

RECORD OF PROCEEDINGS

MINUTES OF A SPECIAL MEETING OF
THE BOARD OF DIRECTORS OF THE
STEAMBOAT SPRINGS AREA FIRE PROTECTION DISTRICT
HELD

May 16, 2018

A special meeting of the Board of Directors of the Steamboat Springs Area Fire Protection District (referred to hereafter as "Board") was convened on Wednesday, the 16th day of May 2018, at 5:00 P.M., at Colorado Realty Group, 509 Lincoln Avenue, Conference Room, Steamboat Springs, Colorado.

ATTENDANCE

Directors in Attendance Were:

Eric Schmidt, President/Chairman (via teleconference)
Tom Ihrig, Secretary/Treasurer
Randall Hannaway, Assistant Secretary
Karl Gills, Assistant Secretary

Also in Attendance Were:

Kammy Tinney; Pinnacle Consulting Group, Inc. (via teleconference)
Dino Ross, Esq. and Matthew Court, Esq.; Ireland, Stapleton, Pryor & Pascoe, P.C. (via teleconference)

Chairman Schmidt called the meeting to order at 5:07 P.M.

Chairman Schmidt declared that a quorum of the Board was present, with four of four Board members in attendance. There is one vacancy on the Board.

ADMINISTRATIVE MATTERS

Agenda: Ms. Tinney distributed for the Board's review and approval a proposed agenda for the special meeting. Following review and discussion the agenda was approved, as presented.

Disclosure of Potential Conflicts of Interest: Chairperson Schmidt inquired whether there were any conflicts to disclose by Board members present, which have not already been adequately disclosed. There were no such conflicts to disclose.

Administer Oaths of Office: Ms. Tinney, in her capacity as Notary Public, administered an Oath of Office to Director Schmidt. Director Schmidt administered Oaths

of Office to Director Ihrig, Director Gills, and Director Hannaway.

Appointment of Officers: Director Gills made a motion to appoint Director Schmidt to the office of President. Director Hannaway seconded the motion. Following discussion, with Directors Gills, Hannaway, and Ihrig voting "Aye", and Director Schmidt abstaining, Director Schmidt was appointed to the office of President.

Director Hannaway made a motion to appoint Director Gills to the office of Vice-President. Director Ihrig seconded the motion. Following discussion, with Directors Schmidt, Hannaway, and Ihrig voting "Aye", and Director Gills abstaining, Director Gills was appointed to the office of Vice-President.

Director Hannaway made a motion to appoint Director Ihrig to the office of Treasurer. Director Gills seconded the motion. Following discussion, with Directors Schmidt, Gills, and Hannaway voting "Aye", and Director Ihrig abstaining, Director Ihrig was appointed to the office of Treasurer.

Director Ihrig made a motion to appoint Director Hannaway to the office of Secretary. Director Gills seconded the motion. Following discussion, with Directors Schmidt, Gills, and Ihrig voting "Aye", and Director Hannaway abstaining, Director Hannaway was appointed to the office of Secretary.

Public Comment: There were no members of the public present.

LEGAL MATTERS

Discussion Regarding Reorganization Discussions with the City of Steamboat Springs: Pursuant to § 24-6-402(4)(b) of the Colorado Revised Statutes, Director Ihrig moved that this special public meeting of the Board of the Steamboat Springs Area Fire Protection District adjourn and, upon an affirmative vote of at least two-thirds of the quorum present, that the Board reconvene in Executive Session for the purpose of receiving legal advice regarding reorganization discussion with the City of Steamboat Springs, and determining positions relative to matters that may be the subject of negotiations; developing strategy for negotiations; and instructing negotiators, pursuant to

§ 24-6-402(4)(b) and (e), C.R.S. Director Hannaway seconded the motion. The vote carried unanimously. Ms. Tinney was invited to attend the Executive Session.

Attorney Ross certified for the record that, pursuant to § 24-6-402(4)(b) of the Colorado Revised Statutes, all of the executive session discussion will constitute an attorney-client privileged communication and will not be recorded.

The Board went into Executive Session at 5:11 P.M.

The Board did not engage in substantial discussion of any matter not enumerated in § 24-6-402(4)(b) and (e) C.R.S. The Board did not adopt any proposed policy, position, resolution, rule, regulation, or formal action. The Executive Session was adjourned at 5:41 p.m. on a motion by Director Hannaway, seconded by Director Gills and passed by the affirmative vote of all members.

The Board reconvened in regular session at 5:41 P.M.

DIRECTOR'S
ITEMS

There were no Director's Items brought before the Board for consideration.

COMMUNITY
MATTERS

There were no Community Matters brought before the Board for consideration.

OTHER BUSINESS

There was no other business brought before the Board for consideration.

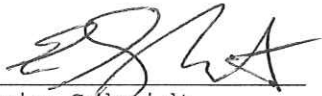
ADJOURNMENT

There being no further business to come before the Board, upon motion duly made by Director Hannaway, seconded by Director Ihrig and, upon vote, unanimously carried, the meeting was adjourned at 5:43 P.M.

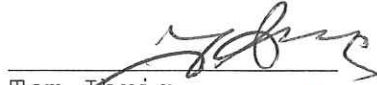
Respectfully submitted,

By: 
Secretary for the Meeting

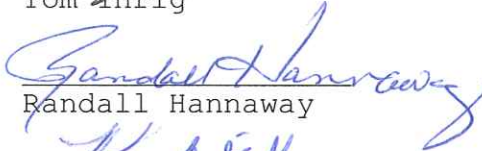
THESE MINUTES ARE APPROVED AS THE OFFICIAL MINUTES OF THE MAY 16, 2018 MEETING OF THE STEAMBOAT SPRINGS AREA FIRE PROTECTION DISTRICT BOARD OF DIRECTORS, BY THE DIRECTORS SIGNING BELOW:



Eric Schmidt



Tom Thrig

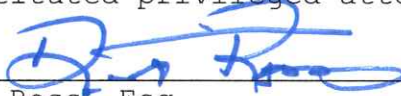


Randall Hannaway



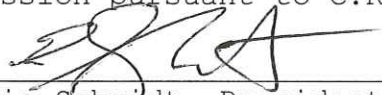
Karl Gills

I hereby attest that the information communicated during the Executive Session, which was not recorded, constituted privileged attorney-client communications.



Dino Ross, Esq.

I hereby attest that the Executive Session was confined to the topics authorized for discussion in Executive Session pursuant to C.R.S. 25-6-402(4)(b).



Eric Schmidt, President