

TOWN OF MINTURN, COLORADO

RESOLUTION NO. 18- 2008

**A RESOLUTION BY THE COUNCIL OF THE TOWN OF MINTURN, COLORADO
APPROVING A PRELIMINARY PLANNED UNIT DEVELOPMENT PLAN AND
ENVIRONMENTAL IMPACT REPORT**

FILE NO. PUD PDP 06-01

WHEREAS, The Town of Minturn Council, (hereinafter the “Town”), in addition to any authority granted by general or special law, has certain powers and duties contained in Minturn Municipal Code Sec. 16.21.4.A; and,

WHEREAS, on July 26, 2006, the Town Planning Commission recommended that the Town Planner approve Ginn Battle North, LLC, a Georgia limited liability company; Ginn Battle South, LLC, a Georgia limited liability company; and Ginn-LA Battle One, Ltd., LLLP, a Georgia limited liability limited partnership (collectively hereinafter “*Applicant*”) PUD Concept Plan with conditions; and on August 3, 2006, the Town Planner issued a Letter of Notification of approval of Applicant’s PUD Concept Plan with Conditions; and,

WHEREAS, on November 1, 2006, the Applicant submitted an application for Planned Unit Development Preliminary Development Plan under requirements set forth in Minturn Municipal Code Sec. 16.15.16; this proposed Planned Unit Development Preliminary Development Plan is to detail the development of approximately 4,340 acres of land situated between the Town and the Town of Red Cliff, Colorado; Applicant also submitted simultaneously its Environmental Impact Report as required by such Code section; and,

WHEREAS, on November 13, 2006, the Town Planner issued a letter determining completeness of the application for Planned Unit Development Preliminary Development Plan; and,

WHEREAS, at public hearings for both the Planned Unit Development Preliminary Development Plan and Environmental Impact Report held between January 10, 2007 and May 23, 2007, and after review of presented evidence, testimony, exhibits, review of the Town Master Plan, comments of public officials and referred agencies, comments from the public and recommendation from Town Staff, the Town of Minturn Planning and Zoning Commission, by resolution, approved its recommendation for approval to the Town of Minturn Council; and,

WHEREAS, at public hearings for both the Planned Unit Development Preliminary Development Plan and Environmental Impact Report held between June 6, 2007 and February 27, 2008, and after consideration of the application, the relevant support materials, and findings and recommendations of the Planning Commission, Town Staff and other agencies and information given at the public hearing, and after determining compliance with the evaluation

criteria listed herein and other standards and criteria of the Minturn Municipal Code, **the Town Council makes the following findings:**

1. That proper publication and public notice were provided as required by law for hearings before the Town Council.
2. The resulting development will be consistent with the Master Plan and the proposed PUD reflects the character of Minturn.
3. The resulting development **is** consistent with the Community Plan and the proposed PUD does reflect the character of Minturn as appropriate for the nature and topography of the development property and its proximity to the Town.
4. The area around the development can be planned to be in substantial harmony with the proposed PUD.
5. The area around the development can be planned to be in substantial harmony with the proposed PUD. However, the area around the proposed development is largely Forest Service land and not anticipated to be developed.
6. The adjacent and nearby neighborhoods will not be detrimentally affected by the proposed PUD.
7. The adjacent and nearby neighborhoods will not be detrimentally affected by the proposed PUD. Nearby neighborhoods will not be able to view the proposed PUD and the applicant has proposed environmental response activities for contaminated areas as well as traffic mitigation and mitigation of other development related impacts;; to the extent there will be development adjacent to the Town of Red Cliff, conditions have been adopted to minimize adverse impacts on the Town of Red Cliff.
8. The mass and scale of individual buildings and the overall density of the PUD shall be consistent in scale and character to avoid abrupt and/or severe differences with the surrounding area.
9. The mass and scale of individual buildings and the overall density of the PUD **will** be consistent in scale and character to avoid abrupt and/or severe differences with the surrounding area. The Rock Creek, Willow Creek and Holy Cross Character Areas have central concentrations of buildings that radiate into dissipating concentrations and are located out of sight from adjacent properties. Bolts Lake Character Area consists of a proposed central “Icon” building surrounded by smaller buildings of similar character and have been located to minimize visual impacts on adjacent properties and from adjacent public rights of way. Gilman Character Area is proposed to be similar in scale and character to its current condition.
10. The PUD can be completed within a reasonable period of time, which shall be determined prior to final approval of the PUD.

11. The Fiscal Impact Analysis of the Battle Mountain Project (October 1, 2006) projects a 20 year build-out scenario which is appropriate for the size of the development and development property.

12. The PUD provides for the appropriate treatment of the Eagle River corridor as a community recreational amenity and focal point.

13. As conditioned, the PUD **does** provide for the appropriate treatment of the Eagle River corridor as a community recreational amenity and focal point. In the Bolts Lake Character Area, the Applicant has committed to environmental response activities for remediation contaminated areas near the Eagle River that will help the quality of the watershed. A condition has been applied stipulating the applicant shall dedicate to the public an easement twenty feet from the high water line of the Eagle River and Cross Creek through its property for the purpose of picnicking, walking, fishing and any and all forms of boating such as kayaking, rafting, canoeing and tubing.

14. The residents of the PUD will have easy access to recreational amenities. The proposal is for a private resort that will allow members and their guests' unfettered access to the property's recreational amenities. Applicant has prepared the Battle Mountain Partnership Pass Program (check this title) that articulates the access that Town citizens will have to such recreational amenities. Furthermore, a condition has been applied stipulating the applicant shall dedicate to the public an easement twenty feet from the high water line of the Eagle River and Cross Creek through its property for the purpose of picnicking, walking, fishing and any and all forms of boating such as kayaking, rafting, canoeing and tubing.

15. Any increase in density proposed above what is permitted in the underlying zone shall be mitigated by increasing the land dedications to open space, recreational amenities or other public facilities and services.

16. While the development proposes 3,353 acres of Recreational Open Space (77% of the total proposed acreage), Sec. 16.15.8(16) of the Minturn Municipal Code states that a PUD may be applied to annexed land or other land not zoned by the Town of Minturn without the requirement for underlying zoning. Since there will be an increase in the density for the developed portions of the property, a condition providing for the funding of the purchase of U.S. Forest Service parcels within or adjacent to the Town and related land acquisitions satisfies this land dedication provision. In addition, recreational opportunities within the Project will be provided to the Town citizens through the Battle Mountain Partnership Pass Program. Pursuant to state statute and the processing of this application, the property will be zoned PUD upon annexation into the Town.

17. There is no industrial development proposed. Any proposed commercial development is justified. Commercial development will serve as an amenity to the residents and guests of the property with limited opportunities for Town citizens.

18. The streets are adequate to support the anticipated traffic. As conditioned, the development will not overload the streets outside the planned area either during or after the construction phase. Three separate traffic related plans are approved as conditions to this approval and will be implemented by Applicant as conditions of this approval to mitigate the impacts of traffic on the Town.

19. As conditioned, the proposed utility and drainage facilities are adequate for the population densities and type of development proposed.

20. The development is consistent with the Minturn Community Plan and the specific characteristics of the subject land. Currently, the property lies outside the Town Boundaries, and there is no applicable Official Zone District Map. A companion application to amend the official zone district map is approved by ordinance as required by the Code consistent with this application.

21. As conditioned, the Environmental Impact Report is acceptable.

22. The proposal does comply with the minimum requirement of 25% of the gross land area to be reserved for common recreation and usable open space. The development proposes 3,353 acres of Recreational Open Space, which is 77% of the total proposed acreage.

23. All common open space and recreational facilities are shown on the Preliminary Development Plan for PUD and are detailed on available phasing documents.

24. As conditioned, all privately owned common open space will continue to conform to its intended use and, as conditioned, will have appropriate zoning restrictions and/or covenants or easements to ensure their preservation and maintenance and to prohibit the division of any common open space, as approved in the Preliminary Development Plan.

25. As conditioned, the Environmental Impact Report has or will contain information and analysis in sufficient detail and adequately supported by technical studies to allow the Town Council to judge the various impacts and actions taken to reduce or mitigate any harmful impacts; the Environmental Impact Report is subject to the applicant's compliance with CERCLA and working with the EPA and CDPHE with regard to the designated superfund sites within the development and it will be updated as the documents required to be prepared and approved under that process are prepared, finalized and approved.

26. The Environmental Impact Report does include a general statement identifying and describing the proposed project and its purpose.

27. The Environmental Impact Report, and other materials submitted with any application or preliminary plan, descriptive materials, maps and plans, does show the information required in Minturn Municipal Code Sec. 16.20.5.3.a-e.

28. As conditioned, the Environmental Impact Report has or will include an environmental

inventory providing reasonably complete information to permit independent evaluation by reviewers of factors that could be affected by the proposed development; the Environmental Impact Report is subject to the applicant's compliance with CERCLA and working with the EPA and CDPHE with regard to the designated superfund sites within the development and it will be updated as the documents required to be prepared and approved under that process are prepared, finalized and approved.

29. As conditioned, the analysis portion of the Environmental Impact Report has or will assess the items required in Minturn Municipal Code Sec. 16.20.5.4.a-h; the Environmental Impact Report is subject to the applicant's compliance with CERCLA and working with the EPA and CDPHE with regard to the designated superfund sites within the development and it will be updated as the documents required to be prepared and approved under that process are prepared, finalized and approved..

NOW, THEREFORE, BE IT RESOLVED by the Town of Minturn Council, County of Eagle, State of Colorado:

The application for Planned Unit Development Preliminary Development Plan, File No. **PUD PDP 06-01**, be and is approved for the property described in Exhibit A, attached hereto and incorporated herein by reference.

The application for Planned Unit Development Preliminary Plan, File No. PDP PP 06-01, be approved for the aforementioned described property subject to compliance with the conditions for preliminary plat, a copy of which are attached hereto as Exhibit B and incorporated herein by reference.

The Town Council directs the Director of Planning for the Town to provide a copy of this resolution to the Applicant.

The Battle Mountain PUD Guide dated February 27, 2008 attached hereto as Exhibit "C" is approved.

The Battle Mountain Environmental Impact Report attached hereto as Exhibit "D" is approved subject to the conditions set forth herein.

the Battle Mountain PUD Preliminary Development Plan, together with the Annexation Agreement and Vested Property Rights Development Agreement and the approved Preliminary Subdivision Plat, shall constitute an approved "site specific development plan" as defined in the Vested Property Rights Statute, Sections 24-68-101 *et seq.* of the Colorado Revised Statutes and Section 16.21.19 of the Minturn Municipal Code (the "Code"); without limiting the generality of the foregoing, the owners of the property within the Battle Mountain PUD shall have vested property rights to undertake and complete development and use of the Property as set forth in the Annexation Agreement and the approved PUD Preliminary Development Plan, subject to any conditions of such approval, and as set forth in any

Annexation Agreement and subject to compliance with all applicable provisions of the Code pertaining to approval process and provisions for the PUD Final Development Plan and Final Subdivision Plat(s) and subject to the provisions of any Final Development Plan and Subdivision Improvements Agreement(s) to be negotiated and agreed upon by such owners and the Town of Minturn; the property rights so established shall be and remain vested for the term of 20 years; pursuant to § 16.21.19 of the Code and subject to the provisions of the Annexation Agreement::

**APPROVAL OF THIS PLAN CONSTITUTES A VESTED PROPERTY RIGHT
PURSUANT TO ARTICLE 68 OF TITLE 24, C.R.S., AS AMENDED.**

This resolution shall serve as an agreement binding the Applicant to the aforementioned conditions.

INTRODUCED, READ, APPROVED, ADOPTED AND RESOLVED this 27th day of February, 2008.

TOWN OF MINTURN

By: *Hawkeye Flaherty*
Mayor

ATTEST:

[Signature]
Town Clerk



EXHIBIT A

BATTLE MOUNTAIN ANNEXATION PARCEL No. 1 DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, THENCE N00°19'28"W, A DISTANCE OF 99.97 FEET ALONG THE WEST SECTION LINE OF SAID SECTION 36; THENCE DEPARTING SAID LINE THE FOLLOWING FOUR (4) COURSES:

- 1) N28°14'06"E, A DISTANCE OF 715.12 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 2) N57°25'05"E, A DISTANCE OF 557.63 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 3) N70°47'03"E, A DISTANCE OF 761.45 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 4) N89°57'20"E, A DISTANCE OF 87.51 FEET TO THE TRUE POINT OF BEGINNING;

THENCE N89°57'20"E, A DISTANCE OF 120.00 FEET; THENCE S00°00'00"E, A DISTANCE OF 240.00 FEET; THENCE S89°57'20"W, A DISTANCE OF 120.00 FEET; THENCE N00°00'00"E, A DISTANCE OF 240.00 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.661 ACRES OF LAND MORE OR LESS.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 2 DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST AND SECTION 2, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, THENCE N00°19'28"W, A DISTANCE OF 99.97 FEET ALONG THE WEST SECTION LINE OF SAID SECTION 36; THENCE DEPARTING SAID LINE THE FOLLOWING FOUR (4) COURSES:

- 1) N28°14'06"E, A DISTANCE OF 715.12 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 2) N57°25'05"E, A DISTANCE OF 557.63 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 3) N70°47'03"E, A DISTANCE OF 761.45 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 4) N89°57'20"E, A DISTANCE OF 37.51 FEET TO THE TRUE POINT OF BEGINNING;

THENCE N89°57'20"E, A DISTANCE OF 50.00 FEET; THENCE S00°00'00"E, A DISTANCE OF 240.00 FEET; THENCE N89°57'20"E, A DISTANCE OF 120.00 FEET; THENCE N00°00'00"E, A DISTANCE OF 240.00 FEET; THENCE N89°57'22"E, A DISTANCE OF 50.00 FEET; THENCE S00°00'00"E, A DISTANCE OF 1302.00 FEET; THENCE S89°57'20"W, A DISTANCE OF 220.00 FEET; THENCE N00°00'00"E, A DISTANCE OF 1302.00 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINS 5.915 ACRES OF LAND MORE OR LESS.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 3 DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST AND SECTION 1 AND 2, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, THENCE N00°19'28"W, A DISTANCE OF 99.97 FEET TO THE TRUE POINT OF BEGINNING:

THENCE DEPARTING SAID LINE THE FOLLOWING EIGHT (8) COURSES:

- 1) N28°14'06"E, A DISTANCE OF 715.12 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 2) N57°25'05"E, A DISTANCE OF 557.63 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 3) N70°47'03"E, A DISTANCE OF 761.45 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE;
- 4) N89°57'20"E, A DISTANCE OF 37.51 FEET;
- 5) S00°00'00"E, A DISTANCE OF 1302.00 FEET;
- 6) N89°57'20"E, A DISTANCE OF 220.00 FEET;
- 7) N00°00'00"E, A DISTANCE OF 1302.00 FEET;
- 8) N89°57'20"E, A DISTANCE OF 50.00 FEET TO THE WEST LINE OF A PARCEL OF LAND DESCRIBED IN BOOK 126 AT PAGE 192; THENCE ALONG SAID PARCEL THE FOLLOWING TWO (2) COURSES:

- 1) S10°00'00"W, A DISTANCE OF 89.49 FEET;
- 2) S80°00'00"E, A DISTANCE OF 125.00 FEET; THENCE S00°00'00"E, A DISTANCE OF 1000.00 FEET; THENCE S30°31'04"E, A DISTANCE OF 2069.67 FEET; THENCE S59°28'56"W, A DISTANCE OF 800.00 FEET; THENCE N30°31'04"W, A DISTANCE OF 2458.44 FEET; THENCE N90°00'00"W, A DISTANCE OF 1055.69 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINS 73.556 ACRES OF LAND MORE OR LESS.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 4 DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST, SECTIONS 1, 2, 11, AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTH QUARTER CORNER OF SAID SECTION 36, ALSO BEING A POINT ON THE WESTERLY RIGHT-OF-WAY OF HIGHWAY 24; THENCE CONTINUING ALONG SAID RIGHT-OF-WAY THE FOLLOWING SEVEN (7) COURSES:

- 1) N89°55'30"E, A DISTANCE OF 42.40 FEET;
- 2) S28°18'00"E, A DISTANCE OF 97.26 FEET;
- 3) S27°40'00"E, A DISTANCE OF 834.17 FEET;
- 4) S21°45'36"E, A DISTANCE OF 1187.40 FEET;
- 5) N59°22'34"E, A DISTANCE OF 103.21 FEET;
- 6) S24°31'00"E, A DISTANCE OF 322.73 FEET TO A POINT OF CURVATURE;

7) 430.88 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 26°58'52", A RADIUS OF 915.00 FEET, AND A CHORD WHICH BEARS S11°01'26"E, A DISTANCE OF 426.91 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY N53°54'26"W, A DISTANCE OF 71.36 FEET; THENCE S21°45'36"E, A DISTANCE OF 135.40 FEET TO A POINT ON SAID RIGHT-OF-WAY; THENCE CONTINUING ALONG SAID RIGHT-OF-WAY THE FOLLOWING EIGHT (8) COURSES:

1) 271.00 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 16°58'10", A RADIUS OF 915.00 FEET, AND A CHORD WHICH BEARS S16°12'58"W, A DISTANCE OF 270.01 FEET

2) S24°42'01"W, A DISTANCE OF 211.28 FEET;

3) S35°46'25"W, A DISTANCE OF 205.45 FEET;

4) S14°35'55"W, A DISTANCE OF 532.15 FEET;

5) S01°16'40"E, A DISTANCE OF 429.57 FEET;

6) S01°26'17"W, A DISTANCE OF 268.56 FEET;

7) S33°57'06"W, A DISTANCE OF 246.94 FEET, TO A STONE MONUMENT FOUND IN PLACE;

8) S08°01'44"E, A DISTANCE OF 378.04 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY S08°17'45"E, A DISTANCE OF 306.15 FEET TO CORNER No. 8

OF RIVER BEND MILL SITE (MS No.19856); THENCE ALONG THE 8-9 LINE OF SAID RIVER BEND MILL SITE N72°57'00"E, A DISTANCE OF 114.55 FEET TO CORNER No. 9; THENCE ALONG THE 1-9 LINE OF SAID RIVER BEND MILL SITE N00°00'03"W, A DISTANCE OF 101.14 FEET; THENCE DEPARTING SAID 1-9 LINE S54°58'20"E, A DISTANCE OF 95.23 FEET TO A POINT ON THE 3-4 LINE OF SAID RIVER BEND MILL SITE; THENCE ALONG SAID 3-4 LINE S10°57'09"W, A DISTANCE OF 390.94 FEET TO CORNER No. 4; THENCE ALONG THE 4-5 LINE OF SAID RIVER BEND MILL SITE S22°32'25"W, A DISTANCE OF 2.99 FEET; THENCE DEPARTING SAID 4-5 LINE S78°26'14"E, A DISTANCE OF 1.49 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING SIX (6) COURSES:

1) S15°10'48"W, A DISTANCE OF 289.39 FEET;

2) S21°48'39"W, A DISTANCE OF 243.16 FEET;

3) S30°16'07"W, A DISTANCE OF 140.01 FEET;

4) S27°42'40"W, A DISTANCE OF 65.41 FEET;

5) N85°17'30"W, A DISTANCE OF 81.52 FEET;

6) S04°42'30"W, A DISTANCE OF 69.09 FEET TO A POINT ON THE 1-2 LINE OF THE BROOKLYN PLACER (MS No.19500); THENCE ALONG SAID 1-2 LINE S19°50'01"W, A DISTANCE OF 268.43 FEET TO A POINT ON SAID RAILROAD RIGHT-OF-WAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING NINE (9) COURSES:

1) S31°32'13"W, A DISTANCE OF 533.60 FEET;

2) S33°39'54"W, A DISTANCE OF 140.23 FEET;

3) S23°58'23"W, A DISTANCE OF 151.92 FEET;

4) S26°02'26"W, A DISTANCE OF 245.65 FEET;

5) S13°30'08"W, A DISTANCE OF 135.47 FEET;

6) S04°24'03"W, A DISTANCE OF 136.44 FEET;

7) S04°05'15"E, A DISTANCE OF 146.56 FEET;

8) S13°03'41"E, A DISTANCE OF 60.00 FEET;

9) N21°23'46"W, A DISTANCE OF 307.48 FEET TO A POINT ON THE 5-6 LINE OF SAID BROOKLYN PLACER THENCE ALONG SAID 5-6 LINE N16°10'31"W, A DISTANCE OF 271.77 FEET TO CORNER No. 6; THENCE ALONG THE 6-7 LINE OF SAID BROOKLYN PLACER N12°26'20"W, A DISTANCE

OF 500.60 FEET TO CORNER No. 3 OF THE MARS MILL SITE (MS No.20745), A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID MARS MILL SITE N45°48'07"W, A DISTANCE OF 1087.10 FEET TO CORNER No. 2, A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 5-6 LINE OF THE HOMESTEAD ENTRY SURVEY (H.E.S.) 41; THENCE ALONG SAID 5-6 LINE N79°07'29"W, A DISTANCE OF 2659.38 FEET TO CORNER No. 5, A 2 1/2 INCH IRON PIPE IN CONCRETE FOUND IN PLACE; THENCE ALONG THE 4-5 LINE OF SAID H.E.S. 41 N38°47'02"W, A DISTANCE OF 387.01 FEET TO CORNER No. 4, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 3-4 LINE OF SAID H.E.S. 41 N44°15'33"E, A DISTANCE OF 992.55 FEET TO CORNER No. 3, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID H.E.S. 41 S82°16'20"E, A DISTANCE OF 1508.13 FEET TO CORNER No. 2, A 2 1/2 INCH IRON PIPE IN CONCRETE FOUND IN PLACE; THENCE ALONG THE 1-2 LINE OF SAID H.E.S. 41 N39°26'18"E, A DISTANCE OF 1104.36 FEET TO CORNER No. 1, A STONE MONUMENT FOUND IN PLACE, ALSO BEING CORNER No. 5 OF THE HOMESTEAD ENTRY SURVEY (H.E.S.) 40; THENCE ALONG THE 5-6 LINE OF SAID H.E.S. 40 N23°20'28"E, A DISTANCE OF 1564.32 FEET TO CORNER No. 6, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 6-7 LINE OF SAID H.E.S. 40 N25°05'49"W, A DISTANCE OF 706.80 FEET TO CORNER No. 2 OF THE GOLD STAR MILL SITE (MS No.20712), A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID GOLD STAR MILL SITE N67°56'53"W, A DISTANCE OF 968.68 FEET TO CORNER No. 3, A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE, ALSO BEING CORNER No. 3 OF THE TREASURY VAULT LODGE (MS No.20712); THENCE ALONG THE 3-4 LINE OF SAID TREASURY VAULT LODGE N67°54'55"W, A DISTANCE OF 401.48 FEET TO CORNER No. 4, A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 3-4 LINE OF HOMESTEAD ENTRY SURVEY (H.E.S.) 46; THENCE ALONG SAID 3-4 LINE N69°12'30"E, A DISTANCE OF 553.35 FEET TO A POINT ON THE BOUNDARY OF A PARCEL DESCRIBED AT RECEPTION No. 733099; THENCE ALONG SAID BOUNDARY N34°20'33"E, A DISTANCE OF 268.78 FEET TO A 1 1/2 INCH ALUMINUM MONUMENT, LS No.11204, FOUND IN PLACE; THENCE N33°44'17"W, A DISTANCE OF 346.86 FEET TO A 1 1/2 INCH ALUMINUM MONUMENT, LS No.11204, FOUND IN PLACE; THENCE N59°38'05"W, A DISTANCE OF 743.66 FEET TO A 1 1/2 INCH ALUMINUM MONUMENT, LS No. 20695, FOUND IN PLACE; THENCE N00°04'55"E, A DISTANCE OF 459.57 FEET TO A POINT ON SAID SOUTHERLY LINE OF SAID SECTION 36, A 3 1/4 INCH BRASS MONUMENT FOUND IN PLACE, MARKING CORNER No. 1 OF THE RESOJ LEASE; THENCE ALONG SAID SOUTHERLY LINE S89°58'30"W, A DISTANCE OF 420.19 FEET TO THE SOUTHWEST CORNER OF SAID SECTION 36; THENCE N00°19'28"W, A DISTANCE OF 99.97 FEET ALONG THE WEST SECTION LINE OF SAID SECTION 36; THENCE DEPARTING SAID LINE THE FOLLOWING FIVE (5) COURSES:

1) S90°00'00"E, A DISTANCE OF 1055.69 FEET;

2) S30°31'04"E, A DISTANCE OF 2458.44 FEET;

3) N59°28'56"E, A DISTANCE OF 800.00 FEET;

4) N30°31'04"W, A DISTANCE OF 2069.67 FEET;

5) N00°00'00"E, A DISTANCE OF 1000.00 FEET TO THE SOUTHWEST CORNER OF A PARCEL OF LAND DESCRIBED IN BOOK 126 AT PAGE 192; THENCE N10°00'00"E, A DISTANCE OF 111.63 FEET ALONG SAID PARCEL; THENCE DEPARTING SAID PARCEL N89°57'20"E, A DISTANCE OF 57.17 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE WESTERLY RIGHT-OF-WAY OF SAID HIGHWAY 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIVE (5) COURSES:

1) 5.39 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 00°24'30", A RADIUS OF 756.30 FEET, AND A CHORD WHICH BEARS S32°43'45"E, A DISTANCE OF 5.39 FEET;

2) S32°56'00"E, A DISTANCE OF 199.00 FEET TO A POINT OF CURVATURE;

3) 228.37 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 04°37'54", A RADIUS OF 2825.00 FEET, AND A CHORD WHICH BEARS S30°37'03"E, A DISTANCE OF 228.30 FEET;

4) S28°18'00"E, A DISTANCE OF 946.45 FEET;

5) S00°01'30"W, A DISTANCE OF 78.74 FEET TO SAID SOUTH QUARTER CORNER ALSO BEING THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 373.159 ACRES OF LAND MORE OR LESS.

