

**RESOLUTION OF
THE BOARD OF DIRECTORS OF
BUCKHORN VALLEY METROPOLITAN DISTRICT NO. 2
2010 REGULAR SPECIAL DISTRICT ELECTION RESOLUTION**

WHEREAS, Buckhorn Valley Metropolitan District No. 2 (the "District") was organized pursuant to § 32-1-101 *et seq.*, C.R.S., after approval of the eligible electors of the District, by order of the District Court in and for Eagle County, Colorado, dated May 15, 2000; and

WHEREAS, the members of the Board of Directors for the District (the "Board") are elected to staggered four year terms; and

WHEREAS, the Board of the District currently includes four (4) members appointed to fill vacancies on the Board and one (1) vacancy; and

WHEREAS, the term of office for one (1) member of the Board for the District shall expire after his/her successor is elected at the next regular election for the District scheduled to be held on the Tuesday succeeding the first Monday of May in every even-numbered year or May 4, 2010 (the "Election"); and

WHEREAS, the term for three (3) members of the Board for the District, who were appointed to fill vacancies on the Board and to serve until the next regular election, shall expire after their successors are elected at the Election to serve the remaining unexpired portion of the terms, which is two years; and

WHEREAS, the term for the one (1) vacancy on the Board for the District is one (1) four year term; and

WHEREAS, in accordance with the provisions of the Special District Act, Articles 1 to 18 of Title 1, C.R.S. (the "Act") and the Uniform Election Code of 1992", Articles 1 to 10 of Title 1, C.R.S. (the "Code"), the Election must be conducted to elect to the Board of the District two (2) Directors to serve for a term of four years and three (3) Directors to serve a term of two years; and

WHEREAS, pursuant to § 32-1-804(1), C.R.S., the Board shall govern the conduct of the Election and shall render all interpretations and make all decisions as to controversies or other matters arising in conducting the Election; and

WHEREAS, the Board desire to call the Election and set forth herein the procedures for conducting the Election as authorized by the Act and the Code.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE BUCKHORN VALLEY METROPOLITAN DISTRICT NO. 2 THAT:

1. The Board hereby call a regular election of the eligible electors of the District to be held on the Tuesday succeeding the first Monday of May in every even-numbered year (May 4, 2010) between the hours of 7:00 A.M. and 7:00 P.M. pursuant to and in accordance with the Act,

Code, and other applicable laws, for the purpose of electing two (2) Directors to serve a four year term and three (3) Directors to serve a two year term on the Board. Such Election shall be conducted as a mail ballot election.

2. Pursuant to Section 32-1-804(2), C.R.S., the Board hereby names Darcy A. Hitt of the law firm of Icenogle, Norton, Smith, Gilida & Pogue, P.C. ("General Counsel"), as the Designated Election Official for the Election. The Board hereby directs General Counsel to oversee the general conduct of the Election and authorize the Designated Election Official to take all other action necessary for the proper conduct thereof. The Designated Election Official shall act as the primary contact with the Clerk and Recorder of Eagle County, Colorado (the "County") and shall be primarily responsible for ensuring the proper conduct of the Election including, but not limited to, appointing election judges as necessary, appointing the Board of Canvassers, arranging for the required notices of the election and printing of ballots, and directing that all other appropriate actions be accomplished.

3. Applications for mail-in voter's ballots may be filed with the Designated Election Official at: 1331 Seventeenth Street, Suite 500, Denver, Colorado 80202, not earlier than January 1, 2010, nor later than 5:00 P.M. on April 30, 2010, if the Election is conducted as a polling place election.

4. Pursuant to § 32-1-804.3, C.R.S., all candidates must file a self-nomination and acceptance form or letter signed by the candidate and by a registered elector as a witness to the signature of the candidate with the Designated Election Official no later than 3:00 P.M. on the day that is 67 days prior to the Election (February 26, 2010). Self-nomination and acceptance forms are available at the Designated Election Official's office located at the above address.

5. Pursuant to § 1-5-208, C.R.S., the Board hereby authorizes and directs the Designated Election Official to cancel the Election and declare the candidates elected if, at the close of business on the sixty-third day before the Election (March 2, 2010), there are not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates, and so long as the only ballot questions are for the election of candidates. The Board further authorizes and directs the Designated Election Official to file cancellation notices and cancellation resolutions with the Eagle County Clerk and Recorder's Office and with the Colorado Division of Local Government as needed. The Designated Election Official also shall notify the candidates that the Election was canceled and they were elected by acclamation.


6. The District shall be responsible for the payment of any and all costs associated with the conduct of the Election, including its cancellation, if necessary, and those costs incurred pursuant to the terms and conditions of an election agreement with the County, if any.

7. This Resolution shall take effect on the date and at the time of its adoption.

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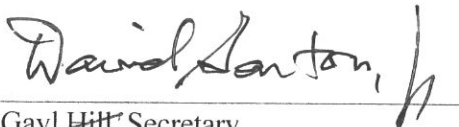
ADOPTED AND APPROVED THIS 26TH DAY OF JANUARY 2010.

BUCKHORN VALLEY METROPOLITAN
DISTRICT NO. 2



Samantha Gale, President

ATTEST:



Gayl Hill, Secretary

