

**MINUTES OF THE
SPECIAL MEETING OF THE BOARD OF DIRECTORS OF
BEAVER CREEK RESORT COMPANY OF COLORADO
September 28, 2017**

A Special Meeting of the Board of Directors of the Beaver Creek Resort Company of Colorado, a Colorado non-profit corporation (the “Company”) was held on Thursday, September 28, 2017, in the Juniper Room of the Beaver Creek Lodge, Beaver Creek Subdivision, Eagle County, Colorado.

Ms. Howard called the meeting to order at 8:03 a.m. and Ms. Jones verified Notice of Meeting Sent and a quorum established for the purposes of the meeting. The following members of the Board of Directors were present in person or by conference telephone:

Beth Howard
Tim Maher
Bob Boselli
Brian Nolan
Kristin Williams

Ross Bowker via conference phone
Jim Donohue via conference phone
Jeff Luker
Excused: Phil Metz

Representing the Company were Jen Brown, Managing Director, Tom Allen, Treasurer, and Elizabeth Jones, Secretary. Also present were Sarah Stutman from BCRC; Steve Nusbaum from Design Review Administration; Lou Kreig, James Fraser and Larry Graveel from BCPOA; Tim Baker, Jerry Hensel, Paul Gorbold and Jim Clancy from Village Operations; Duncan Horner from Vilar Performing Arts Center.

1. Public Comment. None.

2. Minutes of the Beaver Creek Resort Company Annual Board Meeting August 24, 2017. Mr. Nolan wished to note in the minutes the increase in the EGE funding was based upon a matched increase by the Town of Vail in FY18. Upon motion made by Mr. Nolan and seconded by Mr. Bowker, the minutes of the Board Meeting held August 24, 2017, were unanimously approved as presented. The approved minutes are attached as Exhibit A.

3. Annual Members Meeting Resolutions. Board discussed setting the Beaver Creek Resort Company Annual Meeting date for the Saturday after Thanksgiving, November 25, 2017. At this year’s annual member’s meeting, one Class A (Residential), Class B (Hotel & Lodging) and Class D (Other) Board member will be elected. These seats are currently held by Tim Maher, Ross Bowker and Bob Boselli, whose terms will expire. Additionally, the class F (Declarant Special) Board members will be appointed by the Declarant, the Vail Corporation. The existing class F members are Beth Howard and Phil Metz. Upon motion made by Mr. Maher and seconded by Mr. Boselli, the Board unanimously RESOLVED:

**BEAVER CREEK RESORT COMPANY OF COLORADO
RESOLUTIONS OF THE BOARD OF DIRECTORS
ESTABLISHING 2017 ANNUAL MEMBER MEETING DATE AND
RECORD DATE TO DETERMINE MEMBERS ENTITLED TO VOTE
Board of Directors Meeting September 2017**

RESOLVED, that the 2017 Annual Meeting of Members shall be held at 8:00 a.m. on Saturday, November 25, 2017, with the Annual Meeting of the Board of Directors to follow immediately thereafter;

FURTHER RESOLVED, that October 9, 2017 is hereby established as the record date for the purpose of determining members entitled to notice of or to vote at the Annual Meeting of Members of the Company set for November 25, 2017;

FURTHER RESOLVED, that October 9, 2017 be the date by which all nominations for directors seats must be received; and

FURTHER RESOLVED, that the Company deliver notice of such nomination deadline date to the members as soon as practical after September 11, 2017.

4. Board of Directors Meeting Dates for 2018. Upon motion made by Ms. Williams and seconded by Mr. Boselli, the Board unanimously approved the BCRC Board of Directors Meeting Dates for 2018:

January 25, 2018
February – No meeting
March 22, 2018
April – No meeting
May 24, 2018
June – No meeting
July 26, 2018
August 23, 2018
September 27, 2018
October – No meeting
November 24, 2018 Annual Member meeting and Annual BOD meeting
December – No meeting

5. Design Review Board Annual Appointments. Upon motion made by Mr. Boselli and seconded by Mr. Maher, the Board unanimously **RESOLVED**:

RESOLVED, that the following individuals are appointed as members of the Company's Design Review Board to serve for a period expiring September 30, 2018 or until their successors have been duly qualified and appointed:

- Dawn Friedman
- Bonnie Vogt
- Ludwig Kurz
- Brent Alm
- Stephanie Lord-Johnson.