TOGETHER WITH A PARCEL OF LAND LOCATED IN SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST, SECTIONS 1, 2, 11, AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 36; THENCE S39°31'03"E, A DISTANCE OF 5796.96 FEET TO A POINT ON THE 1-2 LINE OF THE RIVER BEND MILL SITE (MS No. 19856) BEING THE TRUE POINT OF BEGINNING;

THENCE ALONG SAID 1-2 LINE S89°54'11"E A DISTANCE OF 150.98 FEET TO CORNER N. 2, A 3 1/4 INCH ALUMINUM FOREST SERVICE MONUMENT FOUND IN PLACE; THENCE S15°47'02"W ALONG THE 2-3 LINE OF SAID RIVER BEND MILL SITE, A DISTANCE OF 452.93 FEET, TO A POINT OF CURVATURE; THENCE DEPARTING SAID 2-3 LINE 147.26 FEET ALONG A NON-TANGENT CURVE TO TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 12°28'40", A RADIUS OF 676.20 FEET, AND A CHORD WHICH BEARS N07°47'20"W, A DISTANCE OF 146.97 FEET; THENCE N01°33'00"W A DISTANCE OF 290.59 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 0.818 ACRES OF LAND MORE OR LESS.

TOGETHER WITH A PARCEL OF LAND LOCATED IN SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST, SECTIONS 1, 2, 11, AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 36; THENCE S24°17'50"W, 3079.28 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR HIGHWAY 24 ALSO BEING A POINT ON THE 1-2 LINE OF THE HOMESTEAD ENTRY SURVEY (H.E.S.) 40 AND BEING THE TRUE POINT OF BEGINNING.

THENCE ALONG SAID 1-2 LINE S21°45'37"E, 324.31 FEET TO CORNER NO. 2, A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID H.E.S. 40 S20°13'06"W, 1158.66 FEET TO A POINT ON SAID RIGHT-OF-WAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FOUR (4) COURSES:

- 1) N01°33'00"W, 546.88 FEET TO A POINT OF CURVATURE;
- 2) 309.77 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 26°14'51", A RADIUS OF 676.20 FEET, AND A CHORD WHICH BEARS N11°34'34"E, A DISTANCE OF 307.07 FEET;
- 3) N24°42'00"E A DISTANCE OF 422.50 FEET TO A POINT OF CURVATURE;
- 4) 167.28 FEET ALONG THE ARC OF SAID CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 9°37'56", A RADIUS OF 995.00 FEET, AND A CHORD WHICH BEARS N19°53'02"E, A DISTANCE OF 167.08 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 5.308 ACRES, MORE OR LESS.

TOTAL COMBINED ACREAGE FOR PARCEL No. 4 CONTAINS 379.285 ACRES OF LAND.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 5 DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 11, AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 36; THENCE S20°44'31"E, A DISTANCE OF 7851.43 FEET TO A POINT ON THE INTERSECTION

OF THE RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD BEING THE TRUE POINT OF BEGINNING.

THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FOUR (4) COURSES:

- 1) 167.35 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 2°28'40", A RADIUS OF 3869.72 FEET, AND A CHORD WHICH BEARS S08°36'27"W, A DISTANCE OF 167.34 FEET TO A POINT OF CURVATURE;
- 2) 325.85 FEET ALONG THE ARC OF SAID NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 28°35'01", A RADIUS OF 653.16 FEET, AND A CHORD WHICH BEARS S06°55'23"E, A DISTANCE OF 322.48 FEET;
- 3) S21°12'53"E, 749.30 FEET TO A POINT OF CURVATURE;
- 4) 365.44 FEET ALONG THE ARC OF SAID NON-TANGENT CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 03°41'13", A RADIUS OF 5679.19 FEET, AND CHORD WHICH BEARS S19°22'17"E, A DISTANCE OF 365.38 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY S77°25'00"W A DISTANCE OF 3.45 FEET TO A POINT ALONG THE 5-6 LINE OF THE ROSA M. LODGE (MS No. 5712); THENCE N12°25'00"W A DISTANCE OF 1.24 FEET TO CORNER No. 6 OF SAID ROSA M. LODGE (MS No. 5712), ALSO BEING CORNER No. 4 OF THE BROOKLYN PLACER (MS No. 19500); THENCE S77°37'53"W ALONG THE 4-5 LINE OF SAID BROOKLYN PLACER A DISTANCE OF 329.31 FEET; THENCE N36°28'58"W, A DISTANCE OF 47.70 FEET TO A POINT ON SAID RAILROAD RIGHT-OF-WAY, THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING SEVEN (7) COURSES:

- 1) N14°56'18"W, A DISTANCE OF 547.42 FEET;
- 2) N13°03'41"W, A DISTANCE OF 357.80 FEET;
- 3) N04°05'15"W, A DISTANCE OF 138.92 FEET;
- 4) N04°24'03"E, A DISTANCE OF 128.75 FEET;
- 5) N13°30'08"E, A DISTANCE OF 126.00 FEET;
- 6) N26°02'26"E, A DISTANCE OF 241.06 FEET;
- 7) N23°58'23"E, A DISTANCE OF 84.30 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 8.503 ACRES OF LAND MORE OR LESS.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 6 DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 1, 11, AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, S44°57'06"E, A DISTANCE OF 6468.47 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 BEING THE TRUE POINT OF BEGINNING;

THENCE ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING SIX (6) COURSES:

- 1) S61°40'00"E, A DISTANCE OF 114.10 FEET;
- 2) S16°06'00"W, A DISTANCE OF 568.70 FEET;
- 3) S48°20'00"W, A DISTANCE OF 175.20 FEET;
- 4) S09°32'00"W, A DISTANCE OF 533.20 FEET;
- 5) S47°34'00"W, A DISTANCE OF 672.00 FEET;
- 6) S16°32'23"W, A DISTANCE OF 631.02 FEET; THENCE S61°40'14"W, A DISTANCE OF 453.22 FEET; THENCE S27°22'51"W, A DISTANCE OF 575.57 FEET; THENCE S18°58'13"E, A DISTANCE OF 460.65 FEET; THENCE N58°57'42"E,

A DISTANCE OF 598.46 FEET; THENCE S21°15'02"E, A DISTANCE OF 262.92 FEET; THENCE S25°53'37"W, A DISTANCE OF 519.56 FEET; THENCE S19°25'15"E, A DISTANCE OF 750.61 FEET; THENCE S23°43'06"E, A DISTANCE OF 822.11 FEET TO A POINT ON THE COOLIDGE LODE (MS No. 20293); THENCE S77°23'49"W A DISTANCE OF 256.81 FEET TO A POINT ALONG THE 3-4 LINE OF THE SAID COOLIDGE LODE (MS No. 20293) AND THE 1-2 LINE OF THE CAVE LODE (MS No. 20293) TO CORNER No. 3 OF SAID COOLIDGE LODE ALSO BEING CORNER No. 2 OF SAID CAVE LODE; THENCE N45°28'28"W, A DISTANCE OF 357.90 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING THIRTY (30) COURSES:

- 1) N77°25'00"E, A DISTANCE OF 89.29 FEET;
- 2) N35°15'53"W, A DISTANCE OF 67.25 FEET;
- 3) N25°44'53"W, A DISTANCE OF 237.58 FEET;
- 4) N16°13'58"W, A DISTANCE OF 6.62 FEET;
- 5) S77°25'00"W, A DISTANCE OF 75.15 FEET;
- 6) N16°13'53"W, A DISTANCE OF 477.59 FEET;
- 7) N16°50'51"W, A DISTANCE OF 123.71 FEET;
- 8) N77°25'00"E, A DISTANCE OF 75.27 FEET;
- 9) N18°53'02"W, A DISTANCE OF 301.82 FEET;
- 10) S77°25'00"W, A DISTANCE OF 50.47 FEET;
- 11) N21°09'37"W, A DISTANCE OF 563.64 FEET;
- 12) N32°50'52"W, A DISTANCE OF 150.75 FEET;
- 13) N08°55'55"W, A DISTANCE OF 432.48 FEET;
- 14) N09°29'46"E, A DISTANCE OF 214.86 FEET;
- 15) N18°46'01"E, A DISTANCE OF 189.39 FEET;
- 16) N32°08'16"E, A DISTANCE OF 42.96 FEET;
- 17) N90°00'00"E, A DISTANCE OF 58.63 FEET;
- 18) N31°50'40"E, A DISTANCE OF 69.78 FEET;
- 19) N90°00'00"W, A DISTANCE OF 28.69 FEET;
- 20) N32°07'49"E, A DISTANCE OF 39.90 FEET;
- 21) N30°58'34"E, A DISTANCE OF 282.81 FEET;
- 22) S04°42'30"W, A DISTANCE OF 158.17 FEET;
- 23) N30°58'34"E, A DISTANCE OF 337.16 FEET;
- 24) N27°42'40"E, A DISTANCE OF 229.87 FEET;
- 25) N85°17'30"W, A DISTANCE OF 86.91 FEET;
- 26) N27°42'40"E, A DISTANCE OF 36.37 FEET;
- 27) N30°16'07"E, A DISTANCE OF 143.36 FEET;
- 28) N21°48'40"E, A DISTANCE OF 251.73 FEET;
- 29) N15°10'48"E, A DISTANCE OF 313.68 FEET;
- 30) N14°06'56"E, A DISTANCE OF 341.08 FEET; THENCE DEPARTING SAID RAILROAD RIGHT-OF-WAY S54°58'20"E, A DISTANCE OF 29.79 FEET TO A POINT ON THE RIGHT-OF-WAY FOR SAID HIGHWAY 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING EIGHT (8) COURSES:

1) 264.70 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 23°50'18", A RADIUS OF 636.20 FEET, AND A CHORD WHICH BEARS S01°53'09"E, A DISTANCE OF 262.79 FEET;

2) S83°05'55"E, A DISTANCE OF 153.03 FEET TO A POINT OF CURVATURE;

3) 161.76 FEET ALONG THE ARC OF SAID NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 12°15'22", A RADIUS OF 756.20 FEET, AND A CHORD WHICH BEARS N03°54'18"E, A DISTANCE OF 161.45 FEET;

4) S55°44'00"E, A DISTANCE OF 103.56 FEET;

5) N57°43'00"E, A DISTANCE OF 210.50 FEET;

6) N27°35'00"E, A DISTANCE OF 278.60 FEET;

7) N00°52'00"E, A DISTANCE OF 276.80 FEET;

8) N37°45'00"E, A DISTANCE OF 426.81 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 44.500 ACRES, MORE OR LESS.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 7 DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 11, AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 36; THENCE S20°44'31"E, A DISTANCE OF 7851.43 FEET TO A POINT ON THE INTERSECTION OF THE RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FOUR (4) COURSES:

1) 167.35 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 2°28'40", A RADIUS OF 3869.72 FEET, AND A CHORD WHICH BEARS S08°36'27"W, A DISTANCE OF 167.34 FEET TO A POINT OF CURVATURE;

2) 325.85 FEET ALONG THE ARC OF SAID NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 28°35'01", A RADIUS OF 653.16 FEET, AND A CHORD WHICH BEARS S06°55'23"E, A DISTANCE OF 322.48 FEET;

3) S21°12'53"E, 749.30 FEET TO A POINT OF CURVATURE;

4) 365.44 FEET ALONG THE ARC OF SAID NON-TANGENT CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 03°41'13", A RADIUS OF 5679.19 FEET, AND CHORD WHICH BEARS S19°22'17"E, A DISTANCE OF 365.38 FEET TO THE TRUE POINT OF BEGINNING.

THENCE CONTINUING ALONG SAID RIGHT-OF-WAY THE FOLLOWING FOUR (4) COURSES:

1) N77°25'00"E, A DISTANCE OF 25.09 FEET;

2) S16°52'08"E, A DISTANCE OF 126.91 FEET;

3) S16°13'53"E, A DISTANCE OF 474.41 FEET;

4) S74°08'57"W, A DISTANCE OF 74.95 FEET TO CORNER No. 2 OF THE PERU LODE (MD No. 5712); THENCE N11°30'03"W ALONG THE 1-2 LINE OF SAID PERU LODE TO CORNER No. 1 A DISTANCE OF 304.32 FEET, ALSO BEING CORNER No. 5 OF THE ROSA M. LODE (MS No. 5712); THENCE N12°25'00"W ALONG THE 5-6 LINE OF THE SAID ROSA M. LODE, A DISTANCE OF 300.01 FEET; THENCE N77°25'00"E, A DISTANCE OF 3.45 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 0.724 ACRES OF LAND MORE OR LESS.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 8 DESCRIPTION

BATTLE MOUNTAIN ANNEXATION PARCEL No. 8 CONSISTS OF THE FOLLOWING TWO (2) OWNERSHIP TRACTS:

A PARCEL OF LAND LOCATED IN SECTION 1, 11, 12 AND 13, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

TRACT 8-A LEGAL DESCRIPTION

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, S44°57'06"E, A DISTANCE OF 6468.47 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24; THENCE ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING SIX (6) COURSES:

- 1) S61°40'00"E, A DISTANCE OF 114.10 FEET;
- 2) S16°06'00"W, A DISTANCE OF 568.70 FEET;
- 3) S48°20'00"W, A DISTANCE OF 175.20 FEET;
- 4) S09°32'00"W, A DISTANCE OF 533.20 FEET;
- 5) S47°34'00"W, A DISTANCE OF 672.00 FEET;
- 6) S16°32'23"W, A DISTANCE OF 631.02 FEET TO THE TRUE POINT OF BEGINNING.

THENCE CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING THIRTY-ONE (31) COURSES:

- 1) S42°45'37"E, A DISTANCE OF 206.60 FEET;
- 2) S10°14'37"E, A DISTANCE OF 389.38 FEET;
- 3) S47°16'47"E, A DISTANCE OF 351.19 FEET;
- 4) S13°19'47"E, A DISTANCE OF 237.58 FEET;
- 5) S47°16'13"W, A DISTANCE OF 354.68 FEET;
- 6) S16°22'41"W, A DISTANCE OF 394.99 FEET;
- 7) S06°58'30"E, A DISTANCE OF 606.53 FEET;
- 8) S22°17'14"E, A DISTANCE OF 841.76 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY FOR SAID HIGHWAY 24 S77°23'49"W A DISTANCE OF 98.09 FEET TO A POINT ALONG THE 3-4 LINE OF THE COOLIDGE LODGE (MS No. 20293) AND THE 1-2 LINE OF THE CAVE LODGE (MS No. 20293) TO CORNER No. 3 OF SAID COOLIDGE LODGE ALSO BEING CORNER No. 2 OF SAID CAVE LODGE; THENCE N23°43'06"W, A DISTANCE OF 822.11 FEET; THENCE N19°25'15"W, A DISTANCE OF 750.61 FEET; THENCE N25°53'37"E, A DISTANCE OF 519.56 FEET; THENCE N21°15'02"W, A DISTANCE OF 262.92 FEET; THENCE S58°57'42"W, A DISTANCE OF 598.46 FEET; THENCE N18°58'13"W, A DISTANCE OF 460.65 FEET; THENCE N27°22'51"E, A DISTANCE OF 575.57 FEET; THENCE N61°40'14"E, A DISTANCE OF 453.22 FEET TO THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINING 26.391 ACRES OF LAND MORE OR LESS.

TRACT 8-B LEGAL DESCRIPTION

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, S44°57'06"E, A DISTANCE OF 6468.47 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24; THENCE ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING FOURTEEN (14) COURSES:

- 1) S61°40'00"E, A DISTANCE OF 114.10 FEET;
- 2) S16°06'00"W, A DISTANCE OF 568.70 FEET;

- 3) S48°20'00"W, A DISTANCE OF 175.20 FEET;
- 4) S09°32'00"W, A DISTANCE OF 533.20 FEET;
- 5) S47°34'00"W, A DISTANCE OF 672.00 FEET;
- 6) S16°32'23"W, A DISTANCE OF 631.02 FEET;
- 7) S42°45'37"E, A DISTANCE OF 206.60 FEET;
- 8) S10°14'37"E, A DISTANCE OF 389.38 FEET;
- 9) S47°16'47"E, A DISTANCE OF 351.19 FEET;
- 10) S13°19'47"E, A DISTANCE OF 237.58 FEET;
- 11) S47°16'13"W, A DISTANCE OF 354.68 FEET;
- 12) S16°22'41"W, A DISTANCE OF 394.99 FEET;
- 13) S06°58'30"E, A DISTANCE OF 606.53 FEET;
- 14) S22°17'14"E, A DISTANCE OF 841.76 FEET TO THE TRUE POINT OF BEGINNING.

THENCE CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING TWENTY THREE (23) COURSES:

- 1) S22°17'14"E, A DISTANCE OF 259.35 FEET;
- 2) S46°50'14"E, A DISTANCE OF 295.81 FEET;
- 3) S12°34'14"E, A DISTANCE OF 369.84 FEET;
- 4) S08°48'49"W, A DISTANCE OF 423.80 FEET;
- 5) S12°11'11"E, A DISTANCE OF 306.78 FEET;
- 6) S64°21'38"E, A DISTANCE OF 315.84 FEET;
- 7) N75°27'54"E, A DISTANCE OF 291.12 FEET;
- 8) N48°58'55"E, A DISTANCE OF 374.05 FEET;
- 9) N61°48'55"E, A DISTANCE OF 853.98 FEET;
- 10) S63°58'05"E, A DISTANCE OF 292.11 FEET;
- 11) S18°06'55"W, A DISTANCE OF 625.08 FEET;
- 12) S03°39'05"E, A DISTANCE OF 526.41 FEET;
- 13) S20°13'40"W, A DISTANCE OF 384.58 FEET;
- 14) S21°49'40"W, A DISTANCE OF 405.57 FEET;
- 15) S18°14'35"W, A DISTANCE OF 106.71 FEET TO A POINT OF CURVATURE;
- 16) 106.76 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 06°05'24", A RADIUS OF 1004.43 FEET, AND A CHORD WHICH BEARS S18°14'35"W, A DISTANCE OF 106.71 FEET TO A POINT OF A COMPOUND CURVE;
- 17) 321.63 FEET ALONG THE ARC OF SAID NON-TANGENT COMPOUND CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 18°20'49", A RADIUS OF 1004.43 FEET, AND A CHORD WHICH BEARS S02°28'12"W, A DISTANCE OF 320.26 FEET;
- 18) S05°29'20"E, A DISTANCE OF 354.30 FEET;
- 19) S44°24'20"E, A DISTANCE OF 487.82 FEET;
- 20) S77°48'10"E, A DISTANCE OF 504.78 FEET;
- 21) S50°36'52"E, A DISTANCE OF 207.86 FEET;

22) S15°28'19"W, A DISTANCE OF 522.91 FEET;

23) S03°11'21"W, A DISTANCE OF 77.19 FEET TO THE INTERSECTION OF SAID RIGHT-OF-WAY AND THE SOUTH LINE OF THE MAMIE LODE (MS No. 781); THENCE DEPARTING SAID POINT N89°59'46"W, A DISTANCE OF 235.36 FEET; THENCE N29°19'42"E, A DISTANCE OF 292.78 FEET; THENCE N04°25'19"E, A DISTANCE OF 426.96 FEET; THENCE N79°00'28"W, A DISTANCE OF 794.51 FEET; THENCE N04°14'46"W, A DISTANCE OF 361.07 FEET; THENCE S67°19'25"W, A DISTANCE OF 625.51 FEET; THENCE S81°36'54"W, A DISTANCE OF 568.62 FEET; THENCE S69°36'59"W, A DISTANCE OF 701.04 FEET; THENCE N20°18'48"W, A DISTANCE OF 200.21 FEET; THENCE N00°13'11"E, A DISTANCE OF 306.77 FEET; THENCE N47°03'56"E, A DISTANCE OF 1042.50 FEET; THENCE N42°10'02"E, A DISTANCE OF 887.51 FEET; THENCE N35°25'23"W, A DISTANCE OF 673.89 FEET; THENCE S54°06'55"W, A DISTANCE OF 973.81 FEET; THENCE N08°45'24"W, A DISTANCE OF 393.18 FEET; THENCE N14°15'34"E, A DISTANCE OF 1012.63 FEET; THENCE N28°35'48"W, A DISTANCE OF 240.85 FEET; THENCE N02°57'34"W, A DISTANCE OF 239.46 FEET TO CORNER No. 2 OF THE COOLIDGE LODE (MS No. 20293); THENCE ALONG THE 2-3 LINE OF THE SAID COOLIDGE LODE N45°28'28"W, A DISTANCE OF 713.90 FEET TO CORNER No. 3 OF SAID COOLIDGE LODE ALSO BEING CORNER No. 2 OF THE CAVE LODE (MS No. 20293); THENCE ALONG THE 3-4 LINE OF SAID COOLIDGE LODE ALSO BEING THE 1-2 LINE OF SAID CAVE LODE N77°23'47"E, A DISTANCE OF 256.81 FEET TO A POINT ALONG THE 3-4 LINE OF THE COOLIDGE LODE (MS No. 20293) AND THE 1-2 LINE OF THE CAVE LODE (MS No. 20293) TO CORNER No. 3 OF SAID COOLIDGE LODE ALSO BEING CORNER No. 2 OF SAID CAVE LODE; THENCE DEPARTING SAID POINT S77°23'49"W A DISTANCE OF 98.09 FEET TO THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINING 99.166 ACRES OF LAND MORE OR LESS.

TOTAL COMBINED NET ACREAGE FOR PARCEL No. 8 CONTAINS 125.557 ACRES OF LAND.

BATTLE MOUNTAIN ANNEXATION PARCEL No. 9 DESCRIPTION

BATTLE MOUNTAIN ANNEXATION PARCEL No. 9 CONSISTS OF THE FOLLOWING TWO (2) OWNERSHIP TRACTS:

TRACT 9-A LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTIONS 1, 12, 13 AND 24, TOWNSHIP 6 SOUTH, RANGE 81 WEST; AND SECTIONS 5, 6, 7, 8, 9, 16, 17, 18, 19, 20, 21 AND 29, TOWNSHIP 6 SOUTH, RANGE 80 WEST, ALL IN THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 36; THENCE S63°38'38"E, A DISTANCE OF 2534.07 FEET TO CORNER No. 2 AT THE TOPAZ LODE (MS No. 20461), A 1 1/2 INCH ALUMINUM CAP, LS No. 24325, FOUND IN PLACE, BEING THE TRUE POINT OF BEGINNING; THENCE ALONG THE 2-3 LINE OF SAID TOPAZ LODE S53°54'23"E, A DISTANCE OF 1499.98 FEET TO CORNER No. 3, A STONE MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 1-2 LINE OF THE QUAKER LODE (MS No. 20461); THENCE ALONG SAID 1-2 LINE N59°25'24"E, A DISTANCE OF 455.97 FEET TO CORNER No. 2 OF SAID QUAKER LODE, A STONE MONUMENT FOUND IN PLACE; THENCE S44°59'52"E, A DISTANCE OF 1860.88 FEET ALONG THE EASTERLY LINE OF SAID QUAKER LODE, THE OXIDE LODE (MS No. 20641) AND THE LIME LODE (MS No. 20641) TO CORNER No. 2 OF SAID LIME LODE, A 1 1/2 INCH ALUMINUM CAP, LS #24325, FOUND IN PLACE, ALSO BEING A POINT ON THE 1-2 LINE OF THE JEROME LODE (MS No. 20461); THENCE N59°06'09"E, A DISTANCE OF 403.30 FEET TO CORNER No. 2 OF SAID JEROME LODE, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE EASTERLY LINE OF SAID JEROME LODE, THE HANOVER LODE (MS No. 20461), THE FRANKLIN LODE (MS No. 20461), THE DE PUE LODE (MS No. 20461) AND THE BLENDE LODE (MS No. 20461) S45°07'20"E, A DISTANCE OF 3098.66 FEET TO CORNER No. 3 OF SAID BLENDE LODE, A 1 1/2 INCH ALUMINUM CAP, LS #24325, FOUND IN PLACE, ALSO BEING A POINT ON THE 2-3 LINE OF THE COLORADO LODE (MS No. 20355); THENCE ALONG SAID 2-3 LINE N 59°25'36"E, A DISTANCE OF 139.32 FEET TO CORNER No. 3 OF SAID COLORADO LODE, A STONE MONUMENT FOUND IN PLACE; THENCE S45°08'40"E, A DISTANCE OF 127.73 FEET TO A POINT ON THE WEST LINE OF TRACT 37, FROM WHICH ANGLE POINT No. 3 OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, BEARS S00°02'47"E, A DISTANCE OF 144.88 FEET; THENCE ALONG SAID WEST LINE N00°02'47"W, A DISTANCE OF 1191.77 FEET TO ANGLE POINT No. 2 OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE ALONG THE NORTH LINE OF SAID TRACT 37, S89°56'44"E, A DISTANCE OF 2629.96 FEET TO ANGLE POINT No. 1 OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT, FOUND IN PLACE; THENCE ALONG THE EAST LINE OF SAID TRACT 37 S00°10'09"E, A DISTANCE OF 1321.68 FEET TO ANGLE POINT No. 4

OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE ALONG THE SOUTH LINE OF SAID TRACT 37 N89°50'57"W, A DISTANCE OF 648.90 FEET TO A POINT ON THE 3-4 LINE OF THE LONG BOY No. 4 LODE (MS No. 20705); THENCE ALONG SAID 3-4 LINE S53°57'39"E 603.06 FEET TO CORNER No. 4 OF SAID LONG BOY No. 4 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING A POINT ON THE 3-4 LINE OF THE LONG BOY No. 10 LODE (MS No. 20705); THENCE ALONG SAID 3-4 LINE AND THE 3-4 LINE OF THE LONG BOY No. 11 LODE (MS No. 20705) N59°21'03"E, A DISTANCE OF 1146.41 FEET TO CORNER No. 3 OF SAID LONG BOY No. 11 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S30°38'37"E, A DISTANCE OF 1500.54 FEET TO CORNER No. 2 OF SAID LONG BOY No. 11 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S59°22'29"W, A DISTANCE OF 600.36 FEET TO CORNER No. 1 OF SAID LONG BOY No. 11 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER No. 1 OF THE FORESIGHT No. 9 LODE (MS No. 20705); THENCE S30°45'22"E, A DISTANCE OF 1509.39 FEET TO CORNER No. 4 OF SAID FORESIGHT No. 9 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING A POINT ON THE 1-2 LINE OF THE FORESIGHT No. 8 LODE (MS No. 20705); THENCE N58°01'34"E, A DISTANCE OF 277.76 FEET ALONG SAID 1-2 LINE TO CORNER No. 1 OF SAID FORESIGHT No. 8 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S30°34'48"E, A DISTANCE OF 1172.96 FEET ALONG THE 1-4 LINE OF SAID FORESIGHT No. 8 LODE TO A POINT ON THE WEST LINE OF TRACT 38, FROM WHICH ANGLE POINT No. 3, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE BEARS S00°02'13"E, A DISTANCE OF 1765.71 FEET; THENCE ALONG SAID WEST LINE OF TRACT 38 N00°02'13"W, A DISTANCE OF 869.50 FEET TO ANGLE POINT No. 2, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE N89°46'58"E, A DISTANCE OF 1319.01 FEET TO ANGLE POINT No. 1 OF SAID TRACT 38, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE S00°05'00"E, A DISTANCE OF 1446.69 FEET ALONG THE EAST LINE OF SAID TRACT 38 TO A POINT ON THE 2-3 LINE OF THE FORESIGHT No. 4 LODE (MS No. 20747), FROM WHICH ANGLE POINT No. 4 OF SAID TRACT 38 BEARS S00°05'00"E, A DISTANCE OF 1193.84 FEET; THENCE ALONG SAID 2-3 LINE S89°52'48"E, A DISTANCE OF 485.90 FEET TO CORNER No. 2 OF SAID FORESIGHT No. 4 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE ALONG THE 1-2 LINE OF SAID FORESIGHT No. 4 LODE S00°12'31"W, A DISTANCE OF 330.30 FEET TO CORNER No. 1 OF THE FORESIGHT No. 16 LODE (MS No. 20747), A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S00°12'31"W, A DISTANCE OF 6802.59 FEET; THENCE N89°43'20"W, A DISTANCE OF 2900.08 FEET; THENCE S00°14'38"E, A DISTANCE OF 2315.26 FEET; THENCE S56°07'00"W, A DISTANCE OF 450.29 FEET; THENCE N10°48'47"W, A DISTANCE OF 1490.53 FEET; THENCE S79°11'13"W, A DISTANCE OF 149.11 FEET; THENCE S63°58'49"W, A DISTANCE OF 64.05 FEET; THENCE N08°55'47"W, A DISTANCE OF 40.30 FEET; THENCE S49°10'13"W, A DISTANCE OF 184.08 FEET; THENCE S07°49'47"E, A DISTANCE OF 69.57 FEET; THENCE S62°15'43"W, A DISTANCE OF 161.07 FEET; THENCE N08°03'47"W, A DISTANCE OF 150.22 FEET; THENCE S81°06'18"W, A DISTANCE OF 136.51 FEET; THENCE S06°49'41"E, A DISTANCE OF 1111.96 FEET TO A POINT ON THE 1-4 LINE OF THE UTE No. 7 LODE (MS No. 20763); THENCE ALONG SAID 1-4 LINE N29°02'56"W, A DISTANCE OF 732.01 FEET TO A POINT ON THE 2-3 LINE OF THE METALIC LODE (MS No. 20763); THENCE ALONG SAID 2-3 LINE N74°05'33"W, A DISTANCE OF 92.93 FEET TO A POINT ON THE 1-2 LINE OF THE OVEE LODE (MS No. 4129); THENCE ALONG SAID 1-2 LINE S04°56'46"E 1249.39 FEET TO CORNER No. 1 OF SAID OVEE LODE; THENCE ALONG THE 1-4 LINE OF SAID OVEE LODE S85°03'14"W, A DISTANCE OF 98.77 FEET TO CORNER No. 4 OF SAID OVEE LODE, A 1 1/2 INCH ALUMINUM CAP, LS No. 11204, FOUND IN PLACE, ALSO BEING A POINT ON THE 2-3 LINE OF THE SILURIAN LODE (MS No. 14400); THENCE ALONG SAID 2-3 LINE S03°21'20"E, A DISTANCE OF 199.00 FEET TO CORNER No. 2 OF SAID SILURIAN LODE; THENCE ALONG THE 1-2 LINE OF SAID SILURIAN LODE S75°35'00"W, A DISTANCE OF 103.60 FEET TO CORNER No. 1 OF SAID SILURIAN LODE ALSO BEING A POINT ON THE 3-4 LINE OF THE MOUNTAIN EAGLE LODE (MS No. 14401); THENCE ALONG SAID 3-4 LINE S04°54'52"E, A DISTANCE OF 53.93 FEET TO CORNER No. 4 OF SAID MOUNTAIN EAGLE LODE; THENCE ALONG THE 1-4 LINE OF SAID MOUNTAIN EAGLE LODE S74°57'39"W, A DISTANCE OF 41.06 FEET TO ANGLE POINT No. 1 OF THE RED CLIFF TOWN BOUNDARY, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE CONTINUING ALONG SAID 1-4 LINE S74°57'39"W, A DISTANCE OF 95.95 FEET TO CORNER No. 1 OF SAID MOUNTAIN EAGLE LODE; THENCE ALONG THE 1-2 LINE OF THE SAID MOUNTAIN EAGLE LODE N05°00'00"W 1376.71 FEET TO A POINT ON THE 1-4 LINE OF THE PORTAL LODE (MS No. 20763); THENCE ALONG SAID 1-4 LINE S47°20'15"W, A DISTANCE OF 189.26 FEET TO A POINT ON THE 2-3 LINE OF THE CARIBOE LODE (MS No. 6509); THENCE DEPARTING SAID LINE 2-3 OF THE CARIBOE LODE THE FOLLOWING THREE (3) COURSES:

1) N89°43'20"W, A DISTANCE OF 1990.32 FEET;

2) S00°15'04"E, A DISTANCE OF 783.95 FEET;

3) N89°43'20"W, A DISTANCE OF 1522.70 FEET TO A POINT ON THE 1-4 LINE OF THE IRON WILL LODE (MS No. 3686); THENCE ALONG SAID 1-4 LINE AND THE 1-2 LINE OF THE BUENA VISTA LODE (MS No. 1569) N38°32'00"W, A DISTANCE OF 272.50 FEET TO A POINT ON THE 2-3 LINE OF THE UTE No. 5 LODE (MS No. 20763); THENCE ALONG SAID 2-3 LINE S51°33'07"W, A DISTANCE OF 52.30 FEET TO CORNER No. 3 OF SAID UTE No. 5 LODE; THENCE ALONG THE 3-4 LINE OF SAID UTE No. 5 LODE N03°56'23"W, A DISTANCE OF 133.00 FEET TO A POINT ON THE 1-2 LINE OF THE ASPEN

LODE (MS No. 698); THENCE ALONG SAID 1-2 LINE OF SAID ASPEN LODE AND THE 1-2 LINE OF THE SILVER LODE (MS No. 2958) N38°35'00"W, A DISTANCE OF 224.32 FEET TO CORNER No. 1 OF SAID SILVER LODE; THENCE ALONG THE 1-4 LINE OF SAID SILVER LODE TO CORNER No. 1 OF THE MOUNTAIN CHIEF LODE (MS No. 3675) N51°25'00"E, A DISTANCE OF 119.68 FEET; THENCE ALONG THE 1-4 LINE OF SAID MOUNTAIN CHIEF LODE N38°35'00"W, A DISTANCE OF 93.04 FEET TO A POINT ON THE 2-3 LINE OF THE ANNIE MURPHY LODE (MS No. 7821); THENCE ALONG SAID 2-3 LINE S34°58'37"W, A DISTANCE OF 166.62 FEET TO A POINT ON A THE EASTERLY RIGHT-OF-WAY OF HIGHWAY 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIFTEEN (15) COURSES:

- 1) N28°05'00"W, A DISTANCE OF 121.67 FEET;
- 2) N47°30'00"W, A DISTANCE OF 462.90 FEET;
- 3) N19°48'00"W, A DISTANCE OF 581.90 FEET;
- 4) N03°40'00"W, A DISTANCE OF 333.00 FEET;
- 5) N07°41'00"W, A DISTANCE OF 232.60 FEET;
- 6) N49°19'00"W, A DISTANCE OF 291.60 FEET;
- 7) N83°54'00"W, A DISTANCE OF 454.00 FEET;
- 8) N55°57'43"W, A DISTANCE OF 146.85 FEET;
- 9) N37°42'56"W, A DISTANCE OF 213.60 FEET;
- 10) N10°40'49"W, A DISTANCE OF 136.59 FEET;
- 11) N09°21'27"E, A DISTANCE OF 480.63 FEET;
- 12) N11°11'11"W, A DISTANCE OF 278.62 FEET;
- 13) N50°18'11"W, A DISTANCE OF 436.10 FEET;
- 14) N17°26'22"E, A DISTANCE OF 497.17 FEET;

15) N08°33'40"E, A DISTANCE OF 396.11 FEET TO A POINT ON THE 3-4 LINE OF THE BERTHA LODE (MS No. 603); THENCE ALONG SAID 3-4 LINE N80°30'00"E, A DISTANCE OF 736.01 FEET TO A POINT ON THE 1-4 LINE OF THE IOLA No. 2 LODE (MS No. 19933); THENCE ALONG SAID 1-4 LINE N10°03'30"W, A DISTANCE OF 193.53 FEET; THENCE DEPARTING SAID 1-4 LINE S80°30'00"W, A DISTANCE OF 671.02 FEET THROUGH A PORTION OF THE CORA LODE (MS No. 780) TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF HIGHWAY No. 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING THIRTY-NINE (39) COURSES:

- 1) N08°33'40"E, A DISTANCE OF 578.22 FEET;
- 2) N20°41'20"W, A DISTANCE OF 363.17 FEET;
- 3) N70°19'07"W, A DISTANCE OF 691.51 FEET;
- 4) N41°02'07"W, A DISTANCE OF 419.40 FEET;
- 5) N02°07'07"W, A DISTANCE OF 355.11 FEET;
- 6) N22°43'19"E, A DISTANCE OF 1002.98 FEET;
- 7) N05°39'56"E, A DISTANCE OF 1357.95 FEET;
- 8) N69°04'20"W, A DISTANCE OF 318.29 FEET;
- 9) S63°41'26"W, A DISTANCE OF 707.60 FEET;
- 10) S71°31'26"W, A DISTANCE OF 392.25 FEET;
- 11) S59°57'26"W, A DISTANCE OF 458.94 FEET;
- 12) N50°36'34"W, A DISTANCE OF 174.78 FEET;
- 13) N07°13'26"E, A DISTANCE OF 277.86 FEET;
- 14) N08°28'34"W, A DISTANCE OF 578.02 FEET;

- 15) N46°17'34"W, A DISTANCE OF 455.74 FEET;
- 16) N04°25'26"E, A DISTANCE OF 274.36 FEET;
- 17) N15°53'34"W, A DISTANCE OF 140.88 FEET;
- 18) N43°37'34"W, A DISTANCE OF 187.17 FEET;
- 19) N27°17'34"W, A DISTANCE OF 291.16 FEET;
- 20) N10°28'34"W, A DISTANCE OF 657.71 FEET;
- 21) N19°45'26"E, A DISTANCE OF 311.86 FEET;
- 22) N46°06'00"E, A DISTANCE OF 361.20 FEET;
- 23) N04°28'00"E, A DISTANCE OF 295.90 FEET;
- 24) N40°26'00"W, A DISTANCE OF 635.90 FEET;
- 25) N00°47'00"W, A DISTANCE OF 586.60 FEET;
- 26) N46°40'00"E, A DISTANCE OF 610.60 FEET;
- 27) N08°09'00"E, A DISTANCE OF 434.30 FEET;
- 28) N26°14'00"E, A DISTANCE OF 678.10 FEET;
- 29) N18°56'00"E, A DISTANCE OF 397.60 FEET;
- 30) N04°24'00"E, A DISTANCE OF 582.46 FEET;
- 31) N24°42'00"E, A DISTANCE OF 282.70 FEET;
- 32) N30°21'00"W, A DISTANCE OF 179.10 FEET;
- 33) N59°06'00"W, A DISTANCE OF 202.50 FEET;
- 34) N88°47'00"W, A DISTANCE OF 261.00 FEET;
- 35) S20°56'00"W, A DISTANCE OF 286.70 FEET;
- 36) S21°45'00"E, A DISTANCE OF 383.10 FEET;
- 37) S36°30'00"W, A DISTANCE OF 913.50 FEET;
- 38) S54°28'00"W, A DISTANCE OF 258.32 FEET;

39) N25°22'00"W, A DISTANCE OF 83.85 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY OF THE DENVER AND RIO GRANDE

WESTERN RAILROAD; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FOUR (4) COURSES:

- 1) N14°33'51"E, A DISTANCE OF 729.22 FEET;
- 2) S06°02'22"E, A DISTANCE OF 162.45 FEET;
- 3) N14°47'55"E, A DISTANCE OF 1324.74 FEET TO A POINT OF CURVATURE;
- 4) 184.82 FEET ALONG THE ARC OF SAID CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 06°47'03", A RADIUS OF 1560.93 FEET, AND A CHORD WHICH BEARS N11°24'24"E, A DISTANCE OF 184.71 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY N59°22'34"E, A DISTANCE OF 150.42 TO CORNER No. 3 OF THE RUBY LODE (MS No. 20461); THENCE ALONG THE 2-3 LINE OF SAID RUBY LODE N53°54'26"W, A DISTANCE OF 142.60 FEET TO SAID DENVER AND RIO GRANDE WESTERN RAILROAD RIGHT-OF-WAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING TWO (2) COURSES:

1) 595.06 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 21°50'32", A RADIUS OF 1560.93 FEET, AND A CHORD WHICH BEARS N08°49'42"W, A DISTANCE OF 591.46 FEET;

2) N19°44'57"W, A DISTANCE OF 710.56 FEET TO THE 1-2 LINE OF THE SAPPHIRE LODGE (MS No. 20461); THENCE DEPARTING SAID RIGHT-OF-WAY N59°20'47"E, A DISTANCE OF 415.86 FEET TO CORNER No. 2 OF SAID SAPPHIRE LODGE A STONE MONUMENT FOUND IN PLACE, ALSO BEING CORNER No. 1 OF SAID TOPAZ LODGE; THENCE N59°23'07"E, A DISTANCE OF 653.75 FEET TO SAID CORNER No. 2 OF SAID TOPAZ LODGE AND THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINS 3714.634 GROSS ACRES OF LAND MORE OR LESS.

LESS AND EXCEPT ALL OF THE FOLLOWING DESCRIBED PARCELS:

U.S. FOREST SERVICE PARCEL 1 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE AN ANGLE POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF HIGHWAY No. 24 BEARS N81°24'01"W, A DISTANCE OF 414.57 FEET AND THE SAID SOUTH QUARTER CORNER OF SECTION 36 BEARS N13°07'03"W, A DISTANCE OF 7435.09 FEET; THENCE S45°13'00"E, A DISTANCE OF 71.00 FEET; THENCE S56°45'00"W, A DISTANCE OF 34.67 FEET; THENCE N17°13'30"W, A DISTANCE OF 72.26 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.028 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 2 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 6, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE CORNER 3, OF SAID TRACT 37 BEARS N89°50'57"W, A DISTANCE OF 126.38 FEET; THENCE S89°50'57"E, A DISTANCE OF 247.44 FEET; THENCE S59°22'48"W, A DISTANCE OF 179.81 FEET; THENCE N45°08'40"W, A DISTANCE OF 130.77 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.261 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 3 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 18, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE CORNER 3, OF SAID TRACT 38 BEARS N64°03'15"E, A DISTANCE OF 4206.15 FEET; THENCE S30°46'00"E, A DISTANCE OF 42.36 FEET; THENCE S59°14'00"W, A DISTANCE OF 15.50 FEET; THENCE N10°40'00"W, A DISTANCE OF 45.10 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.008 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 4 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 17, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS

DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE CORNER 3, OF SAID TRACT 38 BEARS N01°46'33"W, A DISTANCE OF 5083.39 FEET; THENCE N90°00'00"E, A DISTANCE OF 129.62 FEET; THENCE S69°00'00"W, A DISTANCE OF 130.90 FEET; THENCE N08°59'00"W, A DISTANCE OF 47.49 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.070 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 5 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 17, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE THE COMMON ANGLE POINT ON THE 1-4 LINE OF THE IRON WILL LODGE (MS No. 3686) AND THE 2-3 LINE OF THE CONTEST LODGE (MS No. 17399) BEARS S74°27'25"W, A DISTANCE OF 272.39 FEET; THENCE N76°00'00"E, A DISTANCE OF 105.19 FEET; THENCE S15°32'00"E, A DISTANCE OF 37.13 FEET; THENCE N84°44'00"W, A DISTANCE OF 112.48 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.045 ACRES OF LAND MORE OR LESS

MATCHLESS AND POCAHONTAS EXCLUSION

A PARCEL OF LAND LOCATED IN SAID SECTION 19, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST QUARTER CORNER OF SECTION 18, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN WHENCE THE SAID SOUTH QUARTER CORNER OF SAID SECTION 36 BEARS N20°23'11"W A DISTANCE OF 15813.29 FEET; THENCE S03°48'06"E A DISTANCE OF - 3629.45 FEET TO THE NORTHWESTERLY CORNER OF THE MATCHLESS LODGE (MS NO. 3664), SAID POINT BEING THE TRUE POINT OF BEGINNING:

THENCE ALONG THE NORTH LINE OF SAID MATHCLESS LOAD (MS NO. 3664) N55°08'00"E A DISTANCE OF 1500.40 FEET TO THE NORTHEAST CORNER OF SAID MATHCLESS LOAD (MS NO. 3664); THENCE ALONG THE NORTHEASTERLY LINE OF SAID MATHCLESS LOAD (MS NO. 3664) S36°00'00"E A DISTANCE OF 300.00 FEET TO A POINT ALONG THE NORTHERLY LINE OF THE POCAHONTAS LODGE (MS NO. 3520); THENCE ALONG THE NORTH LINE OF SAID POCAHONTAS LODGE (MS NO. 3520) THE FOLLOWING TWO (2) COURSES:

1) N55°08'00"E A DISTANCE OF 256.79 FEET;

2) THENCE N75°00'00"E A DISTANCE OF 418.60 FEET TO THE SOUTHEAST CORNER OF SAID POCAHONTAS LODGE (MS NO. 3520); THENCE ALONG THE NORTH LINE OF SAID POCAHONTAS LODGE (MS NO. 3520) THE FOLLOWING TWO (2) COURSES:

1) S55°08'00"W A DISTANCE OF 1500.00 FEET;

2) S75°00'00"W A DISTANCE OF 418.60 FEET TO A POINT ALONG THE SOUTH LINE OF SAID MATHCLESS LOAD (MS NO. 3664); THENCE ALONG SAID SOUTH LINE OF SAID MATHCLESS LOAD (MS NO. 3664) S55°08'00"W A DISTANCE OF 257.19 FEET TO THE SOUTHWEST CORNER OF SAID MATHCLESS LOAD (MS NO. 3664); THENCE ALONG THE WEST LINE OF SAID MATHCLESS

LOAD (MS NO. 3664) N36°00'00"W A DISTANCE OF 300.00 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINS 15.230 ACRES OF LAND MORE OR LESS

TRACT 9-B DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTIONS 1, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 36; THENCE S33°31'22"E, A DISTANCE OF 2127.71 FEET TO A POINT ON THE 1-2 LINE OF THE SAPPHIRE LODGE (MS No. 20461) ALSO BEING A POINT ON THE WESTERLY RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD AND BEING THE TRUE POINT OF BEGINNING;

THENCE ALONG SAID RIGHT-OF-WAY S19°44'57"E, A DISTANCE OF 672.03 FEET TO A POINT OF CURVATURE; THENCE 378.81 FEET ALONG THE ARC OF SAID CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 15°56'53", A RADIUS OF 1360.93 FEET, AND A CHORD WHICH BEARS S11°46'30"E, A DISTANCE OF 377.59 FEET THAT BEARS S11°46'31"E TO A POINT ON THE 2-3 LINE OF THE RUBY LODGE (MS No. 20461); THENCE ALONG SAID 2-3 LINE N53°54'26"W, A DISTANCE OF 225.87 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR HIGHWAY 24 TO A POINT OF CURVATURE; THENCE 520.95 FEET ALONG THE ARC OF SAID NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 29°59'54", A RADIUS OF 995.00 FEET, AND A CHORD WHICH BEARS N09°31'11"W, A DISTANCE OF 515.02 FEET; THENCE N24°31'00"W, A DISTANCE OF 331.22 FEET TO A POINT ON THE 1-2 LINE OF THE RUBY LODGE (MS No. 20461); THENCE ALONG SAID 1-2 LINE OF THE RUBY LODGE AND THE 1-2 LINE OF SAID SAPPHIRE LODGE N59°22'04"E, A DISTANCE OF 117.38 FEET TO THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINS 2.431 GROSS ACRES OF LAND MORE OR LESS.

TOTAL COMBINED NET ACREAGE FOR PARCEL No. 9 CONTAINS 3701.423 ACRES OF LAND.

TRACT 8-A LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 1, 11, 12 AND 13, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, S44°57'06"E, A DISTANCE OF 6468.47 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24; THENCE ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING SIX (6) COURSES:

- 1) S61°40'00"E, A DISTANCE OF 114.10 FEET;
- 2) S16°06'00"W, A DISTANCE OF 568.70 FEET;
- 3) S48°20'00"W, A DISTANCE OF 175.20 FEET;
- 4) S09°32'00"W, A DISTANCE OF 533.20 FEET;
- 5) S47°34'00"W, A DISTANCE OF 672.00 FEET;
- 6) S16°32'23"W, A DISTANCE OF 631.02 FEET TO THE TRUE POINT OF BEGINNING.

THENCE CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING THIRTY-ONE (31) COURSES:

- 1) S42°45'37"E, A DISTANCE OF 206.60 FEET;
- 2) S10°14'37"E, A DISTANCE OF 389.38 FEET;
- 3) S47°16'47"E, A DISTANCE OF 351.19 FEET;

- 4) S13°19'47"E, A DISTANCE OF 237.58 FEET;
- 5) S47°16'13"W, A DISTANCE OF 354.68 FEET;
- 6) S16°22'41"W, A DISTANCE OF 394.99 FEET;
- 7) S06°58'30"E, A DISTANCE OF 606.53 FEET;

8) S22°17'14"E, A DISTANCE OF 841.76 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY FOR SAID HIGHWAY 24 S77°23'49"W A DISTANCE OF 98.09 FEET TO A POINT ALONG THE 3-4 LINE OF THE COOLIDGE LODGE (MS No. 20293) AND THE 1-2 LINE OF THE CAVE LODGE (MS No. 20293) TO CORNER No. 3 OF SAID COOLIDGE LODGE ALSO BEING CORNER No. 2 OF SAID CAVE LODGE; THENCE N23°43'06"W, A DISTANCE OF 822.11 FEET; THENCE N19°25'15"W, A DISTANCE OF 750.61 FEET; THENCE N25°53'37"E, A DISTANCE OF 519.56 FEET; THENCE N21°15'02"W, A DISTANCE OF 262.92 FEET; THENCE S58°57'42"W, A DISTANCE OF 598.46 FEET; THENCE N18°58'13"W, A DISTANCE OF 460.65 FEET; THENCE N27°22'51"E, A DISTANCE OF 575.57 FEET; THENCE N61°40'14"E, A DISTANCE OF 453.22 FEET TO THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINING 26.391 ACRES OF LAND MORE OR LESS

TRACT 8-B LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 1, 11, 12 AND 13, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, S44°57'06"E, A DISTANCE OF 6468.47 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24; THENCE ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING FOURTEEN (14) COURSES:

- 1) S61°40'00"E, A DISTANCE OF 114.10 FEET;
- 2) S16°06'00"W, A DISTANCE OF 568.70 FEET;
- 3) S48°20'00"W, A DISTANCE OF 175.20 FEET;
- 4) S09°32'00"W, A DISTANCE OF 533.20 FEET;
- 5) S47°34'00"W, A DISTANCE OF 672.00 FEET;
- 6) S16°32'23"W, A DISTANCE OF 631.02 FEET;
- 7) S42°45'37"E, A DISTANCE OF 206.60 FEET;
- 8) S10°14'37"E, A DISTANCE OF 389.38 FEET;
- 9) S47°16'47"E, A DISTANCE OF 351.19 FEET;
- 10) S13°19'47"E, A DISTANCE OF 237.58 FEET;
- 11) S47°16'13"W, A DISTANCE OF 354.68 FEET;
- 12) S16°22'41"W, A DISTANCE OF 394.99 FEET;
- 13) S06°58'30"E, A DISTANCE OF 606.53 FEET;
- 14) S22°17'14"E, A DISTANCE OF 841.76 FEET TO THE TRUE POINT OF BEGINNING.

THENCE CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING TWENTY THREE (23) COURSES:

- 1) S22°17'14"E, A DISTANCE OF 259.35 FEET;
- 2) S46°50'14"E, A DISTANCE OF 295.81 FEET;

SAID TRACT CONTAINING 99.166 ACRES OF LAND MORE OR LESS.

