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# RECORD OF PROCEEDINGS

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## MINUTES OF THE CONTINUED SPECIAL MEETING OF THE BOARD OF DIRECTORS BEAVER CREEK METROPOLITAN DISTRICT November 19, 2013

The Continued Special Meeting of the Board of Directors of the Beaver Creek Metropolitan District (the "District") was held at 4:00 p.m., November 19, 2013 in the Conference Room of the District Administrative and Operations Facility, Eagle-Vail, Eagle County, Colorado.

### Attendance

In Attendance were Directors:

- Louis Kreig
- Mike Balk (by phone)
- Jim Power
- Ernie Elsner
- Bob Gary (by phone)

Also in Attendance were:

- Clyde Hanks, General Manager, BCMD
- Jim Collins, ESQ, Collins Cockrel & Cole (by phone)
- Jennie Fancher, BC Admin Assistant, BCMD

### Call to Order

The Continued Special Meeting of the Board of Directors of Beaver Creek Metropolitan District was called to order by Ernie Elsner, Acting Chairman of the Board, noting that a quorum was present. It was confirmed that prior to the meeting each of the Directors had been notified of the meeting and that written notice was duly posted at the Eagle County Clerk and Recorder's Office and at three public places within the District.

### Conflicts

The Board noted that it had received certain disclosures of potential conflict of interest statements more than seventy-two hours prior to the meeting for each of the following Directors, indicating the following conflicts: Mr. Ernest Elsner is a member of the Board of Directors for Beaver Creek Property Owners Association; Mr. Michael Balk is a member of the Board of Directors for Beaver Creek Property Owners Association; Mr. Robert Gary is a member of the Board of Directors for Beaver Creek Property Owners Association, Vail Valley Foundation Board and the Vilar Center for the Arts Committee; Dr. Louis Kreig is a member of the Board of Directors for Beaver Creek Property Owners Association; and Mr. James Power is a Director of the Beaver Creek Property Owners Association. The Board noted for the record that these disclosures are restated at this time with the intent of fully complying with laws pertaining to potential conflicts.

### Executive Session

Upon motion duly made and seconded, it was unanimously

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### Beaver Creek Metropolitan District November 19, 2013 Meeting Minutes

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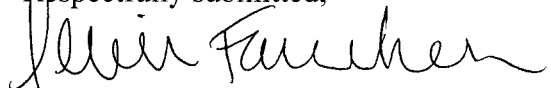
**RESOLVED** to enter into executive session citing §24-6-402(4) (b) C.R.S. for the purpose of conferencing with an attorney for the purpose of receiving legal advice on specific legal questions; The Board entered into executive session at 4:05 p.m. and adjourned the executive session at 4:34 p.m.

**Adjournment**

There being no further business to come before the Board, by motion duly made and seconded, it was unanimously

**RESOLVED** to adjourn the Continued Meeting of the Beaver Creek Metropolitan District Board of Directors held on November 19, 2013

Respectfully submitted,



Jennie Fancher

Secretary for the meeting