#### RECORD OF PROCEEDINGS

## Minutes of the Special Meeting Of the Board of Directors of Cordillera Valley Club Metropolitan District March 30, 2010

The Meeting of the Board of Directors of the Cordillera Valley Club Metropolitan District, Eagle County, Colorado, was held March 30, 2010 at 2:00 a.m., at the 9 Iron Grill at 0101 Legends Drive, Edwards, Eagle County, Colorado, in accordance with the applicable statutes of the State of Colorado. The Board met in joint session with the members of the Board of the Cordillera Valley Club Property Owners Association.

#### Attendance

The following Directors were present and acting:

- Brian Judge
- Rick Pirog (Via Telephone)
- Emilie Egan
- Jay Morten (Via Telephone)
- John O'Brien (Via Telephone)

#### Also in attendance were:

• Cordillera Valley Club POA

Tom Marcin

Wally Carey

Carrie McDevitt (Via Telephone)

• VAg, Inc.

Pedro Campos

• Robertson & Marchetti, P.C.

Cheri Curtis

#### Call to Order

The Meeting of the Board of Directors of Cordillera Valley Club Metropolitan District was called to order by Mr. Carey, noting a quorum was present.

# **Potential Conflicts Of Interest**

Mr. Judge reported that he is the owner of VAg, Inc., an architectural and land planning firm, and other related entities, and these entities provide services to the District such as landscape and berm design, master planning, project oversight, construction management and the management of the POA governed Design Review Board. VAg's provision of these services to the District and to the Cordillera Valley Club Property Owners Association could constitute a potential conflict of interest. The Board noted, for the record, that this disclosure is restated at this time with the intent of fully complying with laws pertaining to potential conflicts.

### RECORD OF PROCEEDINGS

#### CORDILLERA VALLEY CLUB METROPOLITAN DISTRICT March 30, 2010 Meeting Minutes

## Executive

Session

By motion duly made and seconded it was unanimously

**RESOLVED** to enter into executive session at 2:06 p.m. to discuss negotiations.

The Board adjourned from the executive session at 3:36 p.m.

Adjournment

There being no further business to come before the Board at this time, upon motion duly made and seconded, it was unanimously

**RESOLVED** to adjourn the meeting of the Cordillera Valley Club Metropolitan District Board of Directors this 30th day of March, 2010.

Respectfully submitted,

Cheri Curtis

Secretary for the Meeting