- 3) S12°34'14"E, A DISTANCE OF 369.84 FEET;
- 4) S08°48'49"W, A DISTANCE OF 423.80 FEET;
- 5) S12°11'11"E, A DISTANCE OF 306.78 FEET;
- 6) S64°21'38"E, A DISTANCE OF 315.84 FEET;
- 7) N75°27'54"E, A DISTANCE OF 291.12 FEET;
- 8) N48°58'55"E, A DISTANCE OF 374.05 FEET;
- 9) N61°48'55"E, A DISTANCE OF 853.98 FEET;
- 10) S63°58'05"E, A DISTANCE OF 292.11 FEET;
- 11) S18°06'55"W, A DISTANCE OF 625.08 FEET;
- 12) S03°39'05"E, A DISTANCE OF 526.41 FEET;
- 13) S20°13'40"W, A DISTANCE OF 384.58 FEET;
- 14) S21°49'40"W, A DISTANCE OF 405.57 FEET;
- 15) S18°14'35"W, A DISTANCE OF 106.71 FEET TO A POINT OF CURVATURE;
- 16) 106.76 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 06°05'24", A RADIUS OF 1004.43 FEET, AND A CHORD WHICH BEARS S18°14'35"W, A DISTANCE OF 106.71 FEET TO A POINT OF A COMPOUND CURVE;
- 17) 321.63 FEET ALONG THE ARC OF SAID NON-TANGENT COMPOUND CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 18°20'49", A RADIUS OF 1004.43 FEET, AND A CHORD WHICH BEARS S02°28'12"W, A DISTANCE OF 320.26 FEET;
- 18) S05°29'20"E, A DISTANCE OF 354.30 FEET;
- 19) S44°24'20"E, A DISTANCE OF 487.82 FEET;
- 20) S77°48'10"E, A DISTANCE OF 504.78 FEET;
- 21) S50°36'52"E, A DISTANCE OF 207.86 FEET;
- 22) S15°28'19"W, A DISTANCE OF 522.91 FEET;
- 23) S03°11'21"W, A DISTANCE OF 77.19 FEET TO THE INTERSECTION OF SAID RIGHT-OF-WAY AND THE SOUTH LINE OF THE MAMIE LODGE (MS No. 781); THENCE DEPARTING SAID POINT N89°59'46"W, A DISTANCE OF 235.36 FEET; THENCE N29°19'42"E, A DISTANCE OF 292.78 FEET; THENCE N04°25'19"E, A DISTANCE OF 426.96 FEET; THENCE N79°00'28"W, A DISTANCE OF 794.51 FEET; THENCE N04°14'46"W, A DISTANCE OF 361.07 FEET; THENCE S67°19'25"W, A DISTANCE OF 625.51 FEET; THENCE S81°36'54"W, A DISTANCE OF 568.62 FEET; THENCE S69°36'59"W, A DISTANCE OF 701.04 FEET; THENCE N20°18'48"W, A DISTANCE OF 200.21 FEET; THENCE N00°13'11"E, A DISTANCE OF 306.77 FEET; THENCE N47°03'56"E, A DISTANCE OF 1042.50 FEET; THENCE N42°10'02"E, A DISTANCE OF 887.51 FEET; THENCE N35°25'23"W, A DISTANCE OF 673.89 FEET; THENCE S54°06'55"W, A DISTANCE OF 973.81 FEET; THENCE N08°45'24"W, A DISTANCE OF 393.18 FEET; THENCE N14°15'34"E, A DISTANCE OF 1012.63 FEET; THENCE N28°35'48"W, A DISTANCE OF 240.85 FEET; THENCE N02°57'34"W, A DISTANCE OF 239.46 FEET TO CORNER No. 2 OF THE COOLIDGE LODGE (MS No. 20293); THENCE ALONG THE 2-3 LINE OF THE SAID COOLIDGE LODGE N45°28'28"W, A DISTANCE OF 713.90 FEET TO CORNER No. 3 OF SAID COOLIDGE LODGE ALSO BEING CORNER No. 2 OF THE CAVE LODGE (MS No. 20293); THENCE ALONG THE 3-4 LINE OF SAID COOLIDGE LODGE ALSO BEING THE 1-2 LINE OF SAID CAVE LODGE N77°23'47"E, A DISTANCE OF 256.81 FEET TO A POINT ALONG THE 3-4 LINE OF THE COOLIDGE LODGE (MS No. 20293) AND THE 1-2 LINE OF THE CAVE LODGE (MS No. 20293) TO CORNER No. 3 OF SAID COOLIDGE LODGE ALSO BEING CORNER No. 2 OF SAID CAVE LODGE; THENCE DEPARTING SAID POINT S77°23'49"W A DISTANCE OF 98.09 FEET TO THE TRUE POINT OF BEGINNING.

Town of Minturn Town Council
Conditions to Approval of Battle Mountain PUD Preliminary
Development Plan Application and Environmental Impact
Report
Approved February 27th, 2008

Administrative:

1. The Applicant shall pay all required fees and charges related to development of the subject property.
2. Any and all material representations of the Applicant made orally in its presentation at public hearings or in the materials presented, except as the same may have been subsequently modified in written or oral testimony submitted in the course of the public hearings on this application, shall be adhered to and are made conditions of approval.

Council and Staff:

1. All staff and consultant comments received in connection with the review and processing of the PUD Final Development Plan will be appropriately addressed, mitigated, or corrected in connection with the review and processing of the PUD Final Development Plan.
2. In connection with Applicant's request for review of its PUD Final Development Plan submission, Applicant agrees to address in writing these conditions and recommendations and the manner in which they have been addressed, as appropriate.
3. All building permits required by the Town must be applied for and obtained consistent with the provisions of the Municipal Code and consistent with the rules and regulations of any other governmental entity with jurisdiction.

Outside Agencies:

1. All additional outside agency review comments received in connection with the PUD Final Development Plan submission will be appropriately addressed, mitigated, or corrected in connection with the review and processing of the PUD Final Development Plan.
2. Prior to the recording of the first final subdivision plat, Applicant will pay to Eagle County School District the amount of the fees-in-lieu of school land dedication based upon the calculation of those fees as set forth in the School District's letter dated March 15, 2007 or as otherwise agreed between Applicant and School District.
3. Applicant must obtain appropriate U.S. Army Corps of Engineers or EPA authorization and/or Section 404 permits or other appropriate federal authorization for any activities involving wetlands or navigable waters prior to conducting dredge or fill activities in

regulated waters and provide copies of same to the Town prior to the commencement of any such activities.

4. Applicant will implement the provisions of the Wildlife Mitigation and Enhancement Plan attached to the approved Preliminary Development Plan and will attach the Plan as an Exhibit to the final Battle Mountain Planned Unit Development Guidelines (“PUD Guide”).
5. At the time review and processing are sought for the Final Subdivision Plat for the first phase, Applicant, if appropriate, will identify and designate for dedication the locations for facilities for fire, emergency response, and police services to be located within the Project, the timing of construction and equipping such facilities, the funding for the same, including bridge funding for the additional employees that will be hired during early construction phases, and provide the approval of the same by the fire district, health services district, and Town police department. Irrespective of the phase in which such dedication will occur or in which the construction of the facilities will occur, the security for such facilities and equipment shall be provided in the form of an escrow or letter of credit as provided in the Annexation Agreement at the time of approval of the final subdivision plat for the first phase of the Project. The property on which the facilities are located shall be dedicated without liens or encumbrances to the fire district, health services district or the Town, as appropriate, at the time of the approval of the final plat that includes such locations; upon construction of the facilities, they will be so dedicated to the appropriate entity. During the initial construction phases, Applicant agrees, as may be required, to provide the funding for the operation and maintenance of such facilities and equipment until the tax revenues to the Town are sufficient to pay for the same with respect to the police services; such funding may come directly through the Applicant, the homeowners association, or a special district. In any such case, Applicant shall provide a budget and financial security for the same and secure approvals for such budget from the fire district, health district, and Town as appropriate. Provision for such budget and financial security shall be included in the information provided in connection with the submission for PUD Final Development Plan. In addition, Applicant will provide information regarding the number of employees necessary to provide such services and, as may be required, the provisions for the provision of housing for the same consistent with the percentage requirements set forth in the Employee Housing Plan for the Project employees.
6. The approval is subject to any conditions, covenants, or restrictions that may be imposed on the property or Project by the U.S. Fish and Wildlife Service and as may be contained in an approved Habitat Conservation Plan. Applicant will provide the Town with a copy of any decisions, agreements, or approvals that are obtained from the U.S. Fish and Wildlife Service. To the extent such decisions, agreements, or approvals require modifications to the PUD Preliminary Development Plan or the PUD Final Development Plan or PUD Guide, such modifications must be made consistent with the provisions of the Municipal Code and, in the case of the PUD Guide, the final PUD Guide and Municipal Code.

7. Applicant must obtain any necessary local, regional, state, or federal authorizations, approvals or permits that may be required in connection with the Project prior to commencement of any authorized activity and provide evidence of same to the Town.
8. In connection with the review and processing of the PUD Final Development Plan, Applicant and the Town shall discuss and agree upon the Town services that will be necessary to provide service to the Project and its citizens and the numbers of Town employees in each service area that will be necessary together with the required office space and equipment. Such services will include public works, parks and recreation, police (see condition above) water and sewer, and administration. In connection with the review of the PUD Final Development Plan and as a part of the Development Agreement required by the Municipal Code, Applicant agrees to provide for the funding of the same to serve as bridge funding until the tax revenues to the Town are sufficient to pay for the same. The agreement will include the appropriate phasing of the hiring of such employees and the need for the physical facilities and equipment and for their housing. The housing program for such employees is set forth in the Battle Mountain Housing Plan.

Traffic:

1. Applicant has provided a final Town Traffic Improvement Plan (December 14, 2007), Resort Guest and Employee Traffic Plan (February 6, 2008), and Construction Traffic Management Plan (February 21, 2008) that have been approved by the Town's traffic consultants. In connection with the submission of the PUD Final Development Plan, Applicant will submit an appropriate plan or amend one of the referenced plans to include the specifics of the proposed shuttle and transit program for employees and construction workers including without limitation the identification of intercept parking lots or facilities. Applicant will implement these plans in accordance with their provisions. Notwithstanding the foregoing to the contrary, Applicant agrees to begin permitting, implementation and subsequent construction of the Town Traffic Improvement Plan pertaining to Main Street improvements upon the latest to occur of (i) thirty days after Final Approval, (ii) as required by the Water Service Agreement and Wastewater Service Agreement, or (iii) March 1, 2009, subject to issuance of all required CDOT approvals and permits. Financial security for such improvements will be provided in the amount of 125% of the estimated costs of the construction of such improvements in the form of a letter of credit, escrow or performance bond as provided in the Annexation Agreement no later than one month prior to initiating construction. It is anticipated that the implementation of the Town Traffic Improvement Plan for the Main Street section will take place in connection with the installation of the main water line and wastewater trunk line and utilities under Main Street at Applicant's expense and as may be provided in the Water Service Agreement and Wastewater Service Agreement. Accordingly, a new asphalt cap will be installed on Main Street at the time of the completion of the installation of such infrastructure.
2. In connection with Applicant's request for review of its PUD Final Development Plan submission, Applicant shall submit a program for the repair and maintenance of Highway 24 directly associated with the monitored level of damage that may occur in connection

with the Project-related construction traffic. At the time of approval of the PUD Final Development Plan, the Applicant and the Town shall agree upon the estimated financial requirements to satisfy this condition and Applicant shall provide security as provided in the Annexation Agreement.

3. Applicant shall be solely responsible for obtaining appropriate CDOT access permits for all entry points of the Project to Highway 24 and agrees to provide the Town with appropriate expertise paid for by Ginn as necessary in connection with obtaining any such permits required for the construction associated with Main Street as provided above.

Bike Trail

1. Applicant agrees to dedicate an easement to the Town for the ECO Trail through the entire Project from the north end at Maloit Park to Red Cliff along the general alignment set forth in the approved Preliminary Development Plan documents (“Project Trail”). Applicant and the Town acknowledge that the proposed alignment as reflected on-Sheets No. L10.02 through L10.06 reflects a general proposed alignment and that detailed engineering studies for construction of the trail have not been performed. The general proposed alignment is subject to changes as a result of detailed engineering and title issues on property that is not owned or controlled by Applicant. The Project Trail must be designed to connect with the bike trail to be constructed from Town to Maloit Park and the referenced Sheets will be changed to reflect such connection at the time of the design of the two trail sections. Such easement shall be dedicated on each final subdivision plat of the Project that includes the Project Trail or portions thereof as designated hereby. Applicant shall design and construct the Project Trail; the design and construction of the Project Trail will be based upon standards developed by engineers for Applicant and for the Town that will take into account the design standards of ECO Trails (including without limitation such standards pertaining to emergency access). Such construction shall take place during the first phase of the Project. Applicant shall pay for all costs associated with the design and construction of the Project Trail. Within thirty days after the execution of the subdivision improvements agreement for the first phase of the Project, Applicant will provide to the Town a letter of credit or escrow in accordance with the provisions of the Annexation Agreement in the amount of 125% of the estimated construction costs for the Project Trail. . The construction of the trail through the Bolts Lake and Gilman Character Areas may require approval by the EPA and CDPHE. In the event there are no such approvals as required at the time that the Project Trail is to be constructed, Applicant will provide another alignment reasonably acceptable to the Town through the Project for the Project Trail and dedicate an easement for the same. In the event no other alignment is available until such approvals are received, any approved final subdivision plats shall include the condition that no lots may be sold until there is an approved alignment for the Project Trail from the north end of the Project to Red Cliff.
2. Applicant agrees to work with ECO Trails and the Town in order to reach a consensus on the final alignment for the Project Trail, which alignment may be different than that set forth in **Exhibit A**. Applicant agrees to pay ECO Trails in an amount up to \$50,000.00 for reasonable expenses incurred by consultants retained by ECO Trails and

associated costs to investigate the property ownership and viability of constructing the Project Trail on such alternative alignment. This investigation shall be completed and the incurred expenses shall be paid by Applicant as provided herein on or before the approval of the Final Development Plan. As a part of this effort and in the event a portion of such alignment is off the Project property, a coordinated plan prepared with ECO Trails for addressing the securing of rights of way and funding the construction of such off site portion should be provided together with a time line for the same. It shall not be the responsibility of Applicant to secure the rights of way along any alignment that is not located on the Project property or within the dedicated easements for the Project Trail. It is anticipated that such alternative alignment is along the old Highway 24 roadway that is off of the Project property. In addition, Applicant will provide ECO Trails with reasonable planning and design assistance for the same. The decision concerning which alignment will be constructed must be made prior to or at the time of the submission of a Final Development Plan for the Project. In the event portions of the final alignment of the Project Trail are to be constructed off of the Project property, Applicant shall be responsible for the payment of the costs of the same. In the event there is no such agreement regarding an alternate alignment at such time, Applicant will be responsible for the construction of the Project Trail as designated on **Exhibit A** as provided herein, unless the Town, Applicant and ECO Trails otherwise agree in writing. Applicant, the General Improvement District provided for in the annexation agreement, or a special district formed by Applicant, as determined by Applicant, will be responsible for the maintenance of those portions of any of the Project Trail located on Project property. In the event that this maintenance obligation is undertaken by the Applicant, it will be reflected in Applicant's Master Declaration of Covenants, Conditions, and Restrictions and may not be changed without approval by the Town. The General Improvement District provided for in the annexation agreement pertaining to the Property will be responsible for the maintenance of those portions of the trail off of the Project Property.

3. Applicant's internal trail system will be identified in the Open Space, Parks and Recreation Plan to be submitted with the PUD Final Development Plan and may be appropriately connected to the Project Trail. The internal trail system shall be constructed by Applicant at Applicant's expense and the operation, maintenance, and repair of such system shall be funded either through the homeowners association or a special district. The Open Space, Parks and Recreation Plan shall identify the proposed routes of access to adjacent U.S. Forest Service lands through the Project and the designated areas for public parking; provided, however, that Applicant shall not be required to dedicate or otherwise provide for any access through the Project to adjacent public lands except as otherwise expressly provided herein. To the extent appropriate, such access points shall be consistent with those historically used by the public. Such access and the access along Shrine Pass Road and Tigiwon Road shall be for hikers, hunters, backcountry skiers, snowmobilers, bikers, and river activities such as kayaking, tubing, rafting and fishing and other appropriate and authorized uses of public lands as appropriate given the uses of the adjacent public lands. To the extent that such access routes and trailheads are on the Project, the same shall be identified on the applicable final subdivision plats and easements for the same acceptable to the Town shall be dedicated on such plats.

Open Space:

1. All open space within the Project that is not dedicated as provided herein or as required under the approval for the Preliminary Subdivision Plat shall be owned by the master homeowner's association, the owner of the Battle Mountain Club (the Project's non-equity club), individual lot owners, a special district or Applicant or a combination thereof depending upon the specific parcels involved.
2. In connection with its submission of a Final Development Plan, Applicant will provide a more detailed Open Space, Park and Recreation Plan that includes specifics associated with infrastructure installation and construction, maintenance, granting of conservation easements and the budgetary sources of funds from the homeowners association or special district for those common areas within the common interest community and from the Battle Mountain Club (the Project's non-equity club) for those other areas that will be open space, parks, and recreation. Upon approval of the final Open Space, Park and Recreation Plan by the Town, conservation easements in the form approved by the Town shall be placed on appropriate lands within the Project designated as permanent open space. The plan must include a map of the parks, open space, and location of conservation easements, together with a designation of which are open to the public and which will remain private.
3. Applicant shall not cause Tigiwon Road or Shrine Pass Road to be closed to the public through the Project Property. Any realignment or other changes to such roads by Applicant must be made in accordance with applicable rules and regulations of the U.S. Forest Service and applicable provisions of the Municipal Code. Applicant shall work with the U.S. Forest Service to identify an appropriate location proximate to the winter trailhead of Tigiwon Road for the parking of vehicles and for trucks and trailers to turn around in the winter to accommodate the winter use of Tigiwon Road consistent with historic practice.
4. In connection with the submittal of the Final Development Plan, conservation easements in a form approved by the Town shall be placed on lands within the Holy Cross Character Area – specifically the cliffs where the peregrine falcons nest and the drainage directly to the east of those cliffs- except for those areas used for ski lifts or ski runs.

Employee Housing:

1. Applicant will implement the Battle Mountain Employee Housing Plan attached the approved Preliminary Development Plan. In connection with the review and processing of the Final Development Plan, Applicant will provide additional details regarding the implementation of the plan, including the following: the location and funding of on and off site housing and the financial assistance program for such housing; and a more detailed analysis and plan for chosen employee housing locations in terms of housing types, sizes, numbers and timing of construction and the extension of infrastructure and utility services for such housing. With regard to offsite housing, such plan will include the means by which the employees in such housing will be transported to the Project-

Environmental/ Superfund:

a. At the time of the execution of this Agreement, Applicant had not received a copy of a proposed final Agreement and Order on Consent pursuant to the Comprehensive Environmental Response Compensation and Liability Act of 1980, 42 U.S.C. Sec. 9601, *et. seq.*, (“AOC”) from the United States Environmental Protection Agency (“EPA”) for the Bolts Lake Area and Areas within Operable Unit 1 (“OU-1”) of the Eagle Mine Superfund Site (“Superfund Site” which includes withinout limitation both OU-1 and OU-2), also known as the Bolts Lake Character Area, that is acceptable to the Town or Applicant. It is very important to the Town that the Bolts Lake Character Area within the Superfund Site be the subject of additional remediation or environmental response activities as proposed by Applicant to accommodate residential and recreational uses and provide for the future health and safety of the Town. It is also critical to the interests of the Town that it be able to store water in Bolts Lake and that the remedy or environmental response activities approved pursuant to an AOC and Record of Decision (“ROD”) permit the reconstruction and future use of the historic footprint of Bolts Lake in a manner that is acceptable to the Town. Applicant agrees to use its commercially reasonable best efforts to work with the EPA and the Town in order to secure as soon as practicable an AOC and ROD that include remediation of the Bolts Lake Character Area and the reconstruction and future use of Bolts Lake in a manner that is acceptable to the Town and Applicant. If Applicant provides an AOC approved by EPA and acceptable to Ginn that is rejected by the Town, Applicant shall be required for no more than two years from such rejection to use its commercially reasonably best efforts to obtain an AOC acceptable to the Town. In the event a proposed final AOC for the remedial or environmental response activities within the Bolts Lake Character Area is provided to Applicant for execution that is not acceptable to the Town, including but not limited to, because it does not include the right to store water in Bolts Lake, Applicant agrees that it will not execute the proposed final AOC. In such circumstance or in the event that no AOC for the remedial or environmental response activities within the Bolts Lake Character Area has been agreed upon by EPA and Applicant within 3 years from the Effective Date of the Annexation Agreement, or sooner upon agreement of Applicant and the Town, the Town and Applicant agree to explore in good faith the options available to generate an acceptable revised proposed AOC from the EPA within a reasonable time and the options available for the preparation of a different development scenario for the Project within the Bolts Lake Character Area that would allow for the storage of water in Bolts Lake. Such different development scenarios may be inconsistent with the approved Preliminary Development Plan and approved Preliminary Subdivision Plat and may require an amendment to one or both that is acceptable to the Town under the Municipal Code.

b. Notwithstanding the foregoing, Applicant agrees that it will not, at any time, execute any AOC relating to remedial or environmental response activities within the Bolts Lake Character Area or the Gilman Character Area in connection with development scenarios prepared subsequent to the Effective Date of the Annexation Agreement without the review and acceptance of the Town, in its sole discretion.

c. Applicant agrees to negotiate in good faith in order to secure, no later than the time of the Town’s approval of an AOC for the Bolts Lake Character Area environmental response activities, an agreement with CBS Operations, Inc. (“CBS”) regarding Applicant’s and CBS’s respective responsibilities for the operation and maintenance and monitoring of remedies

at the Superfund Site as approved by the EPA and State of Colorado and that is acceptable to the Town. Applicant agrees that prior to the execution of a final agreement with CBS, it will provide to the Town a copy of such agreement for the Town's review and acceptance, in its sole discretion.

d. In the event no AOC for the remedial or environmental response activities within the Bolts Lake Character Area has been agreed upon by EPA and Applicant within three years of the Effective Date of the Annexation Agreement or sooner if Applicant seeks approval from the Town after the such date for a development scenario that does not include remedial or environmental response activities within the Bolts Lake Character Area, Applicant shall be obligated to rehabilitate the Bolts Lake or provide for alternative water storage as further provided in the Water Service Agreement between the parties. Applicant shall use commercially reasonable best efforts to obtain all appropriate agreements with and approvals from the EPA, the Colorado Department of Public Health and Environment ("CDPHE"), the United States Army Corps of Engineers, the Colorado Division of Water Resources (Dam Safety Branch) and any other state or federal agency with jurisdiction over the rehabilitation and construction of Bolts Lake. Applicant will provide timely to the Town copies of all appropriate agreements and approvals as they are issued for the Town's review and acceptance, in its sole discretion.

e. Prior to approval of the Final Development Plan for the Project and prior to the approval of the Preliminary Subdivision Plat for the MU-1 parcel in the Bolts Lake Character Area, Applicant will provide timely to the Town copies of all documents prepared consistent with the National Contingency Plan in connection with regulated activities in the Bolts Lake Character Area as they are issued for the Town's review and acceptance, in its sole discretion.

f. Prior to commencing construction activities, remediation or other environmental response activities and ground disturbance activities within the boundaries of the Superfund Site at Bolts Lake Character Area, Applicant will provide timely to the Town copies of all drafts of the AOC relating to the Bolts Lake Character Area and a copy of the proposed final AOC, as they are issued by EPA for the Town's review and acceptance, in its sole discretion. To the extent any construction activities and ground disturbance activities within the Bolts Lake Character Area are conducted outside of the Superfund Site boundaries and are exclusive of activities relating to the Superfund Site, Applicant will secure appropriate permits and approvals from the Town in accordance with the Municipal Code.

g. At the time of the execution of this Agreement, Applicant had not received a proposed final AOC from the EPA for environmental response activities within the North Gilman areas within the Gilman Character Area, also known as OU-2, of the Superfund Site, that would permit the location of proposed infrastructure connecting the Bolts Lake Character Area and the other Character Areas of the Project through the North Gilman area. Applicant agrees to use its commercially reasonable best efforts to work with the EPA, CDPHE and the Town in order to secure as soon as possible an AOC for the environmental response activities within the North Gilman portion of the Gilman Character Area. Applicant agrees that it will execute an AOC relating to the environmental response activities in the North Gilman portion of the Gilman Character Area only following the Town's review and acceptance, in its sole discretion.

h. Prior to the approval of an amended Preliminary Subdivision Plat or other authorization for the location and installation of infrastructure in the North Gilman areas of the Superfund Site, Applicant will provide timely to the Town copies of documents relating to the proposed environmental response activities for infrastructure installation, including but not limited to the Engineering Evaluation and Cost Analysis, draft AOCs and proposed final AOC, as they are issued for the Town's review and acceptance, in its sole discretion.

i. Prior to the commencement of construction activities relating to the installation of infrastructure through the North Gilman areas within the Gilman Character Area of the Superfund Site, Applicant will provide to the Town written evidence of approval by EPA, CDPHE and other regulatory authorities of such activities for the Town's review and acceptance, in its sole discretion.

j. Prior to approval of an amended Preliminary Subdivision Plat or Plats for the MU-2 parcel in the Gilman Character Area, Applicant will, as appropriate and applicable, provide timely to the Town copies of all documents prepared pursuant to the National Contingency Plan in connection with environmental response activities proposed to be conducted in the Gilman Character Area, as they are issued for the Town's review and acceptance, in its sole discretion.

k. Prior to commencing construction activities, environmental response activities and ground disturbance activities within the boundaries of the Gilman Character Area other than activities associated with approved infrastructure installation, Applicant will provide timely to the Town copies of the draft AOCs for the Gilman Character Area and copies of the proposed final AOC(s) for the Town's review and acceptance, in its sole discretion. To the extent any construction activities and ground disturbance activities within the Gilman Character Area are conducted outside of the Superfund Site boundaries and are exclusive of activities relating to the Superfund Site, Applicant will secure appropriate permits and approvals from the Town in accordance with the Municipal Code.

l. All activities, uses, construction, operation and maintenance plans for any areas that are designated areas in the Superfund Site, including areas within the Bolts Lake Character Area and Gilman Character Area, will comply fully with the environmental response, construction, operation and maintenance plans and requirements of the EPA, CDPHE, and the Town. Financial assurance, acceptable to the Town, will be provided to the EPA for the environmental response, operation and maintenance requirements as provided herein. Except as provided below in connection with the Bolts Lake Character Area, financial assurance for any designated areas in the Superfund Site to the EPA will be approved by the Town at such time that the final environmental response activity plans are completed for the designated areas and approved by the EPA and by the Town in its sole and absolute discretion and the estimated costs of construction of the same, acceptable to the Town, are created based on such plans.

m. Use of the Superfund Site will be restricted by environmental covenants consistent with the requirements of C.R.S. Sections 25-15-317 through 327 and consistent with the remediation, use, construction, operation and maintenance plans and requirements of the EPA, CDPHE, and the Town. Financial assurance, acceptable to the Town, will be provided to

the EPA for the long term operation and maintenance requirements for the Superfund Site, including areas within the Bolts Lake Character Area and the Gilman Character Area.

n. At such time that an amended Preliminary Subdivision Plat or Plats are prepared by Applicant for the MU-1 parcel in the Bolts Lake Character Area and for the MU-2 parcel in the Gilman Character Area and submitted to the Town for approval, a supplemental Environmental Impact Report (consistent with Minturn Municipal Code Section 16-20-4-9 (2007)) that includes information developed consistent with the National Contingency Plan, in connection with its efforts with the EPA and CDPHE, will be submitted for each such character area.

o. The estimated costs of remediation for the Bolts Lake Area and Areas within OU-1 of the Superfund Site have been identified in the Remediation Feasibility Study ("RI/FS") dated February 16, 2007. Applicant asserts that the assumptions and formulas used to prepare such estimated costs are confidential business information and the Town agrees to treat such information consistent with the provisions of C.R.S. Section 24-72-204(3) (A) (IV). In accordance with the terms of the AOC, Applicant will provide to the EPA a performance bond or letter of credit in the amount equal to 125% of the sum of the estimated costs identified in the RI/FS for Alternatives 2 through 9 for remediation of the Bolts Lake Character Area and operation and maintenance of Alternatives 2 through 9, excluding the cost of rehabilitation of Bolts Lake, which is addressed in Section 2.2 hereof. The performance bond or letter of credit will be in accordance with the provisions of the Annexation Agreement in a form acceptable to the Town and approved by EPA. At such time that the final remediation or environmental response plans are completed for the Bolts Lake Character Area and approved by the EPA and by the Town in its sole and absolute discretion and the estimated costs of construction of the same, acceptable to the Town, are created based on such plans, the above-stated amount of the performance bond or letter of credit will be increased or decreased as appropriate to ensure that it represents 125% of the estimated remediation costs.

p. There shall be no excavation, boring, dredging, trenching, or other intrusion of the contaminated soil associated with, but not limited to, new construction, operation, maintenance, and repair actions within the Superfund Sites without prior notice to the CDPHE with a copy provided to the Town. There shall be no boring, drilling, advancing, installation, or construction of new wells to groundwater including, but not limited to, drinking water wells, irrigation water wells, monitoring wells, and piezometers within the Superfund Sites without prior notice to the CDPHE with a copy provided to the Town.

