

**Minutes of
Special Board Meeting
Nicasio Land Owners Association**

at the Lewis residence, 5899 Lucas Valley Road, Wednesday, December 13, 2017

Call to Order: 7:15 pm. Board members present: Bill Joost (Treasurer), Steve Lewis (President), Tom Wood (Secretary), Stan Loar, Rick Lafranchi, Caroline Bolthouse, Chris Thomas. Attending: Eric Blantz (advisor to the Board), Pat McDonnell, Nicholas Keeler (of Inyo), Rob Volker (of Inyo). Absent: Jennie Golde (Vice-President), Guy Phillips.

Purpose of this special meeting: This special meeting was held: (1) to discuss the conditions for the release of funds, totaling \$1,109,000.00 (and not including accrued interest) to the Inyo Company/Nicasio Broadband Network LLC by the NLOA, in its capacity as Agent for prepaying customers as set forth in the Master Services Agreement, and (2) to vote on the release of said funds.

After a thorough discussion among all present, including Inyo representatives Messrs. Keeler and Volker, of the conditions of release and other issues covered in the (attached) document "Presentation to the NLOA Board of Directors for their Meeting on December 13, 2017" created by the Nicasio Broadband Committee (Pat McDonnell, Guy Phillips, and Eric Blantz), which includes an exhaustive checklist of "NLOA Escrow Release Conditions," a vote on the following resolution was moved and seconded:

"Resolved that, based on the near fulfillment of all items required for the release of escrowed funds, as set out in the Master Services Agreement and its addenda, the Board of Directors of the Nicasio Land Owners Association (NLOA) hereby authorizes the Treasurer to release all funds presently held in escrow as soon as all items for escrow release can be certified as being complete. Such certification shall be by the special committee set up by the Board, consisting of Pat McDonnell, Guy Phillips, and Eric Blantz."

The motion was unanimously passed.

The meeting concluded at 8:20 p.m.

Respectfully submitted,

Thomas Wood, Secretary