

**UNANIMOUS WRITTEN CONSENT RESOLUTION
OF THE MEMBERS OF THE BOARD OF DIRECTORS OF
TELLURIDE MOUNTAIN VILLAGE OWNERS ASSOCIATION
APPOINTING A DIRECTOR TO THE LODGING SEAT**

This Unanimous Written Consent Resolution (this "**Resolution**") of the members of the Board of Directors (the "**Board**") of Telluride Mountain Village Owners Association, a Colorado non-profit corporation (the "**Association**") is hereby approved and adopted to be effective as of the 21st day of March, 2016 (the "**Effective Date**"), in accordance with the provisions of the Colorado Nonprofit Corporation Act and the Bylaws of the Association.

WHEREAS, the undersigned constitute all six (6) of the current members of the Board of the Association; and

WHEREAS, the Association Class B Lodging Seat on the Board was put up for re-election in December 2015, but, there were no candidates; and

WHEREAS, pursuant to Association Bylaws, Bylaw VI, sections 2 and 10, any vacancy occurring in the Class B Lodging Seat on the Board of Directors may be filled by the unanimous written consent resolution of the members of the Board then in office, and the appointee shall serve through conclusion of the vacated term.

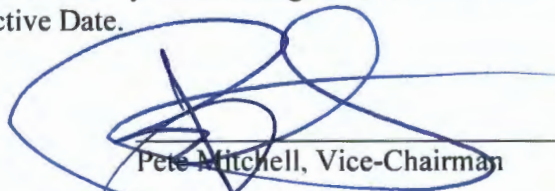
NOW, THEREFORE, the undersigned Directors hereby unanimously confirm and approve the following act and resolution:

BE IT RESOLVED, that Duncan Hogarth, General Manager, Madeline Hotel and Residences, Mountain Village, Colorado, is hereby appointed to serve as a Director on the Class B Lodging Seat on the Association Board. Mr. Hogarth has accepted this appointment. Mr. Hogarth shall serve on this Seat through conclusion of the vacated term (December 2017), at which time this Seat will be up for election by the Class B Lodging members.

This Resolution may be executed by the individual Board members in multiple counterparts or by legible facsimile copy, each of which shall constitute an original, but all of which, taken together, shall constitute one and the same instrument. Executed by the undersigned Board of Directors of the Association to be effective as of the Effective Date.



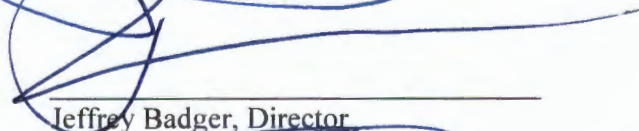
Bill Jensen, Chairman



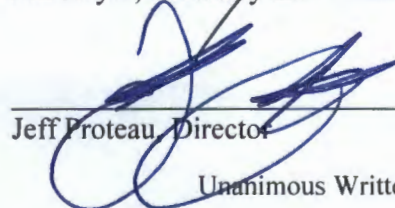
Pete Mitchell, Vice-Chairman



Jim Royer, Secretary and Treasurer



Jeffrey Badger, Director



Jeff Proteau, Director



Robert Stenhammer, Director

Anton Benitez

From: Scott Pickert <spickert@nvhg.com>
Sent: Wednesday, March 02, 2016 6:27 PM
To: Anton Benitez
Cc: Duncan Hogarth (duncanh@madelinetelluride.com)
Subject: TMVOA Lodging Seat Nomination
Attachments: Duncan Hogarth TMVOA Nomination.pdf

Hello Anton,

Attached please find our Lodging seat nomination letter for Duncan Hogarth. We look forward to Duncan's positive contributions to TMVOA.

Thank you.

Scott Pickert
Senior Vice President
Northview Hotel Group
P. 541-548-9378
C. 925-699-6111
E. spickert@nvhg.com

Anton Benitez

From: Jim Royer <jamesroyer@gmail.com>
Sent: Thursday, March 24, 2016 2:51 PM
To: Anton Benitez
Subject: Re: Lodging Seat Appointment

Anton

I approve

Jim Royer

Sent from my iPad

On Mar 24, 2016, at 11:13 AM, Anton Benitez <anton@tmvoa.org> wrote:

Jim – attached is the unanimous consent for appointing Duncan to the lodging seat (all other directors have signed). Please just email me your approval and you can sign once you're back in town.

Thanks,
AB

Anton Benitez
Executive Director
Telluride Mountain Village Owners Association
113 Lost Creek Lane, Suite A Mountain Village, CO 81435
970-728-1904 Ext 1 (Office)
anton@tmvoa.org

<UC_Lodging Seat Appointment_032116.pdf>



March 2, 2016

Attention: Anton Benitez, Executive Director, TMVOA

Mr. Benitez,

Madeline Property Owner, LLC, the owner and manager of Madeline Hotel and Residences, including Lodge and Efficiency Lodge Units, is proud to nominate our General Manager, Duncan Hogarth, for the open TMVOA Lodging seat. If you have any questions, please feel free to contact me.

Thank you very much.

Sincerely,

A handwritten signature in black ink, consisting of a large, stylized 'S' followed by a horizontal line that extends to the right.

Scott Pickert
Senior Vice President
spickert@nvhg.com