each of the Boards was present and called the joint regular meeting of the Boards of Directors of Base Village Metropolitan District Nos. 1 & 2 to order.

Consideration of Appointment  
to Board Vacancy

The Boards noted that vacancies currently existed on the Boards, due to the resignation of Director Varghese. Following discussion, a motion was duly made and seconded and unanimously approved to appoint Leticia Hanke to the Boards to the term ending May 2018. Thereafter, Director Hanke took the Oath of Office as required.

Oath of Office

**Conflict of Interest  
Disclosure Matters**

Pursuant to Colorado law, certain disclosures by the Board members may be required prior to taking official action at the meeting. The Boards reviewed the agenda for the meeting, following which each Board member confirmed the contents of written disclosures previously made, stating the fact and summary nature of any matters, as required under Colorado law, to permit official action to be taken at the meeting.

The Boards determined that participation by the directors with potential conflicts of interest was necessary to obtain a quorum or otherwise enable lawful action to occur

**Agenda**

Mr. Ankele presented the proposed agenda to the Boards for consideration. Following discussion, upon a motion duly made and seconded, the Boards unanimously approved the agenda.

**Approval of Minutes from  
January 27, 2016 Meeting**

The minutes of the January 27, 2016, joint regular meeting were reviewed. Upon a motion duly made and seconded, said minutes were unanimously approved.

**Public Comment**

None

**Management**

**Conference  
Center Report**

The Boards reviewed the Conference Center activities written report provided in the meeting packet presented at the meeting.

**Parking Garage Report**

Mr. Sterling reported to the Boards on the Parking Garage activities per the written report presented at the meeting.

Mr. Sterling provided information regarding the Disabled American Veterans event and requested the Boards consider free parking for veterans serving as volunteers for the event. Following a discussion, a motion was duly made and seconded to approve the release of a limited number of parking vouchers for the volunteers. The motion was approved unanimously.

Mr. Sterling provided information regarding parking for the spring ski season and requested the Boards considered reducing the parking fee to \$10. Following a discussion, a motion was duly made and seconded to approve the fee reduction for the last weekend in the season. The motion was unanimously approved.

**Transit Center Report**

The Boards reviewed the Transit Center activities written report provided in the meeting packet presented at the meeting.

**Financial Matters**

**Financial Schedules/Payables  
Review/Approval**

Ms. Hunsche presented the financial report to the Boards. Upon a motion duly made, seconded and unanimously carried, the Boards approved the financial report and payables.

**Legal**

Mr. Ankele provided a report regarding the May 2016 election. No action taken at this time.

**Other Business**

**Next Meeting Date**

The next meeting will be held on Wednesday, March 25, 2016


**Executive Session**

No Executive Session was held.

**Adjourn**

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

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 25th day of March, 2016.