

MINUTES OF THE ANNUAL MEETING
OF THE MEMBERS OF EAGLE RANCH ASSOCIATION

A Meeting of the Members of Eagle Ranch Association (the "Association") was held beginning at 4:00 p.m. on December 19, 2002, at the Eagle Ranch Golf Club House, Lime Park Drive, Eagle Ranch, in Eagle, Colorado.

The following owners (listed alphabetically) were represented in person* or by proxy:

Chris Barbella*, Owner Lot S-20
Shannon Borasio*, Owner Lot Q-3
Rex Brown, Owner S-29
Casey Bullock, Owner H-12
Robert and Jean Burnop, Owners L2-30
Laura Campbell, Owner Lot P-25
CO Beshers, Owner Lot H-61
Michael and Patricia Cole, Owner Lot H-9
John Cortez*, Owner Lot S-35
James Dickerson, Owner Lot P-4
Robert Dorf, Owner Lot S-8
Michael Dunlevie* representing Beresford Scott, Owner Lot I-11
David Elmblad, Owner L2 - 13
Gregg L. Engles, Owner Lot H-59
Mark G. Fox, Owner Lot P-26
Victor Galko, Owner Lot P-1
Gerald B. Gavenda, Owner Lot H-40
Cynthia A. Gilbert, Owner Lots Q10, I18, P2
Thomas and Christine Gingrich, Owners L2- 16
Carol Glasson*, representing Eagle Ranch Village
Dolores J. Gleason, Owner Lot H-8
John Hiney, Owner L2 -18
Keith J. Kaufmann, Owner R-15
Mary Lou Keller*, Owner Lot H-60
Bob Knous, Owner Lot H-37
Charles Koshgarian, Owner Lot L-14
Robert Kreidler, Owner Lot L2- 37
Tom Markalunas, Owner Lot P- 21
Jennifer Marquez, Owner Lot P-14
Gary Martinez*, Owner Lot I -15
Carol McCallister (Village Homes), Owner B-21,
Addy McCord, Owner Lot H-45
Kim McGhee, Owner Lot J-5
Catherine McRory (CMKD, LLC), Owner Lot P-27
Marka W. Moser, Owner Lot 19
Robert Navratil, Owner Lot R-19
Ken Neubecker*, Owner Lot Q-11, 0016 E. Foxglove
Linda Nevin*, Owner Lot R-24, 0031 Sawmill Circle
Jeffrey T. and Margaret Nicholls, Owners Lot S-16
Holly Nielsen, Owner Lot H-3

John Nilsson*, Owner Lot S-10
Vincent Novak, Owner Lot L-38
Robert Nott*, representing Founders Place Condominiums
Ann O'Brien, Owner Lot L1 - 11
G. J. O'Halloran, Owner Lot S-36
Candy Overlie, Owner Lot P- 43
Jamy* and Katherine Patterson, Owner Lot H -13
Houston Perkins*, Owner Lot L-5
Tim and Paula Putich, Owners Lot L1 -1
R.A. Froberg and Association Inc., Owner Lot P - 3 and Q - 2
Henry Reed*, Representing Eagle Ranch Village
Kent Rose*, Owner Lot J-21
Mary Seales*, Owner Lot L-6, and Unit #7
Rod Staten* (Village Homes), Owner Lot B-22
Janet M. Thrasher, Owner Lot S-23
Marne Tutt, Owner Lot P2 - 36
Yumi Umezono, Owner Lot Q-4
John M. Vengrin, Owner Lot 53
Gary Wicklund, Owner Lot R-10
Glen Wood, Owner Lots H-23 and R-30
Linda Zilar, Owner Lot H-11

Others present in person were:

Jim Adams, Eagle Ranch
Jeff Boyer, Eagle Ranch Golf Course
Kristi Foster, East West Resorts ("EWR")
Jennifer Kuechenmeister, EWR
Jill Walters, EWR

The order of business was as follows:

1. Call to Order. Mr. Martinez, President, called the meeting to order. Mr. Perkins verified that proper notice of the meeting was given, and acknowledged that a quorum was present. Copies of proxies are attached hereto as Exhibit A and incorporated herein by this reference. Ms. Kuechenmeister was appointed to act as recording secretary.
2. Reading of Minutes. Upon motion duly made (Mr. Patterson) and seconded (Mr. Cortez), reading of the minutes of the Members' meeting held on December 13, 2001 was waived and they were unanimously approved as submitted.
3. Financial Reports.
 - a. Ms. Foster reviewed the Balance Sheet and the Income Statement as of September 30, 2002, attached hereto as Exhibits B and C respectively and incorporated herein by this reference.
 - b. 2003 Budget. A copy of the approved Budget Plan for 2003, attached hereto as Exhibit D, had been distributed to all members along with the notice of this meeting. There being no votes to reject the Budget, the Budget was deemed ratified in accordance with Colorado Common Interest Ownership Act (the "Act"). Ms. Foster

explained that there would be no increase in the Owners' dues this year. Mr. Martinez noted that Sales Transfer Fees account for a large portion of total revenues and briefly explained how those funds are allocated.

4. Community Update. Mr. Martinez reviewed a number of projects within the community and issues affecting Eagle Ranch Homeowners.
 - a. The ownership was reminded that once 25% of the lots (or 475 lots) in the Planned Unit Development ("PUD") of Eagle Ranch are sold, the Association will elect a residential representative to the Board of Directors. Currently, 405 lots have closed. Mr. Patterson asked the developer and management to research if this same percentage need be obtained before a residential member could be elected to the Eagle Ranch Design Review Board as well.
 - b. The Allen Tract annexation to the Town of Eagle, per the Annexation Agreement is final. The ice rink and pool on this 20 acre parcel are on schedule to be completed in the fall of 2003.
 - c. BLM Acquisition. Eagle Ranch recently acquired BLM land to the South of the project. The developer was directed to research how this acquisition might alter the total number of sold lots needed before a residential member may be elected to the Association Board of Directors.
 - d. Wildlife Fund. Mr. Martinez informed the membership that a committee would be formed during first quarter 2003 in accordance with the annexation agreement to address allocation of the wildlife enhancement fund.
 - e. Entry Improvements. Many improvements and upgrades to the main entrance have been completed as part of the developer's responsibility. Future improvements such as lighting, signage and a roundabout are planned for this area. However, a right-of-way issue must be resolved prior to these improvements commencing. The Developer will fund and complete landscape improvements to the Capitol Street/ Brush Creek Road entrance during the spring of 2003.
 - f. Path Surfacing. Many surfacing improvements are planned for the foot and bike paths through the Eagle Ranch community for 2003.
 - g. Tract A / Medical Campus. The revised plan for Tract A will potentially include a 10-acre parcel for a medical campus.
 - h. Lighting. In response to an inquiry about better streetlights and potential bike path lighting, Mr. Martinez expressed that the lighting was currently in compliance with the Town of Eagle requirements. He also expressed that he did not believe the Town favored additional lighting for these areas.
 - i. Mr. Martinez also mentioned that Eagle Ranch was named "2002 Chamber Business of the Year."

5. New Business.

- a. Mr. Martinez presented the Proposed Improvement Budget, attached hereto as Exhibit E, detailing capital landscape improvements for consideration by the Association members. The expense for the proposed improvements would be approximately \$125,000, and funds from account 2550, Replacement Fund Balance, would be utilized for the proposed improvements. Mr. Perkins noted that although the developer held proxies and had authority to approve the expenditure, the developer was seeking membership consent for this project. There was some discussion as to each proposed location and the responsible party for improvements to such areas. No motion for approval was made from the floor, so the Directors agreed to prepare an additional mailing in early 2003 that would present the proposed improvements to the entire membership.
- b. Property Maintenance. Ms. Nevin expressed concern that although Owners have agreed to maintain their lots prior to building, many do not comply with this statement in the Declaration. Specifically, Ms. Nevin was concerned that lot owners were not keeping their property mowed. Discussion regarding establishment of a maintenance standard and enforcement of this standard followed.
- c. Striping on Sylvan Lake Road. Ms. Nevin noted that the striping painted on Sylvan Lake Road indicates a parking lane, not a turn lane. She expressed the need for additional signage designating lane use.
- d. Community Building. Ms. Nevin noted that rental rate for use of the community building is cost-prohibitive. Mr. Martinez explained that the Town of Eagle is responsible for the maintenance of the building and subsequent fee structure for its use.

There being no further business, upon motion duly made (Mr. Patterson) and seconded (Mr. Staten), the meeting was closed at approximately 6:00 p.m.

Respectfully submitted,

 5/1/2003
Jennifer Kuechenmeister, Recording Secretary