Planning:

1. The PUD Final Development Plan submission shall include a final version of the Design Guidelines that include architectural designs and guidelines regarding bulk, scale, density, and effects on ridgelines and other construction requirements, including without limitation those relating to wildland fires. The revised Design Guidelines will incorporate, as appropriate, Applicant's commitments made in connection with the processing of the Preliminary Development Plan and, as appropriate, those conditions set

forth herein. Applicant's plan for determining and limiting heights, mass and scale of buildings in different character areas designated in the PUD Guide shall be adhered to. In addition, a final version of the Design Guidelines containing the same information shall be submitted for the employee housing units. The Design Guidelines for the employee housing units within the Gilman Character Area will be consistent with the historic character of the former and still existing facilities on site.

2. Applicant agrees that the final PUD Guide that will be approved in connection with the PUD Final Development Plan will be no less restrictive than the draft PUD Guide dated February 13, 2008. The revised and final PUD Guide will incorporate, as appropriate, Applicant's commitments made in connection with these conditions, representations made to the Town, and the provisions of the Annexation Agreement.
3. Applicant agrees to fund the costs associated with the various public improvements, property acquisition, and appropriate Town facilities in order to accommodate the additional needs of the Town that will be generated by the Project. Such costs are estimated to be \$4,000,000.00. Applicant will pay to the Town such amount as a dedication fee upon approval of the Final Development Plan. The Town shall be responsible for the design, engineering, and reconstruction of any such facilities and the timing thereof.
4. There shall be no more than 1700 residential dwelling units of mixed type, excluding designated employee housing units, within the PUD as defined in the application and as approved herein and as the Project property is expanded by the inclusion of lands to be annexed into the Town in the future as provided herein.
5. There shall be no ridgeline development as defined in the PUD Guide, other than ski lifts, that could be seen from a public right of way within the Town or Town of Red Cliff.
6. The land uses included as part of the PUD Preliminary Development Plan shall be private only and not open to the public with the limited exception of the access created for Minturn and Red Cliff residents in the Battle Mountain Partnership Pass Plan.
7. In light of the approval of a PUD Preliminary Development Plan that increases the density of the Property and that includes minimal land dedications for the benefit of the public, land dedications of land that is off-site of the Project property and located within or adjacent to the Town shall be made. Accordingly, Applicant agrees to provide the Town with \$12,000,000.00, in the form of a letter of credit, or escrow in accordance with the provision of the Annexation Agreement, upon the approval of the Final Development Plan, in order for the Town to purchase the five separate U.S. Forest Service parcels located in or adjacent to the Town the five parcels are commonly known as the Holy Cross D.O. (Dowd Junction) Parcel, Martin Parcel, USFS Boneyard/Storage Area Parcel, USFS Housing Compound Parcel, and Cross Creek Parcel. The Forest Service has indicated that it is interested in the sale of these parcels. There are processing, appraisal, and other related fees to be incurred in connection with the possible opportunity to purchase the same. Applicant agrees to pay for the reasonable

costs of processing, appraisal and other expenses associated with the processing of the efforts of the Town to purchase the same. Such costs shall be paid immediately upon the presentation of an invoice for the same to Applicant by the Town. The Town hereby acknowledges that Applicant has advanced \$20,000.00 to the Town to pay for appraisal costs and Applicant shall be credited with such payment amount for such purpose. In the event such amount is insufficient to purchase such parcels when they individually come up for sale, Applicant agrees (1) that the general improvement district will fund up to \$10,000,000.00 through its debt authorization and (2) in the event this amount is insufficient or not available at the time needed, to provide a bridge loan to the Town in the amount necessary to complete the purchase of all of the parcels as they are available for purchase to be repaid from revenues generated by the general improvement district up to the amount of \$10,000,000, if and when available, and thereafter revenues accrued by the Town. In the event any or all such parcels are available for purchase prior to Final Development Plan approval, Applicant will provide a bridge loan to the Town in the amount necessary to complete the purchase of all such parcels to be repaid, first, through a credit against the \$12,000,000 due hereunder, second, from revenues generated by the general improvement district up to the amount of \$10,000,000, if and when available, and thereafter revenues accrued by the Town. In the event there is no Final Approval, such loan shall be repaid by the Town within one year after the determination that there is no Final Approval from such funding sources as are available.

8. Applicant will install and operate a batch plant on the Project property for the provision of concrete and other appropriate construction materials for the Project. The Town hereby approves the use of a batch plant within the Project so long as such plant is used for this Project only and is dismantled at the completion of construction or abandonment of the Project for more than 180 days. To the extent possible, all materials for such batch plant operation that are transported by road will be delivered to the plant from the south and not through the Town. The final location and type of batch plant and dust management and mitigation plan must be approved by the Town administrator and planner.
9. Up to 36 holes of private golf course are approved for the Project under the PUD Preliminary Development Plan of which no more than 18 holes may be located outside the Bolts Lake Character Area.
10. In connection with the consideration of the first application for Final Subdivision Plat, Applicant shall provide to the Town for approval copies of its proposed articles of incorporation and bylaws for each property owners association for the common interest community and for the employee housing property owners association.
11. No Town issued approvals for and no construction of those portions of the Project that are located to the east of the rights of way for the railroad and for Highway 24 and no approvals for and no construction of infrastructure, improvements, gondola, or utilities across such portions of such rights of way shall take place until the property that underlies the alignment of infrastructure, improvements, gondola, and utilities across such rights of way to serve such portions of the Project is annexed into the Town.

12. In connection with the approval of the PUD Final Development Plan but no more than one year from the Effective Date of the annexation agreement, Applicant shall dedicate to the Town and public an easement parallel to the Eagle River and Cross Creek through its property 20 feet from the Ordinary High Water Mark (as defined in the PUD Guide) for the purpose of picnicking, walking, fishing and any and all forms of boating such as kayaking, rafting, canoeing, and tubing, provided however that a condition of such easement on Cross Creek will be that portions of such access between the golf course cart paths that cross Cross Creek may be closed during those times of the year that the golf course is open and operational. In the event the dedication is made prior to the Final Approval as defined in the Annexation Agreement, such dedication shall be in the form of a revocable license to be confirmed by easement free and clear of liens and encumbrances at Final Approval. In the event there is no Final Approval as defined in the annexation agreement, the license shall terminate upon the termination of the Annexation Agreement. Such easement shall be subject to any restrictions imposed by the EPA, CDPHE or both.
13. In connection with its submission of the PUD Final Development Plan, Applicant will submit an updated and revised phasing plan with anticipated but flexible timelines and dates that detail the timing and phasing of the implementation of its Project, infrastructure, and commitments consistent with the phasing form set forth in Exhibit 95, which plan will expand that submitted in the Application as appropriate. In such update, Applicant will incorporate in its phasing plan anticipated dates that detail the timing and phasing of the implementation of its commitments to the Town for infrastructure improvements and other construction required of the Applicant, both on and off Applicant's Property as required in these Conditions, the Annexation Agreement and the Town Traffic Improvement Plan. The Town and Applicant will agree on a phasing plan for Town street scope improvements and infrastructure construction and improvements along highway 24 that minimizes impacts on traffic flow and pedestrian safety and that takes into account the construction schedule for the Applicant's Property and consistent with the provisions of these Conditions.
14. Applicant will implement the Water Service Agreement with the Town for municipal water service for the Project in accordance with its terms.
15. In connection with its submission of a Final Development Plan, Applicant will provide an agreement with the appropriate utility companies that indicates that utility service can and will be provided to the Project and a detailed phasing plan that includes specifics associated with infrastructure installation and construction.
16. In connection with its submission of a Final Development Plan, Applicant shall submit a final Water Quality Management Plan acceptable to the Town incorporating Best Management Practices for the golf course and other irrigated lands. The Water Quality Management Plan will include provisions for the protection of all water courses, creeks and rivers within and adjacent to the Project during both construction activities and final Project operations.

17. Applicant will implement the provisions of the Battle Mountain Community Partnership Pass plan dated September 19, 2007 and will attach the plan as an exhibit to the final Battle Mountain PUD Guide. This plan must be made an exhibit to the annexation agreement and will be in effect in perpetuity.
18. No final subdivision plats will be approved unless and until either: (1) All applicable approvals and permits for the wastewater treatment plant contemplated in the Wastewater Service Agreement dated March 15, 2006 ("WW Agreement") have been obtained; or (2) Applicant has obtained an "ability to serve" letter from ERWSD for the development proposed in the final subdivision plat. The WW Agreement shall not be assigned by Applicant without the express written consent of the Town, which consent may be withheld in the event the Town determines in its reasonable discretion that the proposed successor or assign (i) does not have the financial capability of performing the obligations of the Applicant therein, (ii) is adverse to Minturn in adversarial proceedings, or (iii) would jeopardize or interfere with the water rights owned by the Town, the operation of the Town of Minturn, Water, Sanitation and Recreation Activities Enterprise wastewater system, or the provision of wastewater service to the Town or the Project. Applicant has filed its PUD Final Development Plan application, the review of which was tabled by staff at the request of Applicant. Applicant shall have three years after the approval of the PUD Preliminary Development Plan within which to supplement and request the review of the PUD Final Development Plan in accordance with the provisions of the Municipal Code.
19. In accordance with the provisions of the Annexation Agreement, Applicant will submit petitions for annexation of its remaining lands contiguous to the Project property when it is legally permissible to do so; provided however that the total density for all of Applicant's lands that will be annexed shall not exceed 1700 residential units with the exception of those units that are dedicated for employee housing.
20. The Preliminary Development Plan approval is conditioned upon confirmation by the Planning Director that all representations made by Applicant and all requests made by staff and Town Council that were agreed upon by Applicant are incorporated into the plan or applicable components thereof.
21. At such time as the Applicant installs infrastructure for cellular telephone and wireless broadband internet access within this PUD, to the extent permitted by applicable federal, state and local laws and regulations, the Applicant shall also use its commercially reasonable efforts to cause the service provider(s) to install, operate, and maintain such infrastructure (i) for cellular telephone for monthly charges that are determined by the service provider and (ii) free wireless broadband internet access for the current Town of Minturn insofar as the same can be provided on Town-Owned Facilities. The Applicant and service provider shall work with the Town to define the technological requirements (which, with respect to wireless broadband internet access, shall be 802.11b/g broadband communication at approximately 300 Kbps) and locations of the infrastructure to best service the Town. The Town shall make available to the network provider(s) without charge "Town-Owned Facilities", which shall include but not be limited to Town-owned street light poles, lighting fixtures that have 24 hour electrical service that is not

switched off during the day, frames, buildings and all other Town-owned facilities and structures, including those within any municipal right of way, for the purpose of installing all network facilities, including but not limited to radios, antennas, wires, cables and other equipment or fixtures necessary to the operation of such cellular telephone and wireless broadband networks and Town shall not charge any fees, rental or inspection or permit fees in connection with the installation and operation of the network. Applicant's obligation hereunder shall terminate at such time as the wireless broadband internet network required hereunder becomes obsolete, but not later than ten (10) years from the date of approval of the Final Development Plan. Applicant, as its sole financial obligation with respect to this condition, shall provide funding for the operation and maintenance expenses of the wireless broadband internet network in accordance with Section 5.3 of the Annexation Agreement.

22. Within thirty days of the date of approval of the Preliminary Development Plan, Applicant and the Town shall complete the negotiations for and agree upon bridge funding for the payment of continued Town expenses associated with the Project.

Town of Red Cliff:

1. In connection with its submission of a Final Development Plan, Applicant will articulate its operation and maintenance plan regarding the use of Willow Creek Road, if any. This plan shall include the following components:
 - a. emergency services access to the Willow Creek Character Area and other Project areas;
 - b. potential construction traffic through Red Cliff and mitigation of the impacts of the same assuming Red Cliff determines that such traffic can go through Red Cliff, which mitigation shall include the appropriate mitigation measures which shall be identified in the plans to be submitted to the Town and Red Cliff, as applicable;
 - c. potential materials and other deliveries through Red Cliff and mitigation of the impact of the same assuming Red Cliff determines that such traffic can go through Red Cliff, which mitigation shall include the appropriate mitigation measures which shall be identified in the plans to be submitted to the Town and Red Cliff, as applicable;
 - d. impacts of traffic and mitigation of the same if employee housing is developed in the Turkey Creek Drainage and its traffic is routed through Red Cliff, including use of shuttles for the employees, and the use of Willow Creek Road if such traffic is routed up such road as a result of Red Cliff's determination that such traffic should not go through Red Cliff, which mitigation shall include the appropriate mitigation measures which shall be identified in the plans to be submitted to the Town and Red Cliff, as applicable;
 - e. impacts of traffic and mitigation of the same if development other than employee housing, including use of shuttles for employees, is developed at the Shrine Pass

Road site and its traffic is routed through Red Cliff and the use of Willow Creek Road if such traffic is routed up such road as a result of Red Cliff's determination that such traffic should not go through Red Cliff, which mitigation shall include the appropriate mitigation measures which shall be identified in the plans to be submitted to the Town and Red Cliff, as applicable;

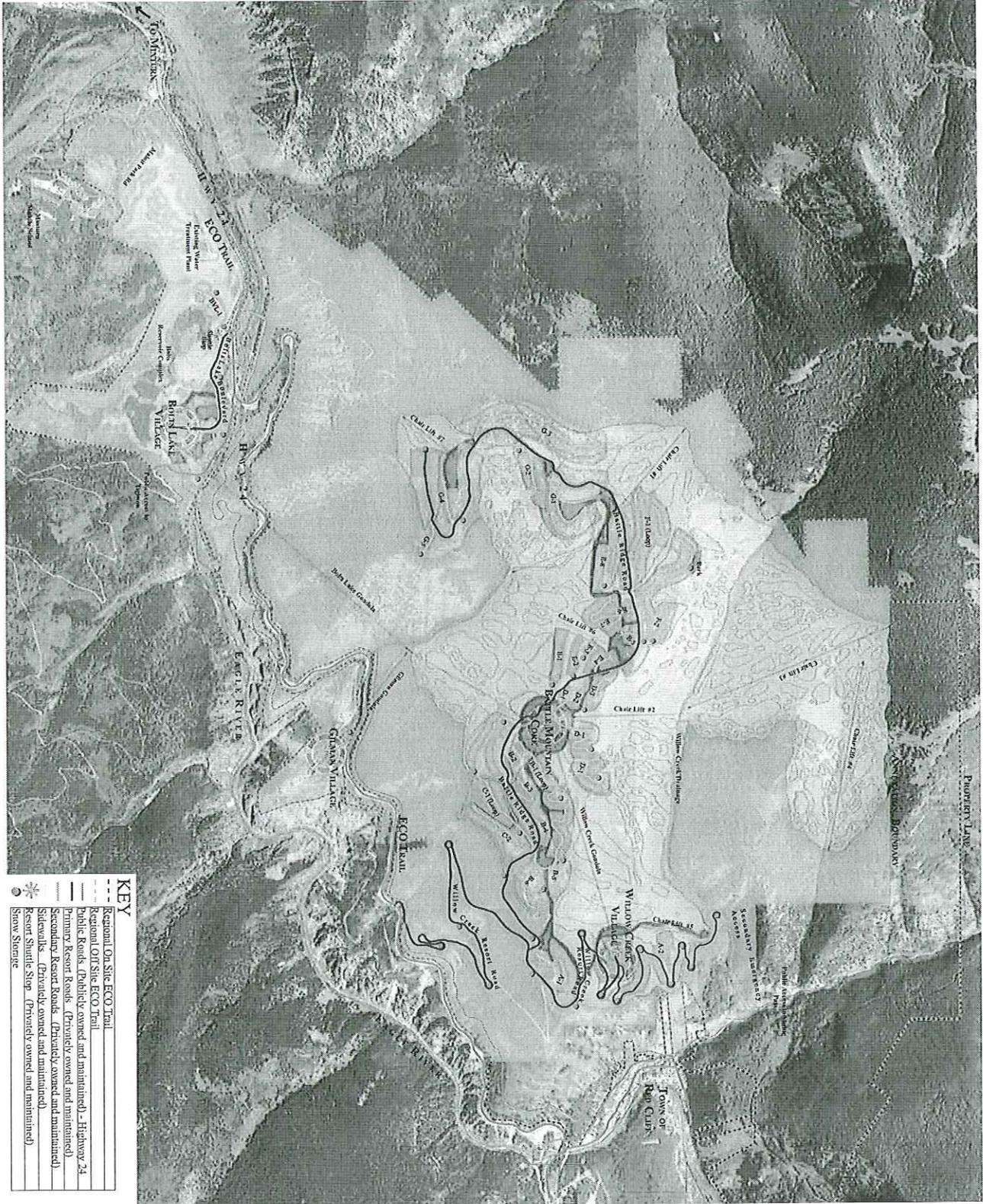
- f. incorporation of the traffic monitoring program for all traffic entering Red Cliff set forth under the traffic plans referred to above.
2. In the event that the fire station, ambulance facility, and police facility are located in the Turkey Creek Drainage, Applicant shall facilitate coordination with the Minturn Police Department and the Eagle County sheriff's office regarding the police department's role as a supportive law enforcement agency when emergency circumstances require assistance to the sheriff's office in responding to law enforcement needs in Red Cliff.
3. In the event that Applicant constructs employee housing or any other development that requires wastewater treatment in the Turkey Creek Drainage, Applicant shall work with the Town and Red Cliff to determine whether such wastewater treatment shall occur at Red Cliff. If such wastewater treatment does not occur at Red Cliff, Applicant, if requested by Red Cliff, shall design and construct its wastewater collection and transportation infrastructure so that it has the capability to collect and transport Red Cliff's wastewater to the Minturn wastewater treatment plant for treatment, in the event that Red Cliff obtains capacity for the treatment of its wastewater at the Minturn wastewater treatment plant. These conditions and the Annexation Agreement do not address the allocation of costs associated with wastewater collection and transportation infrastructure and the provision of wastewater service.
4. Applicant shall implement any terms or conditions required by a Water Court Decree obtained by Applicant or Minturn that is final and not subject to appeal that are imposed by the Court or by stipulation for the purpose of avoiding injury to the existing water rights of Red Cliff.
5. Applicant agrees that it will submit a petition or petitions for annexation of its remaining adjacent property consisting of approximately 1000 acres, more specifically described in **Exhibit B** attached hereto ("Additional Property"), into the Town of Minturn when it legally is permissible to do so as provided in and subject to these conditions and in connection with such effort it shall work with Red Cliff and assist Red Cliff in identifying the boundaries of Red Cliff in so far as they are contiguous to portions of Applicant's property. At such time that Applicant submits to the Town of Minturn its petition or petitions for the annexation of the Additional Property, Applicant will work with Red Cliff and the Town of Minturn to assess the impacts on Red Cliff of the land use plans when they are submitted in order to determine the basis for a revenue sharing agreement, if appropriate, between the two towns to mitigate the impacts on Red Cliff of such land use plan. The maximum density of 1700 free market residential dwelling units for the Property extends to the Additional Property upon its annexation into the Town.

6. To the extent that the Project results in impacts not anticipated herein, Applicant agrees to cooperate with Red Cliff in the identification of the same and, as appropriate, address the same. Applicant agrees to work with Red Cliff as neighbors in good faith to identify and implement reasonable mitigation of such impact including, without limitation, consideration of an impact fee.
7. Applicant may propose a development that results in the Town of Minturn and Applicant considering the possibility of water service through Red Cliff and water treatment at or near Red Cliff on either (i) property within the present annexation submittal, or (ii) upon lands not subject to the existing annexation. If the Town of Minturn and the Applicant make such a determination, Applicant agrees that any water treatment facility and infrastructure will be designed to address Red Cliff's water service needs for the impacted area. Additionally, the Towns of Red Cliff and Minturn will work toward a revenue sharing agreement for such water service.

Environmental Impact Report Conditions:

1. As a part of its PUD Final Development Plan submission, Applicant agrees to address the conditions and recommendations set forth herein and in connection with the conditions of approval of the PUD Preliminary Development Plan and Environmental Impact Report.
2. Applicant must obtain any necessary local, regional, state, or federal authorizations, approvals or permits that may be required in connection with the Project prior to commencement of any authorized activity and provide evidence of the same to the Town.
3. Applicant will implement the Sustainable Design Plan that will be presented in final form with the PUD Final Development Plan for Town approval. The Sustainable Design Plan will incorporate green building concepts from the LEED certification standards and other energy conservation programs. It will be incorporated into the final Design Guidelines, as appropriate, and shall otherwise apply to those facilities and structures to which the Design Guidelines do not apply. These standards will apply to all structures and buildings within the project that they apply to, including without limitation, all single family residences and all other dwelling units whether built by applicant or not. Applicant will continue to coordinate with the Town staff and consultants to refine the details for the standards and monitoring of and provisions of the Plan.
4. Any and all material representations of the Applicant made orally in its presentation at public hearings or in the materials presented, except as the same may have been subsequently modified in written or oral testimony submitted in the course of the public hearings on this application, shall be adhered to and are made a condition of approval.
5. At such time that an amended preliminary subdivision plat is prepared for the MU-1, MU-2, MU-3 and MU-4 Areas, a supplemental environmental impact report (consistent

with Minturn Municipal Code Section 16.20.4.9 (2007)) that includes information developed consistent with the National Contingency Plan, including, but not limited to, Remedial Investigation, Risk Assessment, Feasibility Study, Proposed Plan, Record of Decision and Agreement and Order on Consent, in connection with its efforts with the EPA and CDPHE will be submitted for the Gilman Character Area, if appropriate.



