RECORD OF PROCEEDINGS

Minutes of a Special Meeting Of the Board of Directors of Cordillera Valley Club Property Owners Association March 30, 2010

The Meeting of the Board of Directors of the Cordillera Valley Club Property Owners Association, Eagle County, Colorado, was held March 30, 2010 at 2:00 p.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 Metropolitan District.

Attendance

The following Directors were present and acting:

- Wally Carey
- Carrie McDevitt (Via Telephone)
- Tom Marcin

The following Directors were absent:

• Tim Benedickt

Also in attendance were:

• Cordillera Valley Club MD

Emilie Egan

Brian Judge

Rick Pirog (Via Telephone)

Jay Morten (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 Property Owners Association was called to order by Mr. Carey, noting a quorum was present.

Potential Conflicts Of Interest

Mr. Marcin reported that he is the principal owner of Marcin Engineering LLC which provides engineering services to Cordillera Valley Club Metropolitan District and/or Cordillera Valley Club Property Owners Association. The Board noted that Mr. Marcin may participate in discussions related to services his firm may provide to CVC and may vote in such matters, in compliance with his duties to the Association. The Board noted, for the record, that this disclosure is being made at this time with the intent of fully complying with laws pertaining to potential conflicts of interest.

RECORD OF PROCEEDINGS

CORDILLERA VALLEY CLUB PROPERTY OWNERS ASSOCIATION 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.

The Board directed Mr. Perkins to draft a letter to Jim Collins to include the terms of the agreement discussed by the Board.

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 Property Owners Association Board of Directors this 30th day of March, 2010.

Respectfully submitted,

Cheri Curtis

Secretary for the meeting