6. Financial Report August 30, 2017. Mr. Allen reviewed the Financial Report ending August 30, 2017, attached as Exhibit B, as follows:

Year-to-Date Revenues: Total year-to-date revenues had a positive variance of \$3,304,547.

- Actual August Civic, Lodging Civic and Mountain/Recreation Assessments were \$526,724 compared to budget of \$551,064. Year-to-date assessment revenues had a negative variance of \$321,603.

- RETA slowed again in August with revenues of \$198,569 compared to the budget of \$368,516. RETA had a positive variance year-to-date of \$3,556,662.

Year-to-Date Expenses: Expenses had a positive year-to-date variance of \$687,989.

- Activities and Events had a positive year-to-date variance of \$529,120. Major savings include the cancellation of the world cup races, bike week and auto festival.
- Transportation has a combined positive variance of \$62,382 due to the sale of used vehicles and savings in parking lot bus maintenance.
- The current year-to-date positive variance in property maintenance is due to savings in general and landscape maintenance.

Year-End-Revenues: Year-end revenues are forecast to have a positive variance of \$3,356,018.

- The current forecast is showing a negative variance of \$321,603 for Civic, Lodging Civic and Mountain/Recreation Assessments. No variance is being forecast for September.
- The current year-end forecast for RETA is \$7,461,149. There are currently 25 properties either sold or under contract in September including two single family homes. The total RETA for these properties is \$1,435,308. Not all properties under contract will close by September 30. We anticipate \$687,525 will close in September.

Year-End Expenses: The current forecast for expenses is a positive variance of \$472,491. The major changes from the prior variance are:

- \$75,000 savings in special event marketing
- \$60,000 in proceeds from the sale of used Dial-a-Ride vehicles
- \$47,500 to replace broken escalator steps

Capital Expenditures: \$812,408 has been spent on capital projects through August.

Expenditures on capital include \$83,322 for variable message signs; \$61,763 for special event equipment including replacing all of the rodeo fencing; \$18,284 on the second phase of the village lighting project; \$251,988 on the office remodel and furnishings; \$60,617 on plaza furniture and fire pits; \$18,284 on the Centennial lawn drainage and sod; \$13,186 on the St James/Park Hyatt landscaping; \$10,900 on the gravel path between the chapel and Beaver Creek Club; and \$54,671 on new event tents.

Cash Balance: The ending cash balance for August was \$7,053,052 compared to a budgeted cash balance of \$3,276,466. Year-end forecasted cash balance is \$6,418,972.

7. FY18 Interim Budget Approval. Mr. Allen reviewed the FY18 Draft Budget which contains conservative estimates. Mr. Luker expressed desire to review the Marketing Budget separately.

10. New Business. Mr. Nolan wishes to follow up with Mr. Romer about the Merchant Pass program tied to the Beaver Creek Guest Service Review in the fall.

With no other business to discuss and upon motion by Mr. Luker and seconded by Mr. Metz, the Board unanimously agreed to move into executive session at 9:06 am.

At 9:54 am, upon motion made by Mr. Luker and seconded by Mr. Boselli, the Board unanimously agreed to move out of executive session.

With no further business to come before the board and upon motion by Mr. Nolan duly made, seconded by Mr. Metz and unanimously approved, the meeting adjourned at 9:56 am.

Respectfully submitted,

Elizabeth Jones
Secretary

LIST OF EXHIBITS
SPECIAL MEETING OF THE BOARD OF DIRECTORS
BEAVER CREEK RESORT COMPANY OF COLORADO
August 24, 2017

- A. Minutes of the BCRC Board of Directors Meeting July 7, 2017
- B. BCRC Financial Report ending July 31, 2017