KEY

	Regional On-Site ECO Trail
	Public Roads (Publicly owned and maintained) - Highway 24
	Primary Resort Roads (Privately owned and maintained)
	Secondary Resort Roads (Privately owned and maintained)
	Sidewalks (Privately owned and maintained)
	Resort Shuttle Stop (Privately owned and maintained)
	Snow Storage

Scale: 1" = 100'

North Arrow

October 6, 2006

Transportation & Circulation Plan

2436.00

L110.03

Battle Mountain, Minturn, Colorado

PUD Preliminary / Final Plan, Subdivision Preliminary Plat Submittal



EXHIBIT B

Additional Property

PARCEL A1C LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTION 19, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST QUARTER CORNER OF SECTION 18, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN WHENCE THE SAID SOUTH QUARTER CORNER OF SAID SECTION 36 BEARS N20°23'11"W A DISTANCE OF 15813.29 FEET; THENCE S11°34'08"E A DISTANCE OF 4784.77 FEET TO CORNER NO. 2 OF THE SAID FORESIGHT NO. 4 LODE (MS NO. 20747) A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, SAID POINT BEING THE TRUE POINT OF BEGINNING;

THENCE S89°43'17"E A DISTANCE OF 1522.70 FEET; THENCE N00°15'04"W A DISTANCE OF 783.97 FEET; THENCE S89°43'20"E A DISTANCE OF 1990.32 FEET TO A POINT ON THE 1-2 LINE OF THE CARIBOE LODE (MS NO. 6509); THENCE S05°00'00"E A DISTANCE OF 709.51 FEET TO THE 1-2 LINE OF THE CARIBOE LODE (MS NO. 6509); THENCE THE 1-5 LINE OF THE JOE HILL LODE (MS NO.11840) S74°56'56"W A DISTANCE OF 157.08 FEET TO CORNER NO. 5 OF SAID JOE HILL LODE, A 1 1/2 INCH ALUMINUM CAP, LS NO. 4551 FOUND IN PLACE; THENCE ALONG THE BOUNDARY OF A PARCEL DESCRIBED IN BOOK 276 AT PAGE 42 THE FOLLOWING TWO (2) COURSES:

- 1) N26°39'17"E A DISTANCE OF 104.74 FEET;
- 2) S88°52'17"W A DISTANCE OF A DISTANCE OF 181.37 FEET TO A 1 1/2 INCH ALUMINUM CAP,

LS NO. 4551 FOUND IN PLACE, ALSO BEING A POINT ON A PARCEL OF LAND DESCRIBED IN A BOUNDARY LINE AGREEMENT BETWEEN TURKEY CREEK, LLC., AND PENELOPE V. SALCIDO; THENCE ALONG SAID PARCEL THE FOLLOWING FOUR (4) COURSES:

- 1) N02°39'07"W A DISTANCE OF 30.00 FEET;
- 2) S87°04'11"W A DISTANCE OF 95.90 FEET;
- 3) S84°34'51"W A DISTANCE OF 90.00 FEET;
- 4) S05°25'09"E A DISTANCE OF 125.41 FEET TO A POINT ON THE 1-4 LINE OF THE ARGO LODE (MS NO. 641A); THENCE ALONG SAID 1-4 LINE S85°29'55"W A DISTANCE OF 59.12 FEET TO ANGLE POINT NO. 9 OF TRACT 41, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE ALONG SAID TRACT 41 N04°50'19"W A DISTANCE OF 428.23 FEET TO ANGLE POINT NO. 1 OF SAID TRACT; THENCE S89°57'41"W A DISTANCE OF 191.08 FEET TO ANGLE POINT NO. 2 OF SAID TRACT; THENCE S00°09'41"W A DISTANCE OF 582.69 FEET TO ANGLE POINT NO. 3 OF SAID TRACT 41, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; ALSO BEING A POINT ON THE 1-2 LINE OF THE POLAR MILL SITE (MS NO. 1432B); THENCE ALONG SAID 1-2 LINE N50°51'59"W A DISTANCE OF 95.46 FEET TO CORNER NO. 2 OF SAID POLAR MILL SITE; THENCE ALONG THE 2-3 LINE OF SAID POLAR MILL SITE S30°51'01"W A DISTANCE OF 177.00 FEET TO ANGLE POINT NO. 1 OF TRACT 40, A 2 1/2 INCH BRASS G.L.O. CAP FOUND IN PLACE; THENCE N89°54'28"W A DISTANCE OF 81.34 FEET TO ANGLE POINT NO. 2 OF SAID

TRACT 40 AND A POINT ALONG THE MAUD S. LODE (MS NO. 7779); THENCE ALONG SAID MAUD S. LODE (MS NO. 7779) BOUNDARY THE FOLLOWING FOUR (4) COURSES:

- 1) N08°53'19"E A DISTANCE OF 280.02 FEET;
- 2) S35°29'00"W A DISTANCE OF 716.34 FEET;
- 3) S29°40'00"W A DISTANCE OF 693.92 FEET;
- 4) S09°24'28"W A DISTANCE OF 267.11 FEET TO A POINT ON THE SOUTH LINE OF THE EE LODE;

THENCE ALONG SAID SOUTH LINE OF SAID EE LODE N61°29'59"W A DISTANCE OF 65.26 FEET TO A POINT ON THE EAST LINE OF THE HARDCRABBLE LODE (MS NO. 8571); THENCE ALONG SAID EAST LINE OF SAID HARDCRABBLE LODE (MS NO. 8571) S00°00'00"E A DISTANCE OF 377.27 FEET; THENCE DEPARTING SAID EAST LINE OF SAID HARDCRABBLE LODE (MS NO. 8571) S08°48'56"W A DISTANCE OF 128.89 FEET TO A POINT ON THE 2-3 LINE OF THE HARDCRABBLE LODE (MS NO. 8571); THENCE ALONG SAID 2-3 LINE S89°57'05"W A DISTANCE OF 154.96 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR HIGHWAY NO. 24; THENCE ALONG SAID EASTERLY RIGHT-OF-WAY THE FOLLOWING TEN (10) COURSES:

- 1) N11°36'00"E A DISTANCE OF 167.38 FEET;
- 2) N13°12'00"W A DISTANCE OF 204.40 FEET;
- 3) N37°13'00"W A DISTANCE OF 248.00 FEET;
- 4) N78°49'00"W A DISTANCE OF 365.10 FEET;
- 5) S60°05'00"W A DISTANCE OF 318.60 FEET;
- 6) N69°10'00"W A DISTANCE OF 461.30 FEET;
- 7) N87°23'00"W A DISTANCE OF 369.60 FEET;
- 8) N32°48'00"W A DISTANCE OF 365.40 FEET;
- 9) N13°00'00"E A DISTANCE OF 345.60 FEET;
- 10) N00°32'00"W A DISTANCE OF 513.33 FEET TO A POINT ON THE 3-4 LINE OF THE NAPOLEAN

LODE (MS NO. 17399); THENCE ALONG SAID 3-4 LINE N79°09'00"E A DISTANCE OF 41.71 FEET TO CORNER NO. 3 OF SAID NAPOLEAN LODE, ALSO BEING A POINT ON THE 1-2 LINE OF THE CONTEST LODE (MS NO. 17399); THENCE ALONG SAID 1-2 LINE N10°51'00"W A DISTANCE OF 60.00 FEET TO CORNER NO. 2 OF SAID CONTEST LODE; THENCE ALONG THE 2-3 LINE OF SAID CONTEST LODE N79°09'00"E A DISTANCE OF 110.19 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINS 105.552 ACRES OF LAND MORE OR LESS.

THE ABOVE LEGAL DESCRIPTION IS DERIVED FROM REFERRING TO LAND SURVEY PLAT BATTLE MOUNTAIN PER JOHNSON, KUNKEL AND ASSOCIATES, INC.

PARCEL A1B LEGAL DESCRIPTION

A PARCEL OF LAND LOCATED IN SECTIONS 8, 9, 16, 17, 19, 20, 21 AND 29, TOWNSHIP 6 SOUTH, RANGE 80 WEST, ALL IN THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT SAID CORNER 1 OF SAID TRACT 38; THENCE S00°05'00"E A DISTANCE OF 1446.69 FEET ALONG THE EAST LINE OF SAID TRACT 38 TO A POINT ON THE 2-3 LINE OF THE FORESIGHT NO. 4 LODE (MS No. 20747), FROM WHICH ANGLE POINT NO. 4 OF SAID TRACT 38 BEARS S00°05'00"E, 1193.84 FEET; THENCE ALONG SAID 2-3 LINE S89°52'48"E A DISTANCE OF 485.90 FEET TO CORNER NO. 2 OF SAID FORESIGHT NO. 4 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE ALONG THE 1-2 LINE OF SAID FORESIGHT NO. 4 LODE S00°12'31"W A DISTANCE OF 330.30 FEET TO CORNER NO. 1 OF THE FORESIGHT NO. 16 LODE (MS NO. 20747), A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, SAID POINT BEING THE TRUE POINT OF BEGINNING.

THENCE ALONG THE NORTH LINE OF SAID FORESIGHT NO. 16 LODE S89°53'28"E A DISTANCE OF 1501.33 FEET TO CORNER NO. 4 OF SAID FORESIGHT NO. 16 LODE A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S00°11'01"W A DISTANCE OF 600.81 FEET ALONG THE EAST LINE OF SAID FORESIGHT NO. 16 LODE TO CORNER NO. 3, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 3 OF THE FORESIGHT NO. 15 LODE (MS NO. 20747); THENCE S00°09'30"W A DISTANCE OF 600.22 FEET TO CORNER NO. 4 OF SAID FORESIGHT NO. 15 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 4 OF THE FORESIGHT NO. 14 LODE (MS NO. 20747); THENCE S00°09'37"W A DISTANCE OF 599.62 FEET TO CORNER NO. 3 OF SAID FORESIGHT NO. 14 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 3 OF THE ASPEN NO. 10 LODE (MS NO. 20747); THENCE S00°06'37"W A DISTANCE OF 2101.29 FEET ALONG THE EAST LINE OF SAID ASPEN NO. 10 LODE AND THE ARGENTINE NO. 7 LODE (MS NO. 20747) TO CORNER NO. 4 OF SAID ARGENTINE NO. 7 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 4 OF THE ARGENTINE NO. 6 LODE (MS NO. 20747); THENCE S00°10'30"W A DISTANCE OF 1200.74 FEET ALONG THE EAST LINE OF SAID ARGENTINE NO. 6 LODE AND THE ARGENTINE NO. 5 LODE (MS NO. 20747) TO CORNER NO. 4 OF SAID ARGENTINE NO. 5 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 4 OF THE ARGENTINE NO. 4 LODE (MS NO. 20747); THENCE S00°07'01"W A DISTANCE OF 599.58 FEET ALONG THE EAST LINE OF SAID ARGENTINE NO. 4 LODE TO CORNER NO. 3 OF SAID ARGENTINE NO. 4 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 5 OF THE SPRUCE NO. 5 LODE (MS NO. 20747); THENCE S00°12'37"W A DISTANCE OF 3293.79 FEET ALONG THE EAST LINE OF SAID SPRUCE NO. 5 LODE, THE SPRUCE NO. 7 LODE (MS NO. 20747), THE SPRUCE NO. 8 LODE (MS NO. 20747) AND THE SPRUCE NO. 9 LODE (MS NO. 20747) TO CORNER NO. 3 OF SAID SPRUCE NO. 9 LODE, A 4 1/2 INCH ALUMINUM CAP, FOUND IN PLACE; THENCE ALONG THE 3-4 LINE OF SAID SPRUCE NO. 9 LODE N89°45'37"W A DISTANCE OF 1071.83 FEET TO A POINT ON THE 1-2 LINE OF THE RICH NO 4 LODE (MS NO. 20747); THENCE AONG SAID 1-2 LINE S31°16'16"W A DISTANCE OF 314.41 FEET TO CORNER NO. 1 OF SAID RICH NO. 4 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 1 OF THE RICH NO. 3 LODE (MS NO. 20747); THENCE S31°15'45"W A DISTANCE OF 1218.69 FEET ALONG THE 1-2 LINE OF SAID RICH NO. 3 LODE AND THE 3-4 LINE OF THE RICH NO. 2 LODE (MS NO. 20747) TO CORNER NO. 4 OF SAID RICH NO. 2 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER NO. 4 OF THE RICH NO. 1 LODE (MS NO. 20747); THENCE ALONG THE 3-4 LINE OF SAID RICH NO. 1 LODE S41°53'23"W A DISTANCE OF 90.56 FEET TO A POIINT ON THE 2-3 LINE OF THE RICH NO. 5 LODE (MS NO. 20747); THENCE S50°00'09"E A DISTANCE OF 538.80 FEET ALONG SAID 2-3 LINE TO CORNER NO. 3 OF SAID RICH NO. 5 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S34°48'38"W A DISTANCE OF 1500.47 FEET ALONG THE 3-4 LINE OF SAID RICH NO. 5 LODE TO CORNER NO. 4 OF SAID RICH NO. 5 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING A POINT ON THE 1-4 LINE OF THE RICH NO. 6 LODE (MS NO. 20747); THENCE ALONG SAID 1-4 LINE S49°35'25"E A DISTANCE OF 39.77 FEET TO CORNER NO. 4 OF SAID RICH NO. 6 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE ALONG THE 3-4 LINE OF SAID RICH NO. 6 LODE S19°32'10"W A DISTANCE OF 1500.28 FEET TO CORNER NO. 3 OF SAID RICH NO. 6 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID RICH NO. 6 LODE N49°27'07"W A DISTANCE OF 215.75 FEET TO A POINT ON THE 3-4 LINE OF THE HORN SILVER NO. 4 LODE (MS NO. 20291); THENCE ALONG SAID 3-4 LINE S60°35'34"W A DISTANCE OF 465.84 FEET TO A POINT ON THE 3-4 LINE OF THE ST. LOUIS LODE (MS NO. 2353); THENCE ALONG SAID 3-4 LINE S13°50'51"E A DISTANCE OF 102.58 FEET TO CORNER NO. 4 OF SAID ST. LOUIS LODE ALSO BEING A POINT ON THE 1-4 LINE OF THE SILENT FRIEND LODE (MS NO. 4652); THENCE ALONG SAID 1-4 LINE N76°09'09"E A DISTANCE OF 502.90 FEET TO CORNER NO. 4 OF SAID SILENT FRIEND LODE; THENCE ALONG THE 3-4 LINE OF SAID SILENT FRIEND LODE AND

THE 7-8 LINE OF THE H.Y. LODE (MS NO. 4652) S13°50'51"E A DISTANCE OF 600.00 FEET TO CORNER NO. 7 OF SAID H.Y. LODE; THENCE S76°09'09"W A DISTANCE OF 1500.00 FEET ALONG THE 6-7 LINE OF THE SAID H.Y. LODE TO CORNER NO. 6, A STONE MONUMENT FOUND IN PLACE; THENCE N13°50'51"W A DISTANCE OF 600.09 FEET ALONG THE 5-6 LINE OF SAID H.Y. LODE AND THE 1-2 LINE OF SAID SILENT FRIEND LODE TO CORNER NO. 1 OF SAID SILENT FRIEND LODE, A STONE MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 2-3 LINE OF SAID ST LOUIS LODE; THENCE ALONG SAID 2-3 LINE S76°08'33"W A DISTANCE

OF 502.90 FEET TO CORNER NO. 2 OF SAID ST. LOUIS LODE; THENCE ALONG THE 1-2 LINE OF SAID ST. LOUIS LODE N13°50'51"W A DISTANCE OF 150.00 FEET TO CORNER NO. 1 OF SAID ST. LOUIS LODE; THENCE ALONG THE 1-4 LINE OF SAID ST. LOUIS LODE N76°09'09"E A DISTANCE OF 519.61 FEET TO A POINT ON THE 1-4 LINE OF SAID HORN SILVER NO. 4 LODE; THENCE ALONG SAID 1-4 LINE N29°31'36"W A DISTANCE OF 288.43 FEET TO CORNER NO. 1 OF SAID HORN SILVER NO. 4 LODE, A STONE MONUMENT, FOUND IN PLACE, ALSO BEING A POINT ON THE 2-3 LINE OF THE HORN SILVER NO. 1 LODE (MS NO. 20291); THENCE ALONG SAID 2-3 LINE S60°28'02"W A DISTANCE OF 206.57 FEET TO CORNER NO. 3 OF SAID HORN SILVER NO. 1 LODE; THENCE ALONG THE 3-4 LINE OF SAID HORN SILVER NO. 1 LODE N31°35'11"W A DISTANCE OF 1499.81 FEET TO CORNER NO. 4 OF SAID HORN SILVER NO. 1 LODE; THENCE ALONG THE 1-4 LINE OF SAID HORN SILVER NO. 1 LODE AND THE 1-4 LINE OF THE HORN SILVER NO. 2 LODE (MS NO. 20291) N60°23'58"E A DISTANCE OF 1201.35 FEET TO CORNER NO. 4 OF SAID HORN SILVER NO. 2 LODE, A STONE MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 1-2 LINE OF THE HORN SILVER NO. 5 LODE (MS NO. 20291); THENCE ALONG SAID 1-2 LINE N02°02'35"E A DISTANCE OF 388.42 FEET TO A POINT ON THE 3-4 LINE OF THE U.S.T. LODE (MS NO. 6444); THENCE ALONG SAID 3-4 LINE S75°08'00"W A DISTANCE OF 1326.23 FEET TO CORNER NO. 4 OF SAID U.S.T. LODE; THENCE ALONG THE 1-4 LINE OF SAID U.S.T. LODE N04°38'59"E A DISTANCE OF 229.44 FEET TO CORNER NO. 1 OF SAID U.S.T. LODE, A MOUND OF STONES FOUND IN PLACE; THENCE ALONG THE 1-2 LINE OF SAID U.S.T. LODE N74°31'22"E A DISTANCE OF 1319.68 FEET TO A POINT ON THE 1-2 LINE OF SAID HORN SILVER NO. 5 LODE; THENCE ALONG SAID 1-2 LINE N02°02'35"E A DISTANCE OF 744.09 FEET TO A POINT ON THE 2-3 LINE OF THE WYOMING VALLEY PLACER (MS NO. 2838); THENCE ALONG SAID 2-3 LINE N58°35'33"W A DISTANCE OF 653.08 FEET TO A POINT ON THE 1-2 LINE OF THE WEDGE LODE (MS NO. 20077); THENCE ALONG SAID 1-2 LINE S31°56'12"W A DISTANCE OF 6.54 FEET TO CORNER NO. 1 OF SAID WEDGE LODE, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 1-4 LINE OF SAID WEDGE LODE N65°32'28"W A DISTANCE OF 78.98 FEET TO A POINT ON THE 8-9 LINE OF THE WYOMING VALLEY NO. 2 LODE

(MS NO. 6079); THENCE ALONG SAID 8-9 LINE S74°52'00"W A DISTANCE OF 818.41 FEET TO CORNER NO. 8 OF SAID WYOMING VALLEY NO. 2 LODE; THENCE ALONG THE 7-8 LINE OF SAID WYOMING VALLEY NO. 2 LODE N58°32'00"W A DISTANCE OF 413.00 FEET TO CORNER NO. 7 OF SAID WYOMING VALLEY NO. 2 LODE; THENCE ALONG THE 7-10 LINE OF THE WYOMING VALLEY NO. 2 LODE N74°52'00"E A DISTANCE OF 431.70 FEET TO A POINT ON THE 1-6 LINE OF THE WYOMING VALLEY LODE (MS NO. 6079); THENCE ALONG SAID 1-6 LINE OF N09°39'09"E A DISTANCE OF 274.55 FEET TO CORNER NO. 6 OF SAID WYOMING VALLEY LODE; THENCE ALONG THE 5-6 LINE OF SAID WYOMING VALLEY LODE N47°51'00"E A DISTANCE OF 246.33 FEET TO A POINT ON THE 1-2 LINE OF THE ALLEGHENY LODE (MS NO. 3810); THENCE ALONG THE 1-2 LINE OF SAID ALLEGHENY LODE

(MS NO. 3810) N81°09'26"E A DISTANCE OF 501.92 FEET TO THE SOUTHWEST CORNER OF SAID

ALLEGHENY LODE (MS NO. 3810); THENCE N08°53'46"W A DISTANCE OF 149.99 FEET TO THE NORTHEAST CORNER OF SAID ALLEGHENY LODE (MS NO. 3810); THENCE ALONG THE NORTH LINE OF SAID ALLEGHENY LODE (MS NO. 3810) S81°06'13"W A DISTANCE OF 99.68 FEET TO AN ANGLE POINT ALONG THE SOUTH LINE OF THE EIGHTY FOUR LODE (MS NO. 3920); THENCE ALONG THE SOUTH LINE OF SAID EIGHTY FOUR LODE (MS NO. 3920) N49°10'13"E A DISTANCE OF 162.51 FEET TO A POINT ALONG THE EAST LINE OF THE FIRST NATIONAL LODE (MS NO. 13320); THENCE ALONG SAID EAST LINE OF SAID FIRST NATIONAL LODE (MS NO. 13320) S08°55'44"E A DISTANCE OF 73.00 FEET TO THE SOUTHWEST CORNER OF SAID FIRST NATIONAL LODE (MS NO. 13320); THENCE ALONG THE SOUTH LINE OF SAID FIRST NATIONAL LODE (MS NO. 13320) N64°01'13"E A DISTANCE OF 116.51 FEET TO THE SOUTHWEST CORNER OF THE VERNOLT LODE (MS NO. 2322); THENCE ALONG THE SOUTH LINE OF SAID VERNOLT LODE (MS NO. 2322) N79°11'13"E A DISTANCE OF 126.01 FEET TO A POINT ALONG THE NORTHWESTERLY LINE OF SAID MYSTERY PLACER (MS NO. 15751); THENCE ALONG SAID NORTHWESTERLY LINE OF SAID MYSTERY PLACER (MS NO. 15751) S56°07'08"W A DISTANCE OF 180.92 FEET TO THE NORTHERLY CORNER SAID WYOMING VALLEY PLACER (MS NO. 2838) ALSO BEING THE SOUTHWESTERLY CORNER OF THE MYSTERY PLACER (MS NO. 15751); THENCE ALONG SAID NORTHERLY LINE OF SAID WYOMING VALLEY PLACER (MS NO. 2838) 66°00'00"E A DISTANCE OF 438.85 FEET TO A POINT ALONG THE WEST LINE OF THE LITTLE CHICAGO LODE (MS NO. 3748); THENCE ALONG THE BOUNDARY OF SAID LITTLE CHICAGO LODE (MS NO. 3748) THE FOLLOWING THREE (3) COURSES:

- 1) S25°59'57"W A DISTANCE OF 11.83 FEET;
- 2) S64°00'00"E A DISTANCE OF 200.00 FEET;
- 3) N25°59'59"E A DISTANCE OF 18.81 FEET TO A POINT ALONG THE SOUTHWESTERLY LINE OF

SAID MYSTERY PLACER (MS NO. 15751); THENCE ALONG SAID MYSTERY PLACER (MS NO. 15751) THE FOLLOWING SIX (6) COURSES:

- 1) S66°00'00"E A DISTANCE OF 849.63 FEET;
- 2) N39°02'00"E A DISTANCE OF 93.12 FEET;
- 3) S49°03'13"E A DISTANCE OF 149.92 FEET;
- 4) N41°30'00"E A DISTANCE OF 662.89 FEET;
- 5) N30°35'00"E A DISTANCE OF 1550.57 FEET;
- 6) S74°00'00"W A DISTANCE OF 649.63 FEET; THENCE N09°00'39"W A DISTANCE OF 33.63 FEET;

THENCE S69°00'00"W A DISTANCE OF 383.04 FEET TO A POINT ALONG THE NORTHERLY LINE OF SAID MYSTERY PLACER (MS NO. 15751); THENCE S74°00'00"W A DISTANCE OF 739.51 FEET TO A POINT ALONG THE EAST LINE OF SAID LITTLE CHICAGO LODGE (MS NO. 3748); THENCE ALONG THE BOUNDARY OF SAID LITTLE CHICAGO LODGE (MS NO. 3748) THE FOLLOWING THREE (3) COURSES:

- 1) N25°32'43"E A DISTANCE OF 397.19 FEET TO THE NORTHEAST CORNER OF SAID LITTLE CHICAGO LODGE (MS NO. 3748);
- 2) N64°00'00"W A DISTANCE OF 200.00 FEET TO THE NORTHWEST CORNER OF SAID LITTLE CHICAGO LODGE (MS NO. 3748);
- 3) S26°00'00"W A DISTANCE OF 747.40 FEET; THENCE S56°07'01"W A DISTANCE OF 218.70 FEET; THENCE N00°14'38"W A DISTANCE OF 2315.26 FEET; THENCE S89°43'20"E A DISTANCE OF 2900.08 FEET; THENCE N00°12'31"E A DISTANCE OF 6472.29 FEET TO THE TRUE POINT OF BEGINNING;

SAID PARCEL CONTAINS 758.881 GROSS ACRES OF LAND MORE OR LESS.

LESS AND EXCEPT ALL OF THE FOLLOWING DESCRIBED PARCELS:

THOSE PORTIONS OF THE U.S. FOREST SERVICE LAND DESCRIBED AS FOLLOWS:

U.S. FOREST SERVICE PARCEL 8 DESCRIPTION:

COMMENCING AT THE WEST QUARTER CORNER OF SECTION 20, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN WHENCE THE SAID SOUTH QUARTER CORNER OF SAID SECTION 36 BEARS N29°59'31"W A DISTANCE OF 26250.25 FEET; THENCE N10°11'23"E A DISTANCE OF 1780.61 FEET TO CORNER NO. 2 OF THE HORN SILVER NO. 3 LODGE (MS NO. 20291) ALSO BEING CORNER NO. 3 OF THE HORN SILVER NO. 6 LODGE (MS NO. 20291) AND A POINT ON THE 2-3 LINE OF THE LIVERPOOL PLACER (MS 2087), SAID POINT BEING THE TRUE POINT OF BEGINNING;

THENCE LEAVING SAID HORN SILVER NO. 3 LODE AND HORN SILVER NO. 6 LODE ALONG SAID 2-3 LINE OF SAID LIVERPOOL PLACER S49°03'00"E, A DISTANCE OF 362.88 FEET TO THE 1-2 LINE OF THE RICH NO. 6 LODE (MS NO. 20747); THENCE LEAVING SAID LIVERPOOL PLACER ALONG SAID 1-2 LINE OF SAID RICH NO. 6 LODE S19°33'00"W, A DISTANCE OF 139.08 FEET TO THE 2-3 LINE OF SAID HORN SILVER NO. 3 LODE; THENCE LEAVING SAID RICH NO. 6 LODE ALONG SAID 2-3 LINE OF SAID HORN SILVER NO. 3 LODE N31°40'00"W, A DISTANCE OF 433.43 FEET TO THE POINT OF BEGINNING. SAID PARCEL CONTAINING 0.525 ACRES, MORE OR LESS.

U.S. FOREST SERVICE PARCEL 9 DESCRIPTION:

COMMENCING AT THE WEST QUARTER CORNER OF SECTION 20, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN WHENCE THE SAID SOUTH QUARTER CORNER OF SAID SECTION 36 BEARS N29°59'31"W A DISTANCE OF 26250.25 FEET; THENCE N09°24'40"E A DISTANCE OF 2405.09 FEET TO CORNER NO. 3 OF THE HORN SILVER NO. 5 LODE (MS NO. 20291) ALSO BEING A POINT ON THE 2-3 LINE OF THE LIVERPOOL PLACER (MS NO. 2087), SAID POINT BEING THE TRUE POINT OF BEGINNING;

THENCE LEAVING SAID HORN SILVER NO. 5 LODE ALONG SAID 2-3 LINE OF SAID LIVERPOOL PLACER S49°03'00"E, A DISTANCE OF 316.41 FEET TO CORNER NO. 2 OF THE HORN SILVER NO. 6 LODE (MS NO. 20291); THENCE LEAVING SAID LIVERPOOL PLACER ALONG THE 1-2 LINE OF SAID HORN SILVER NO. 6 LODE S29°09'35"W, A DISTANCE OF 539.94 FEET TO A POINT ON THE 3-4 LINE OF SAID HORN SILVER NO. 5 LODE; THENCE LEAVING SAID HORN SILVER NO. 6 LODE ALONG SAID 3-4 LINE OF SAID HORN SILVER NO. 5 LODE N02°02'00"E, A DISTANCE OF 679.31 FEET TO THE POINT OF BEGINNING. SAID PARCEL CONTAINING 1.920 ACRES, MORE OR LESS.

U.S. FOREST SERVICE PARCEL 10 DESCRIPTION:

COMMENCING AT THE WEST QUARTER CORNER OF SECTION 20, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN WHENCE THE SAID SOUTH QUARTER CORNER OF SAID SECTION 36 BEARS N29°59'31"W A DISTANCE OF 26250.25 FEET; THENCE N35°57'14"W A DISTANCE OF 1622.07 FEET TO A POINT ON THE 1-4 LINE OF THE HORN SILVER NO. 5 LODE (MS NO. 20291) ALSO BEING A POINT ON THE 3-4 LINE OF THE HORN SILVER NO. 2 LODE (MS NO. 20291), SAID POINT BEING THE TRUE POINT OF BEGINNING;

THENCE LEAVING SAID HORN SILVER NO. 2 LODGE ALONG SAID 1-4 LINE OF SAID HORN SILVER NO. 5 LODGE S49°03'00"E, A DISTANCE OF 286.77 FEET TO THE 1-2 LINE OF THE HORN SILVER NO. 6 LODGE (MS NO. 20291); THENCE LEAVING SAID HORN SILVER NO. 5 LODGE ALONG SAID 1-2 LINE OF SAID HORN SILVER NO. 6 LODGE S29°10'00"W, A DISTANCE OF 98.12 FEET TO SAID 3-4 LINE OF SAID HORN SILVER NO. 2 LODGE; THENCE LEAVING SAID HORN SILVER NO. 6 LODGE ALONG SAID 3-4 LINE OF SAID HORN SILVER NO. 2 LODGE N31°40'00"W, A DISTANCE OF 321.49 FEET TO THE POINT OF BEGINNING. SAID PARCEL CONTAINING 0.316 ACRES, MORE OR LESS.

