

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF BASE VILLAGE METROPOLITAN DISTRICT NO. 2

HELD
November 28, 2017

The Board of Directors of the Base Village Metropolitan District No. 2 held a special meeting, open to the public, at Capitol Peak Conference Center, 110 Carriage Way, Snowmass Village, Colorado at 10:00 a.m., Tuesday, November 28, 2017. Notice of the meeting has been duly posted with the Pitkin County Clerk and Recorder and posted in three public places within the boundaries of the District.

Attendance

Director in Attendance:

Thomas Kosich, President (via telephone)

Also in Attendance:

Alan D. Pogue, Icenogle Seaver Pogue, P.C. (via telephone), General Counsel; and Matt Ferguson, The Matthew Ferguson Law Firm.

Call Meeting To Order

The meeting was called to order at 10:00 a.m. by Director Kosich, noting that a quorum was present and confirmed his qualification to serve.

Conflicts of Interest

Director Kosich noted there were no conflicts of interest to report.

Agenda

Director Kosich reviewed the agenda. Director Kosich motioned and seconded to unanimously approve the agenda.

Public Comment

There was no public comment at this time.

Executive Session

At 10:03 a.m., Director Kosich moved to convene executive session pursuant to 24-6-402(4)(b), C.R.S., to receive legal advice from general counsel with respect to potential litigation and the engagement of special counsel.

At 10:13 a.m., the executive session was closed.

Approval of Engagement of Special Legal Counsel

Director Kosich approved the engagement of special litigation counsel with The Matthew C. Ferguson Law Firm, P.C., Reiser Law, P.C., The Meade Firm, P.C. and Gibbs Law Group LLP.

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Other Matters

No other matters were brought before the Board.

Adjournment

There being no further business to come before the Board, the meeting was adjourned at 10:14 a.m.



Alan D. Pogue, Secretary for the Meeting

Attorney Statement Regarding Executive Session

Base Village Metropolitan District No. 2
Special Meeting, Tuesday, 28 November 2017

Pursuant to Section 24-6-402(2)(d.5)(II)(B), C.R.S., I, Alan D. Pogue, attest that I am General Counsel for Base Village Metropolitan District No. 2, that I attended the executive session held on the above-referenced date, that all of the executive session was confined to the topic authorized for discussion, and that the executive session was not recorded because all the discussion constituted a privileged attorney-client communication.

Date: 28 Nov 2017



Alan D. Pogue, General Counsel
Base Village Metropolitan District No. 2