TOTAL COMBINED NET ACREAGE FOR PARCEL No. AIB CONTAINS 756.120 ACRES OF LAND.

THE ABOVE LEGAL DESCRIPTION IS DERIVED FROM REFERRING TO LAND SURVEY PLAT BATTLE MOUNTAIN PER JOHNSON, KUNKEL AND ASSOCIATES, INC.

REV 18-2008 Exhibit C

DRAFT

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PROPOSED DRAFT BATTLE MOUNTAIN PLANNED UNIT DEVELOPMENT GUIDELINES SUBMITTED AS SUPPORTING MATERIALS TO APPLICATION FOR PLANNED UNIT DEVELOPMENT PRELIMINARY DEVELOPMENT PLAN PURSUANT TO CHAPTER 16, ARTICLE XV OF THE MINTURN MUNICIPAL CODE ON BEHALF OF GINN BATTLE NORTH, LLC, GINN BATTLE SOUTH, LLC, AND GINN-LA BATTLE ONE, LTD., LLLP. MATTERS INCLUDED HEREIN ARE SUBJECT TO REVISION IN ACCORDANCE WITH NEGOTIATIONS BETWEEN THE APPLICANT AND THE TOWN OF MINTURN IN THE COURSE OF THE TOWN'S REVIEW OF APPLICANT'S PROPOSED DEVELOPMENT.

**BATTLE MOUNTAIN PLANNED UNIT DEVELOPMENT
GUIDELINES
Revised February 27, 2008**

I. INTRODUCTION

The purpose of this Battle Mountain Planned Unit Development Guidelines ("*PUD Guide*") is to serve as the governing regulations which will control use of land and establish development standards, supplemental regulations, and guidelines for the development and properties within the Battle Mountain Planned Unit Development (the "*Battle Mountain PUD*," "*PUD*" or "*Project*"), the Final Development Plan for which was approved by the Town of Minturn ("*Town*") on _____, 2008 by Ordinance No. __. This PUD Guide constitutes the zone district regulations for the Battle Mountain PUD and defines, without limitation, the permitted use of land and limitations or restrictions on the use of real property contained within the PUD, provides for open spaces, and includes additional supplementary regulations. All development within the PUD shall be administered by the Town in accordance with the Minturn Municipal Code, as it may be amended from time to time, and this PUD Guide. It is acknowledged that prior to review of any development applications governed by the Battle Mountain Master Declaration of Covenants, Conditions, and Restrictions recorded in Reception No. _____ in the official records of Eagle County (the "*CC&Rs*"), the Architectural Control Board of the Battle Mountain Property Owners' Association, Inc. (the "*ACB*") shall first approve any such applications.

II. PURPOSE

This PUD Guide establishes the zoning standards, restrictions and regulations that govern development and use of land and all development within the Battle Mountain PUD as shown on and as also defined in the amendments to the Official Zone District Map of the Town of Minturn, Colorado that include the Bolts Lake Character Area, Holy Cross Character Area, Rock Creek Character Area, Willow Creek Character Area, and Gilman Character Area as each is specifically described in the PUD Final Development Plan for the Battle Mountain Planned Unit Development (the "*PUD Development Plan*") and the Character Area Zone District Map (which is also referred to as the Character Area and Zone Map, as well as the Official Zone District

Map). The PUD Development Plan includes without limitation the plan for the type, intensity, and general locations of land development for specific areas within the Project. This PUD Guide intends to preserve certain flexibility in the use of land and in the development of the real property, allowing for changes in resort market conditions and innovations in design as the PUD Development Plan progresses through its multi-year development schedule. These changes shall be allowed provided that such flexibility remains consistent with the regulations, standards and guidelines set forth herein, the PUD Development Plan, or as otherwise approved by the Town of Minturn.

This PUD Guide and the PUD Development Plan intend to ensure that the Battle Mountain PUD is developed as a comprehensive planned community that will encompass such beneficial features as a balance of residential and recreational uses, preservation of significant and important open space, enhancement of public safety and infrastructure, creation of aesthetically pleasing environmental features and promotion of high standards of development quality through stringent site planning and controls. Portions of the Battle Mountain PUD that constitute the Common Interest Community are also governed by the CC&Rs and the Battle Mountain Resort Design Guidelines (the "*Design Guidelines*") that may be adopted and amended from time to time by the ACB. The CC&Rs and the Design Guidelines are collectively referred to herein as the "*Project Documents*".

Ginn Battle North, LLC, a Georgia limited liability company, Ginn Battle South, LLC, a Georgia limited liability company, and Ginn-LA Battle One Ltd., LLLP, a Georgia limited liability limited partnership (collectively "*Developer*") hereby make, declare and establish the following limitations, restrictions, and uses upon all real property contained within the PUD Development Plan, running with the land and binding upon all future owners of any part of the land within the Battle Mountain PUD, so long as these standards, restrictions and regulations and the PUD Development Plan shall remain in effect.

III. GENERAL BATTLE MOUNTAIN PUD DESCRIPTION

The Battle Mountain PUD is a planned community which is to consist of residential dwelling units, private golf courses including up to 36 holes (of which no more than 18 holes may be located outside the Bolts Lake Character Area), private alpine ski facilities (including lifts and trails), clubhouse, maintenance facilities and associated recreational and resort support amenities for the use of the owners and guests of the Project. Development of the PUD is intended for the private use of owners and guests of the Project and is not intended for general public access except as set forth in that certain Battle Mountain Partnership Pass Program dated September 19, 2007. This PUD Guide authorizes a maximum of 1,700 Dwelling Units (excluding Employee Housing Units) and up to 250,000 square feet of Commercial Space on approximately 4,340 acres of land within the Town of Minturn, Colorado (the "*Town*") consistent with the requirements of the Town of Minturn Municipal Code (the "*Code*"). This PUD Guide constitutes the standard zoning provisions for the Project in order to allow for site-specific land use restrictions that are appropriate to the site and to the type of approved development. It is the intent of this PUD Guide and the Battle Mountain PUD to allow for changes and innovations in community design as the Battle Mountain PUD progresses through its multi-year development schedule. These changes will be permitted only as they remain

consistent with the overall character of the Battle Mountain PUD consistent with this PUD Guide and the applicable provisions of the Code or as approved by the Town of Minturn.

IV. DEFINITIONS

The following are the definitions for the terms contained in this PUD Guide. Unless otherwise defined herein, all terms will be as defined in the Code. If it is determined that any definition in the Code is in whole or partially in conflict with a definition set forth herein, the interpretation will favor consistency with the definitions and provisions in this PUD Guide.

- A. Battle Mountain PUD. The Battle Mountain PUD is a Planned Unit Development zone district authorized by the Town of Minturn, Ordinance No. _____, and containing the property described on the attached Exhibit A, which may be amended from time to time.
- B. Building Coverage. Building Coverage means the total area of a lot or parcel covered by a building or buildings, measured at the ground level. Building Coverage is measured from outside of all exterior walls at ground level and shall include stairways, fireplaces, all cantilevered or supported building areas, ground level covered porches and decks, garages, and swimming pools. Building Coverage does not include roof overhangs; unenclosed walkways; usable areas under above-grade porches and decks, uncovered decks, porches, patios, terraces and stairways, less than 30 inches high; or similar extensions, each of which shall be designed consistent with the Design Guidelines and subject to review and approval by the ACB.
- C. Building Coverage Ratio. Building Coverage Ratio means the relationship of Building Coverage to the portion of the lot which is free from water bodies or the existing or remediated 100-year floodplain, expressed as an arithmetic formula.
- D. Building Envelope. Building Envelope means that portion of a lot, tract or parcel which may be depicted and designated as a "Building Envelope" by the Developer or Property Owner's Association through the ACB as provided in the CC&Rs. All Structures must be located entirely within the Building Envelope, provided however that roof overhangs, access driveways, entry/address monuments, utilities, grading, irrigation and drainage systems, retaining walls, water features, and such other Structures approved by the ACB may be located outside the Building Envelope that are consistent with the Design Guidelines. Any Structures located outside of the Building Envelope shall be designed consistent with the Design Guidelines, and shall be subject to review and approval by the ACB and thereafter by the Town in accordance with the applicable building regulations. In the event there are no applicable Design Guidelines, the Town shall review and approve such Structures in accordance with the applicable building regulations. The ACB shall maintain a current map that shows all designated Building Envelopes within the Common Interest Community for the Battle Mountain PUD. To the extent that portions of the Battle Mountain PUD are not included within the Common Interest Community, the Developer shall maintain a current map that shows all designated Building Envelopes outside of the Common Interest Community.

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- E. Building Height. Building Height measurements along the grade must not exceed height standards or the building height of a stepped or terraced building on a lot with an average slope in excess of ten (10) percent. The height shall be measured as the averaged maximum height of any building segment from finished grade at any point directly above that grade location. Architectural projections including towers, spires, cupolas, chimneys, observation towers, and flagpoles may extend above the maximum Building Height not more than 15 feet. Notwithstanding the foregoing or anything set forth in this PUD Guide to the contrary, Building Height within MU areas shall be measured from the finished grade to the absolute ridge line or peak of a roof if otherwise specifically so provided herein and referred to as "Absolute Building Height."
- F. Building Setback. The area prescribed by an imaginary line extending across the full width of a lot, parallel with the street right-of-way line or property line. No Building Envelope shall be situated within, or principal building or structure shall be constructed in, the area between the property line and the building setback line known as the building setback area unless allowed elsewhere in this document or approved by variance in accordance with the Code after approval by the ACB, if applicable.
- G. Commercial Space. Commercial Space is any area which may be used, rented, or leased for the primary purpose of generating restaurant or retail business or consumer services. The following uses are permitted, but will not be considered Commercial Space:
1. All residential uses including, but not limited to home occupations as defined in the CC&Rs;
 2. Employee Housing Units;
 3. Civic uses;
 4. Recreational/athletic facilities and other similar or associated facilities including, but not limited to:
 - a. Swimming pools and aquatics parks;
 - b. Sports courts;
 - c. Ski areas, ski school, ski patrol facilities, lift operations, ski maintenance facilities, grooming maintenance facilities, lift maintenance facilities, snowmaking facilities, tennis and other courts, spa, golf course, sport or spa maintenance facilities, including but not limited to their associated locker rooms and showers;
 - d. Outdoor amphitheaters; and
 - e. Ice skating facilities

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5. Conference facilities not to be used for rent or other revenue generating purposes;
 6. Emergency, life safety and security operations;
 7. Golf cart storage, golf maintenance, and golf restroom facilities;
 8. Private resort infrastructure and equipment maintenance, repair and storage facilities;
 9. Material and general storage and staging areas, hallways, public restrooms, balconies, porches, stairways, corridors, mechanical areas, electrical areas, service areas, laundry, elevators, lobby and convenience areas, employee lounges, and other similar areas service and/or non-public areas of operation;
 10. Homeowners Association and Club facilities not otherwise excluded;
 11. Offices;
 12. Postal facilities;
 13. Recycling and garbage facilities; and
 14. Any other common area amenity or utility necessary for the operation of a first-class resort.

Notwithstanding the foregoing, the total non-residential spaces, whether defined herein as Commercial Space or not, permitted in the PUD, coupled with the total residential water requirements shall not exceed 3362 SFE's as defined and set forth in the Water Service Agreement for the Project dated _____, 2008 and approved by Town of Minturn, Ordinance No. __ ("*Water Service Agreement*").

- H. Common Interest Community. That portion of the Battle Mountain PUD that is designated in and governed by the CC&Rs.
- I. Design Guidelines. Design Guidelines are defined in the CC&Rs. The Design Guidelines establish architectural and building material standards, landscape design, site design standards and a design review process for development within Common Interest Community of the Battle Mountain PUD and are adopted by the ACB and may be amended from time to time. The Design Guidelines shall be administered by the ACB. To the extent that the Design Guidelines do not apply, any Structures shall be the subject of review by the Town's Design Review Board in accordance with the Code.

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- J. Development Areas. Development Areas refers to any lots, tracts or parcels to which this PUD Guide applies. The Development Areas are mapped and labeled within the Character Areas as MU or R areas.
- K. Dwelling Unit. One or more rooms occupied by one family or group of people living independently from any other family or group of people and having not more than one indoor cooking facility.
- L. Employee Housing Unit. An Employee Housing Unit is a Dwelling Unit to be occupied by the Developer's employees or other qualified employees, pursuant to the program developed and administered by Developer and approved by the Town as a part of the Final Development Plan.
- M. Floor Area or Habitable Floor Area. The total square footage of all levels of a Dwelling Unit, as measured at the inside face of the exterior walls (i.e., not including furring, drywall, plaster and other similar wall finishes). Excluded from the definition of floor area are common areas within multiple family buildings (i.e., common hallways, stairways, common storage facilities, lobbies, commercial areas, elevators, etc.), vaulted areas, balconies and terraces, decks and patios whether covered or not, covered walkways, other roofed facilities which are not enclosed, crawl spaces, mechanical rooms, garages or other enclosed parking areas, and attic spaces.
- N. Owner. An individual, corporation, partnership, association, trust or other legal entity or combination of legal entities which is the record owner of an undivided fee simple interest in one or more lots, parcels, or dwelling units except as specifically limited hereinafter.
- O. Ordinary High Water Mark. Ordinary high water mark is that line on the shore established by the fluctuations of water and indicated by physical characteristics such as clear, natural line impressed on the bank, shelving, changes in the character of soil, destruction of terrestrial vegetation, the presence of litter and debris, or other appropriate means that consider the characteristics of the surrounding areas. The Ordinary High Water Mark will be surveyed prior to the issuance of a building permit or grading permit and submitted to the Town for its review and approval to establish the Ordinary High Water Mark to be used throughout the life of the Project.
- P. Remediation Activities. Activities undertaken to assess environmental risks, investigate and/or improve environmental conditions, including but not limited to removal or containment of hazardous or potentially hazardous substances or other environmental response activity.
- Q. Square Footage. Square footage for Commercial Space and other non-residential space shall be defined pursuant to the applicable Code provisions and the International Building Code as adopted by the Town.
- R. Structure. Structure shall be as defined in the applicable Code provision on the effective date hereof. "Structure" shall also exclude any facilities or activities

associated with remediation, activities performed or facilities constructed pursuant to the Water Service Agreement, grading and infrastructure work and other activities in compliance with this Agreement.

V. APPROVAL OF CONSTRUCTION PLANS

A. Development within the Battle Mountain PUD is administered by the ACB and the Town consistent with and through the implementation of the provisions of this PUD Guide, the PUD Development Plan, the Code, applicable rules, regulations and standards, and the Project Documents. The ACB shall administer the internal development of the PUD in accordance with the CC&Rs, as applicable.

B. Membership of the ACB shall be as provided in the CC&Rs; provided, however, that the Town may, in its discretion, appoint one (1) voting member to the ACB.

C. No Structures shall be commenced, erected, installed, altered, modified, or maintained within the Battle Mountain PUD by any Owner, unless a complete ACB design application, including without limitation, plans and specifications for such Structures, have been reviewed by and received the written approval of the ACB in accordance with the Project Documents, this PUD Guide, the PUD Development Plan, and the Code, as applicable. To the extent such approval of the ACB is required for any Structures within the Battle Mountain PUD, such approval shall be obtained prior to, and included as an attachment to, the submission of an application for a building permit to the Town. Applications for building permits that are consistent with the provisions of this PUD Guide, the PUD Development Plan, the Project Documents, and the Code shall be processed by the Town for administrative approval without a requirement that the site development plans be submitted for review by the Planning Commission or Town Council.

To the extent approval from the ACB is not required for a particular Structure within the Battle Mountain PUD, application to the Town Design Review Board shall be made consistent with the Code. The Owner or Developer will submit with its submission of an application for a building permit for such Structure a statement that such Structure is not within the common interest community of the Battle Mountain PUD and therefore is not subject to ACB approval or review.

Application to the Town Design Review Board consistent with the Code shall be made for all Structures within the Bolts Lake and Gilman Character Areas, and for all Employee Housing Units.

D. In the event this PUD Guide, the PUD Development Plan, and the Project Documents are silent with respect to the construction, installation, modification, replacement or removal of any Structures on any lot, the Code shall govern construction within the PUD.

E. To the extent necessary and applicable, each Owner shall obtain any necessary regional, state, or federal authorizations, approvals or permits that may be required in connection with the construction of a Structure prior to issuance of a building permit or other required authorization and shall provide evidence of the same to the ACB and Town.

F. The following general restrictions shall govern construction on any lot, parcel or tract:

1. Stream Setbacks:

- a. In no case shall any Building (as defined by Code) be constructed within a 75 foot setback from the Ordinary High Water Mark of the Eagle River, Cross Creek and all other creeks and streams within the Battle Mountain PUD except (i) as may be reasonably required for water diversion, transmission or storage, (ii) as may be reasonably required for remediation, (iii) as may be reasonably required for ski area lift terminals or facilities, or (iv) as may be approved by variance or otherwise expressly provided herein.
- b. In the Bolts Lake MU-1 and R-I zone, Buildings or extensions thereof with a Building Height less than 30 feet shall be permitted to be constructed or maintained within the zone that lies from 50 feet to 75 feet from the Ordinary High Water Mark.
- c. The following may be constructed within the setback, easement, or existing or remediated floodplain: footpaths, bridges and associated roadways, fences, retaining walls, lighting and associated structures and facilities, golf cart paths and/or other golf course area features, skiways and or other ski or recreational path features or facilities, irrigation facilities or controls, stream riparian restorations activities or facilities, remediation and environmental response activities or facilities, water diversion and/or water control (including diversion, control and storage) activities or facilities, other utility activities or facilities, flood and/or erosion control protection activities and facilities. No retaining walls taller than six (6) feet or longer than 150 feet shall be constructed within the 75 foot setback from the Ordinary High Water Mark of the Eagle River, Cross Creek and all other creeks and streams within the Battle Mountain PUD except as may be reasonably required for remediation. The intent of allowing retaining walls (that are unrelated to remediation and environmental response activities) within the stream setback is to allow for pedestrian paths, landscape treatments, golf features, and similar features. These retaining walls, developed in a sensitive way that is responsive to the natural environment, will help improve the natural aesthetics of the area and reduce barriers for pedestrians to have physical and visual access to the river or stream. It is not the intent for retaining walls to act as a physical or visual barrier from the river or stream to the subject property. None of these improvements shall compromise the ability of the public to use the twenty (20) foot easement from the Ordinary High Water Mark of the Eagle River and Cross Creek dedicated to the Town and public by separate document.

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2. Lighting. Exterior lighting can only be used for safety and security purposes and to subtly accent architectural and landscape features. All exterior lighting shall be downcast, and designed to eliminate glare and light shining on adjacent sites and to maintain a low to non-existent level of atmospheric light pollution to preserve the visibility of the night sky. The following lighting restrictions shall apply:
- a. The number of exterior light fixtures shall be limited on each site relative to location, landscaping, screening and intensity as determined appropriate by the ACB, and by the Town in the MU-1 and MU-2 areas.
 - b. With the exception of lighting that may be incorporated into a residential entry/identification sign, no lighting shall be permitted outside of the residential Building Envelope and outside of three feet from the actual driveway in the driveway corridor.
 - c. All affixed exterior light fixtures, including streetlights, shall be approved by or comply with the performance standards of the International Dark-Sky Association.
 - d. All light bulbs shall be recessed within the building structure or a light fixture so that no direct, unfiltered light is visible.
 - e. All direct lighting shall illuminate down, on to the building element or landscape element it is illuminating. Up-lighting is not permitted.
 - f. Lighting of trees is not permitted except for white, non-blinking holiday lighting, which shall be removed within three weeks following the holiday season, which shall commence on Thanksgiving and end on January 1.
 - g. Mercury vapor lamps and exposed incandescent lighting are prohibited.
 - h. Streetlights used for illumination of public ways are to be 20 feet or less in height.
 - i. No direct light source shall be visible from the Town limits of the Town of Red Cliff or the portions of the Town of Minturn currently located outside this Planned Unit Development.
 - j. Lighting for both public and private use shall strive to conserve energy and resources to the greatest extent possible.
3. Wood Burning Controls. There will be no wood burning stoves or other wood burning devices except for those that are located in main lodge/great room locations within the MU zones. Locations of wood burning devices must be considered for approval at the time of the submission of a

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- building permit for the facility that includes such devices. Open air fire pits for recreational purposes are permitted.
4. Wildlife Mitigation and Enhancement Plan. The Project and development of the same are subject to the terms and conditions set forth in the attached Wildlife Mitigation and Enhancement Plan.
 5. Water Quality Management Plan. The Project and development of the same are subject to the terms and conditions set forth in the Water Quality Management Plan for the Project that is on file with the ACB and the Town.
 6. Ridgeline Development. There shall be no ridgeline development, other than ski lifts and their associated structures. The restriction against ridgeline development shall mean that no building form will break the natural mountain ridgeline and create a new skyline without a mountain backdrop or a vegetative or natural foreground such that the building form is clearly visible by an observer on Highway 24 public right-of-way within the existing Town of Minturn or public rights-of-way within the existing Town of Red Cliff.

VI. EMPLOYEE HOUSING

As a condition of approval of the Battle Mountain PUD, Ginn agrees to implement the Battle Mountain Employee Housing Plan.

VII. DEVELOPMENT AREA RESTRICTIONS

The following zone district intents, land uses and development standards shall apply to the Development Areas, blocks, lots, parcels and tracts within the Battle Mountain PUD as indicated below:

R – Use by Right

C – Conditional Use

N – Not Allowed

Uses that are not specifically identified in the Character Area Use Tables shall be considered to be uses that are not allowed (N), except that any use that is not specifically identified but is necessarily included within and consistent with the intent of uses permitted by right in a zone, and similar to or compatible with other permitted uses and structures within the zone shall also be permitted as a use by right. As provided in the Code, the Town shall be responsible for making any decisions with regard to a final determination on such use.

A. Zone District Intent

1. Bolts Lake Character Area

Bolts Lake Village (MU-1)

Intent: Provides for the primary resort core of the PUD including residential dwellings, lodging oriented facilities, resort retail, restaurants, spa facilities, resort operations and management, meeting rooms, transportation facilities, gondolas, parking areas, employee housing, and indoor and outdoor recreational facilities.

Neighborhoods R-I and R-J

Intent: Provides for single-family, two-family, and multiple family residential uses and customary accessory uses and facilities.

Recreation Open Space (ROS)

Intent: To provide areas of recreation, conservation, and open space including but not limited to skiing, golfing, outdoor recreation, trails, resort support, and similar activities and structures.

2. Gilman Character Area

Gilman Village (MU-2)

Intent: Provides for a secondary resort core of the PUD including residential dwellings, lodging oriented facilities, resort retail, restaurants, spa facilities, resort operations and management, meeting rooms, transportation facilities, gondolas, parking areas, employee housing, and indoor and outdoor recreational facilities.

Recreation Open Space (ROS)

Intent: To provide areas of recreation, conservation, and open space including but not limited to skiing, golfing, outdoor recreation, trails, resort support, and similar activities and structures.

3. Rock Creek Character Area

Battle Mountain Core (MU-3)

Intent: Provides for a secondary resort core of the PUD including residential dwellings, lodging oriented facilities, resort retail, restaurants, spa facilities, resort operations and management, meeting rooms, transportation facilities, gondolas, parking areas, employee housing, and indoor and outdoor recreational facilities.

Neighborhoods R-B, R-C, R-D, R-E, and R-F

Intent: Provides for single-family and two-family residential uses and customary accessory uses and facilities.

Recreation Open Space (ROS)

Intent: To provide areas of recreation, conservation, and open space including but not limited to skiing, golfing, outdoor recreation, trails, resort support, and similar activities and structures.

4. **Willow Creek Character Area**

Willow Creek Village (MU-4)

Intent: Provides for a secondary resort core of the PUD including residential dwellings, lodging oriented facilities, resort retail, restaurants, spa facilities, resort operations and management, meeting rooms, transportation facilities, gondolas, parking areas, employee housing, and indoor and outdoor recreational facilities.

Neighborhood R-A

Intent: Provides for single-family and two-family residential uses and customary accessory uses and facilities.

Recreation Open Space (ROS)

Intent: To provide areas of recreation, conservation, and open space including but not limited to skiing, golfing, outdoor recreation, trails, resort support, and similar activities and structures.

5. **Holy Cross Character Area**

Neighborhoods R-G and R-H

Intent: Provides for single-family, two-family, and multiple family residential uses and customary accessory uses and facilities.

Recreation Open Space (ROS)

Intent: To provide areas of recreation, conservation, and open space including but not limited to skiing, golfing, outdoor recreation, trails, resort support, and similar activities and structures.

B. **Character Area Use Tables**

See following pages.

BOLTS LAKE CHARACTER AREA					
Residential	USES	ZONES			
		MU-1	R-I	R-J	ROS
Residential	Dwelling, Single Family	R	R	R	N
	Dwelling, Two-Family or Duplex	R	R	R	N
	Dwelling, Multiple-Family	R	C	C	N
	Employee Housing	R	R	R	C
Commercial	Commercial Use	R	C	C	N
	Amusements	R	N	N	N
	Club	R	N	N	N
	Remediation Activities	R	R	R	R
	Parking Structure	R	N	N	N
	Parking Area, Private	R	R	R	N
Institutional	Public Utility, including lines and facilities	R	R	R	R
	Roads, streets, and sidewalks	R	R	R	R
	Emergency Service Facilities	R	R	R	R
	Temporary construction related activities including batch plants and gravel extraction and processing facilities	R	R	R	R
Open Space and Recreation	Open Space: Common, Green, Private	R	R	R	R
	Recreational Facilities (indoor and outdoor)	R	R	R	R
	Ski Area	R	R	R	R
	Ski Resort	R	R	R	R
	Snowmaking Facilities	R	R	R	R
	Ski School Facilities	R	R	R	R
	Ski Lifts and Trails	R	R	R	R
	Golf Course and related facilities	R	R	R	R
	Golf Course Club Houses	R	N	N	R
	Plaza	R	R	R	R
	Resort Support Facilities	R	R	R	R
	Customary resort uses and facilities	R	R	R	R
	Trails	R	R	R	R
	Lakes, reservoir complexes and facilities, ponds, ditches, irrigation systems and facilities and streams	R	R	R	R
Landscaping	R	R	R	R	

GILMAN CHARACTER AREA			
	USES	ZONES	
		MU-2	ROS
Residential	Dwelling, Single Family	R	N
	Dwelling, Two-Family or Duplex	R	N
	Dwelling, Multiple-Family	R	N
	Employee Housing	R	C
Commercial	Commercial Use	R	N
	Amusements	R	N
	Club	R	N
	Remediation Activities	R	R
	Parking Structure	R	N
	Parking Area, Private	R	N
Institutional	Public Utility, including lines and facilities	R	R
	Roads, streets, and sidewalks	R	R
	Emergency Service Facilities	R	R
	Temporary construction related activities including batch plants and gravel extraction and processing facilities	R	R
Open Space and Recreation	Open Space: Common, Green, Private	R	R
	Recreational Facilities (indoor and outdoor)	R	R
	Ski Area	R	R
	Ski Resort	R	R
	Snowmaking Facilities	R	R
	Ski School Facilities	R	R
	Ski Lifts and Trails	R	R
	Golf Course and related facilities	R	R
	Golf Course Club Houses	N	R
	Plaza	R	R
	Resort Support Facilities	R	R
	Customary resort uses and facilities	R	R
	Trails	R	R
	Lakes, reservoir complexes and facilities, ponds, ditches, irrigation systems and facilities and streams	R	R
Landscaping	R	R	

ROCK CREEK CHARACTER AREA								
Residential	USES	ZONES						
		R-B	R-C	R-D	R-E	R-F	MU-3	ROS
Residential	Dwelling, Single Family	R	R	R	R	R	R	N
	Dwelling, Two-Family or Duplex	R	R	R	R	R	R	N
	Dwelling, Multiple-Family	C	C	C	C	C	R	N
	Employee Housing	R	R	R	R	R	R	C
Commercial	Commercial Use	C	N	C	N	C	R	N
	Amusements	N	N	N	N	N	R	N
	Club	N	N	N	N	N	R	N
	Remediation Activities	R	R	R	R	R	R	R
	Parking Structure	C	N	C	N	N	R	N
	Parking Area, Private	R	R	R	R	R	R	N
Institutional	Public Utility, including lines and facilities	R	R	R	R	R	R	R
	Roads, streets, and sidewalks	R	R	R	R	R	R	R
	Emergency Service Facilities	R	R	R	R	R	R	R
	Temporary construction related activities including batch plants and gravel extraction and processing facilities	R	R	R	R	R	R	R
Open Space and Recreation	Open Space: Common, Green, Private	R	R	R	R	R	R	R
	Recreational Facilities (indoor and outdoor)	R	R	R	R	R	R	R
	Ski Area	R	R	R	R	R	R	R
	Ski Resort	R	R	R	R	R	R	R
	Snowmaking Facilities	R	R	R	R	R	R	R
	Ski School Facilities	R	R	R	R	R	R	R
	Ski Lifts and Trails	R	R	R	R	R	R	R
	Golf Course and related facilities	R	R	R	R	R	R	R
	Golf Course Club Houses	N	N	N	N	N	R	R
	Plaza	R	R	R	R	R	R	R
	Resort Support Facilities	R	R	R	R	R	R	R
	Customary resort uses and facilities	R	R	R	R	R	R	R
	Trails	R	R	R	R	R	R	R
	Lakes, reservoir complexes and facilities, ponds, ditches, irrigation systems and facilities and streams	R	R	R	R	R	R	R
Landscaping	R	R	R	R	R	R	R	

WILLOW CREEK CHARACTER AREA				
	USES	ZONES		
		MU-4	R-A	ROS
Residential	Dwelling, Single Family	R	R	N
	Dwelling, Two-Family or Duplex	R	R	N
	Dwelling, Multiple-Family	R	C	N
	Employee Housing	R	R	C
Commercial	Commercial Use	R	C	N
	Amusements	R	N	N
	Club	R	N	N
	Remediation Activities	R	R	R
	Parking Structure	R	N	N
	Parking Area, Private	R	R	N
Institutional	Public Utility, including lines and facilities	R	R	R
	Roads, streets, and sidewalks	R	R	R
	Emergency Service Facilities	R	R	R
	Temporary construction related activities including batch plants and gravel extraction and processing facilities	R	R	R
Open Space and Recreation	Open Space: Common, Green, Private	R	R	R
	Recreational Facilities (indoor and outdoor)	R	R	R
	Ski Area	R	R	R
	Ski Resort	R	R	R
	Snowmaking Facilities	R	R	R
	Ski School Facilities	R	R	R
	Ski Lifts and Trails	R	R	R
	Golf Course and related facilities	R	R	R
	Golf Course Club Houses	R	N	R
	Plaza	R	R	R
	Resort Support Facilities	R	R	R
	Customary resort uses and facilities	R	R	R
	Trails	R	R	R
	Lakes, reservoir complexes and facilities, ponds, ditches, irrigation systems and facilities and streams	R	R	R
Landscaping	R	R	R	

HOLY CROSS CHARACTER AREA				
	USES	ZONES		
		R-G	R-H	ROS
Residential	Dwelling, Single Family	R	R	N
	Dwelling, Two-Family or Duplex	R	R	N
	Dwelling, Multiple-Family	R	C	N
	Employee Housing	R	R	C
Commercial	Commercial Use	C	N	N
	Amusements	N	N	N
	Club	N	N	N
	Remediation Activities	R	R	R
	Parking Structure	C	N	N
	Parking Area, Private	R	R	N
Institutional	Public Utility, including lines and facilities	R	R	R
	Roads, streets, and sidewalks	R	R	R
	Emergency Service Facilities	R	R	R
	Temporary construction related activities including batch plants and gravel extraction and processing facilities	R	R	R
Open Space and Recreation	Open Space: Common, Green, Private	R	R	R
	Recreational Facilities (indoor and outdoor)	R	R	R
	Ski Area	R	R	R
	Ski Resort	R	R	R
	Snowmaking Facilities	R	R	R
	Ski School Facilities	R	R	R
	Ski Lifts and Trails	R	R	R
	Golf Course and related facilities	R	R	R
	Golf Course Club Houses	N	N	R
	Plaza	R	R	R
	Resort Support Facilities	R	R	R
	Customary resort uses and facilities	R	R	R
	Trails	R	R	R
	Lakes, reservoir complexes and facilities, ponds, ditches, irrigation systems and facilities and streams	R	R	R
Landscaping	R	R	R	

VIII. SUPPLEMENTAL REGULATIONS BY ZONE

- A. ROS Development Standards:
 Minimum Building Setbacks: None
 Maximum Building Coverage Ratio: 5% of total area designated ROS
 Maximum Floor Area: No Limitation, subject to overall limitation
 Absolute Building Height: 45' (no limitation on ski lift towers)
- B. All R Development Standards:
 Minimum Building Setbacks: 15' from property lines, except that the setback shall be 10' from side property lines on lot sizes of 0.25 acre or less
 Maximum Building Coverage Ratio: 20%
 40% on 0.5 acre or less sized lots
 Maximum Habitable Floor Area: Lot size less than 0.5 acre: 7,000 sq. ft.
 Lot size between 0.5 to 2 acres: 12,000 sq. ft.
 Lot size greater than 2 acres: **15,000** sq. ft. provided however that Developer may designate up to fifteen (15) specifically identified lots within the R Development Zones on which home sizes may exceed 15,000 sq. ft., but shall in no event exceed 24,000 sq. ft. Such lots shall be expressly designated on each applicable application for final subdivision plat.
 Maximum Building Height: 35'
- C. MU-1 Development Standards:
 Minimum Building Setbacks: None
 Maximum Building Coverage Ratio: None
 Maximum Floor Area: No Limitation, subject to overall limitation
 Absolute Building Height: Absolute Building Height in the MU-1 district allows for varied heights that allow for structures up to but not to exceed 195' in Absolute Building Height. At build-out of all buildings proposed in the MU-1 district, Absolute Building Heights shall conform to the following: roof areas of 150' in height and greater are restricted to 5% of the total of all proposed roof forms; roof areas of greater than or equal to 100' in height and less than 150' are restricted to 25% of the total of all proposed roof forms; and roof areas of greater than or equal to 50' in

height and less than 100' are restricted to 40% of the total of all proposed roof forms.

Since buildings will be phased and developed over a period of years and not all at one time, the percentages above have been expressed as a percentage of the overall area of MU-1 (61.88 acres) in order to allow for ease in review and permitting. Absolute Building Heights for individual buildings as indicated below:

150' and Greater:	1.125%
>= 100' and < 150':	5.625%
>=50' and < 100':	9.0%

There is no limit for buildings < 50' in Absolute Building Height.

D. MU-2 Development Standards:

Minimum Building Setbacks:	None
Maximum Building Coverage Ratio:	None
Maximum Floor Area:	No Limitation, subject to overall limitation
Absolute Building Height:	150'
Maximum Building Height:	35' Single and Two-Family Residences

E. MU-3 Development Standards:

Minimum Building Setbacks:	None
Maximum Building Coverage Ratio:	None
Maximum Floor Area:	No Limitation, subject to overall limitation
Absolute Building Height:	150'
Maximum Building Height:	35' Single and Two-Family Residences

F. MU-4 Development Standards:

Minimum Building Setbacks:	None
Maximum Building Coverage Ratio:	None
Maximum Floor Area:	No Limitation, subject to overall limitation
Absolute Building Height:	150'
Maximum Building Height:	35' Single and Two-Family Residences

IX. DENSITY CONTROL.

Allowable maximum density for the Project, including all Development Areas is 1,700 Dwelling Units, excluding Employee Housing Units. Allowable maximum densities for each Development Area are set forth within the density chart attached hereto as Exhibit B. Notwithstanding the foregoing, in order to allow flexibility in future planning and development, up to five hundred (500) Dwelling Units may be transferred out of the Bolts Lake Character Area

(which is allocated a density of 702 Dwelling Units on Exhibit B) and/or the Gilman Character Area (which is allocated a density of 265 Dwelling Units) into the Willow Creek, Rock Creek and/or Gilman Character Areas without a modification to this PUD Guide, provided that the maximum density for any Development Area may be increased to a maximum of two (2) times the number of Dwelling Units set forth on Exhibit B except in: (i) MU-3 where the maximum density may be increased to a maximum of six (6) times the number of Dwelling Units set forth on Exhibit B, (ii) MU-1 and MU-2 where the maximum density shall not be increased from the number of Dwelling Units set forth on Exhibit B, and (iii) R-H, R-I, and R-J where the maximum density may be increased to a maximum of not more than five (5) Dwelling Units per acre. Any increase in density of a parcel shall be offset by an equal decrease in density from another parcel or parcels. In addition, the unit mix may be adjusted consistent with the density transfer provisions of this paragraph; provided, however, that the total number of single family dwellings shall not exceed 700 without a major modification to this PUD Guide. The intent of this provision is to allow flexibility in planning to take into account varying site conditions, market conditions, and other design factors. Any density transfer shall be reflected on applicable final subdivision plats, and the Town shall have the right to review all engineering and other related matters necessary to protect the public health and welfare for the areas that are the subject of the subject final subdivision plats. Any change in the unit mix shall not exceed the 3362 SFE's calculated as the total water demand for the Project set forth in the Water Service Agreement.

Notwithstanding any provision in this PUD Guide to the contrary, any transfer of density among the Development Areas consistent with this Section IX shall not constitute a modification or amendment to this PUD Guide or the Final Development Plan. Each application for final subdivision plat submitted for Town approval shall contain an accounting of density units evidencing implementation of and compliance with this Section IX. In no event shall the total number of Dwelling Units, excluding Employee Housing Units, within the Project exceed 1,700 and the maximum square feet of gross floor area in all planning areas for Commercial Space shall not exceed 250,000 square feet and the total of the SFE's for water service for the Project shall not exceed 3362 SFE's as set forth in the Water Service Agreement. Notwithstanding any provision in this PUD Guide to the contrary, no Employee Housing Unit shall constitute a Dwelling Unit for purposes of calculating allowable or remaining density and there shall be no limit on the transfer of Employee Housing Units within the Development Areas; such Employee Dwelling Units are included within the subject 3362 SFE's defined in the Water Service Agreement.

X. CONFLICTS.

This PUD Guide constitutes the standard zoning provisions for the Battle Mountain PUD. Where this PUD Guide is silent, the specific applicable provisions of the Code or generally accepted zoning and engineering standards as proposed by the Developer or Owner and approved by the Town shall prevail. If there is any conflict between the express provisions of this PUD Guide and the provisions of the Code or any other ordinances, resolutions or regulations of the Town of Minturn, the express provisions of this PUD Guide shall prevail and govern the development of the Battle Mountain PUD.

XI. DEVELOPMENT PHASING.

The Project may be developed in a single phase or multiple phases, at the discretion of the Developer, consistent with the applicable terms and provisions of the CC&Rs, Final Development Agreement, applicable final subdivision plats and Subdivision Improvement Agreements, annexation agreement, and approval ordinances of the Town for the Project, provided there is compliance with the development standards and requirements applicable to each such phase and any phases previously completed. Each phased area of the Development Area may include temporary support trailers (including but not limited to sales, model units, construction, development and real estate offices) which will be removed upon completion of work in the applicable phase area. Upon application for final subdivision plat approval, an updated phasing plan for the Project shall be submitted.

XII. MODIFICATION AND AMENDMENTS

It is anticipated that modifications or amendments to this PUD Guide may be necessary from time to time as development of the Battle Mountain PUD progresses. This PUD Guide provides for two types of modifications defined as follows. In the event there is a question regarding whether the modification is a minor or major modification, the Planning Director of the Town shall make the final determination subject to the right of appeal of such determination to the Town Council or the Planning Director may refer the question directly to Town Council.

- A. Major Modifications. No major modification, removal or release of the provisions of the PUD approval resolution or PUD Guide shall be permitted except upon a finding by the Town Council following a public hearing noticed and held in accordance with applicable provisions of the Code, that the modification, removal or release is consistent with the efficient development and preservation of the entire PUD, does not affect in a substantially adverse manner either the enjoyment of land abutting upon or across the street from the PUD or the affected area within the PUD, or the public interest, and is not granted solely to confer a special benefit upon any person.

Each of the following shall be considered a “*major modification, removal or release*” of the provisions of the PUD:

1. Any increase in the total number of dwelling units or commercial space allowed within the PUD;
2. Any addition of land to the PUD;
3. At any time after a final subdivision plat is approved, any change from one category of land use to another, such as residential to commercial, or any change in designation of open space to a non-recreation or non-conservation related use;
4. Major rearrangements of the boundaries of Development Areas as determined by the Town and changes in development intensity and density, except as otherwise permitted herein;
5. Any removal or release of any land from the PUD.

After first receiving the approval of the Battle Mountain Property Owner's Association and the ACB, as applicable, application for approval of such amendment shall then be made to the Town and the procedures set forth in Section 16.15.27 of the Code shall apply, except where there is any conflict between the express provisions of this PUD Guide and the provisions of the Code, in which case the express provisions of this PUD Guide shall prevail and govern. Notwithstanding the foregoing, if (a) the change is directed by the Minturn Planning Commission; or (b) in the opinion of the Planning Director, the change does not materially change the Battle Mountain PUD and it complies with, or is more restrictive than, the land use regulations of the Code and the Town's goals and policies, the Planning Director may administratively approve such amendment without further Planning Commission or Town Council approval. The Town Council shall evaluate the application for Major Modification to determine if it is consistent with the purpose and intent of this PUD Guide or if the character of the surrounding area has changed such that the original purpose and intent for a particular parcel or area are no longer appropriate and that the modification does not substantially adversely affect rights of Owners within the Battle Mountain PUD. Upon approval of a Major Modification, the Final Development Plan shall be amended accordingly. The Planning Director may waive any PUD Plan requirements upon a showing by applicant that such requirements have been met previously.

B. Minor Modifications. Subject to the provisions set forth below, Minor Modifications in land uses may be requested by the Developer or the ACB, and approved by the Planning Director without requiring notice or public hearing, or an amendment to the PUD Guide, provided that the changes are similar in nature and impact to the listed permitted uses and are consistent with the intent of boundaries of a given parcel and they do not adversely affect wetlands or stream setback requirements. Minor Modifications shall include, without limitation, the following:

1. Additions of land uses not previously listed but determined to be similar to listed uses;
2. Minor rearrangements of the boundaries of Development Areas; or
3. Any other minor changes that have no effect on the conditions and representations otherwise approved as part of the Battle Mountain PUD.

Minor Modifications shall be authorized by the Town Planning Director upon written request. The Planning Director, upon the recommendation of Planning Department staff, shall act upon any Minor Modification request within thirty (30) days of such a request. If the Minor Modification meets any of the conditions above, the Planning Director shall be compelled to issue an approval or, at Applicant's request, shall refer the issue to Town Council for consideration. Where the Planning Director finds that the application does not meet one of the conditions above, he or she may deny the modification or refer the application for modification to the Town Council. The applicant shall have the right to appeal

any decision of the Planning Director to the Town Council within 30 days of such decision.

- C. Other Amendments. Any modification, removal or release of provisions of this PUD Guide which is not a Major Modification or a Minor Modification may be adopted after a public hearing is held and procedures are complied with pursuant to applicable provisions of the Code.

Buyers of lots or parcels in the Battle Mountain PUD should be aware that requirements more restrictive than those contained in this PUD Guide may be imposed as a result of the Project Documents, Final Subdivision Plat, or other applicable development documents that are recorded separately for Battle Mountain. The most current Design Guidelines for a particular filing should be consulted prior to formalizing development plans for construction at the Battle Mountain PUD.

XIII. RECORDING

Upon approval by the Town, this PUD Guide will be recorded with the Clerk and Recorder of Eagle County, Colorado.

XIV. ENFORCEMENT

The ACB shall have the sole responsibility for interpreting and enforcing this PUD Guide in accordance with the terms of the Project Documents, provided, however, the Town shall have the independent right and responsibility to enforce the provisions of this PUD Guide. The Town expressly reserves the right to refuse to approve any application for a building permit or certificate of occupancy for the construction or occupancy of any building or structure if said building or structure fails to comply with the requirements of this PUD Guide or any other applicable provision of the Code or other applicable law, rule, or regulation or condition of approval of the Project. This provision shall not be construed as a waiver by any appropriate party, including without limitation, any Owner, the Battle Mountain Property Owner's Association, the ACB, or the Developer, of any right to appeal, pursuant to the appeal rights otherwise available under the Code, Town of Minturn building codes or other applicable law.

XV. SEVERABILITY

If any provision of this Agreement, or its application to any person, entity or circumstance, is specifically held to be invalid or unenforceable by a Court of competent jurisdiction, the remainder of this Agreement and the application of the provisions hereof to other persons, entities or circumstances shall not be affected thereby and, to that end, this Agreement shall continue to be enforced to the greatest extent possible consistent with law and the public interest. This Agreement shall be modified as necessary to maintain the original intent of the Agreement.

EXHIBIT "A"**LEGAL DESCRIPTION OF BATTLE MOUNTAIN PUD**PROPERTY OWNED BY GINN BATTLE NORTH, LLCPARCEL C1:

A PARCEL OF LAND LOCATED IN SECTIONS 1, 11 AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREON BASED ON A BEARING OF N89°58'30"E FOR THE SOUTH LINE OF SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST QUARTER CORNER OF SETION 18, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN; THENCE N39°18'02"W, 6381.01 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 BEING THE TRUE POINT OF BEGINNING; THENCE DEPARTING SAID RIGHT-OF-WAY S77°23'47"W, 354.90 FET ALONG THE 3-4 INE OF THE COOLIDGE LODGE (MS #20293) AND THE 1-2 LINE OF THE CAVE LODGE (MS #20293) TO CORNER NO. 3 OF SAID COOLIDGE LODGE ALSO BEING CORNER NO. 2 OF SAID CAVE LODGE; THENCE N45°28'28"W, 357.90 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD; THENCE ALONG SAID RIGHT-OFWAY THE FOLLOWING THIRTY (30) COURSES:

- 1) N77°25'00"E, 89.29 FEET;
- 2) N35°15'53"W, 67.25 FEET;
- 3) N25°44'53"W, 237.58 FEET;
- 4) N16°13'53"W, 6.62 FEET;
- 5) S77°25'00"W, 75.15 FEET;
- 6) N16°13'53"W, 477.59 FEET;
- 7) N16°50'51"W, 123.71 FEET;
- 8) N77°25'00"E, 75.27 FEET;
- 9) N18°53'02"W, 301.82 FEET;
- 10) S77°25'00"W, 50.47 FEET;
- 11) N21°09'37"W, 563.64 FEET;
- 12) N32°50'52"W, 150.75 FEET;
- 13) N08°55'55"W, 432.48 FEET;
- 14) N09°29'46"E, 214.86 FEET;
- 15) N18°46'01"E, 189.39 FEET;
- 16) N32°08'16"E, 42.96 FEET;
- 17) N90°00'00"E, 58.63 FEET;
- 18) N31°50'40"E, 69.78 FEET;
- 19) S90°00'00"W, 28.69 FEET;
- 20) N32°07'49"E, 39.90 FEET;
- 21) N30°58'34"E, 282.81 FEET;
- 22) S04°42'30"W, 158.17 FEET;
- 23) N30°58'34"E, 337.16 FEET;
- 24) N27°42'40"E, 229.87 FEET;
- 25) N85°17'30"W, 86.91 FEET;
- 26) N27°42'40"E, 36.37 FEET;
- 27) N30°16'07"E, 143.36 FEET;
- 28) N21°48'40"E, 251.73 FEET;
- 29) N15°10'48"E, 313.68 FEET;
- 30) N14°06'56"E, 341.08 FEET;

THENCE DEPARTING SAID RAILROAD RIGHT-OF-WAY S54°58'20"E, 29.79 FEET TO A POINT ON THE RIGHT-OF-WAY FOR SAID HIGHWAY 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING TWENTY-TWO (22) COURSES:

- 1) ALONG A NON-TANGENT CURVE TO THE RIGHT HAVING A LENGTH OF 264.70 FEET, A RADIUS OF 636.20 FEET, A TANGENT OF 134.29 FEET, A DELTA OF 23°50'18" AND A CHORD OF 262.79 FEET THAT BEARS S01°53'09"E;
- 2) S83°05'55"E, 153.03 FEET;
- 3) ALONG A NON-TANGENT CURVE TO THE LEFT HAVING A LENGTH OF 161.76 FEET A RADIUS OF 756.20 FEET, A TANGENT OF 81.19 FEET, A DELTA OF 12°15'23" AND A CHORD OF 161.45 FEET THAT BEARS N03°54'18"E;
- 4) S55°44'00"E, 103.56 FEET;
- 5) N57°43'00"E, 210.50 FEET;
- 6) N27°35'00"E, 278.60 FEET;
- 7) N00°52'00"E, 276.80 FEET;
- 8) N37°45'00"E, 426.80 FEET;
- 9) S61°40'00"E, 114.11 FEET;
- 10) S16°06'00"W, 568.70 FEET;
- 11) S48°20'00"W, 175.20 FEET;
- 12) S09°32'00"W, 533.20 FEET;
- 13) S47°34'00"W, 672.00 FEET;
- 14) S16°32'23"W, 631.02 FEET;
- 15) S42°45'37"E, 206.60 FEET;
- 16) S10°14'37"E, 389.38 FEET;
- 17) S47°16'47"E, 351.19 FEET;
- 18) S13°19'47"E, 237.58 FEET;
- 19) S47°16'13"W, 354.68 FEET;
- 20) S16°22'41"W, 394.99 FEET;
- 21) S06°58'30"E, 606.53 FEET;
- 22) S22°17'14"E, 841.76 FEET;

TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 70.892 ACRES, MORE OR LESS.

TOGETHER WITH:

PARCEL C2:

A PARCEL OF LAND LOCATED IN SECTION 11 AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN WITH THE BEARINGS DESCRIBED HEREON BASED ON A BEARING OF N89°58'30"E FOR THE SOUTH LINE OF SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 36; THENCE S20°44'31"E, 7851.43 FEET TO A POINT ON THE INTERSECTION OF THE RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD BEING THE TRUE POINT OF BEGINNING; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING EIGHT (8) COURSES:

- 1) ALONG A NON-TANGENT CURVE TO THE LEFT HAVING A LENGTH OF 167.36 FEET, A RADIUS OF 3869.72 FEET, A TANGENT OF 83.69 FEET, A DELTA OF 02°28'40" AND CHORD OF 167.34 FEET THAT BEARS S08°36'27"W;
- 2) ALONG A NON-TANGENT CURVE TO THE LEFT HAVING A LENGTH OF 325.84 FEET A RADIUS OF 653.16 FEET, A TANGENT OF 166.39 FEET, A DELTA OF 28°35'00" AND CHORD OF 322.48 FEET THAT BEARS S06°55'23"E;

-
- 3) S21°12'53"E, 749.30 FEET;
 - 4) ALONG A CURVE TO THE RIGHT HAVING A LENGTH OF 365.44 FEET, A RADIUS OF 5679.19 FEET, A TANGENT OF 182.79 FEET, A DELTA OF 03°41'13" AND CHORD OF 365.38 FEET THAT BEARS S19°22'17"E;
 - 5) N77°25'00"E, 25.09 FEET;
 - 6) S16°52'08"E, 126.91 FEET;
 - 7) S16°13'53"E, 474.41 FEET;
 - 8) S74°08'57"W, 74.95 FEET;

TO CORNER NO. 2 OF THE PERU LODGE (MD #5712); THENCE ALONG THE 1-2 LINE OF SAID PERU LODGE N11°30'03"W, 304.32 FEET TO CORNER NO. 1, ALSO BEING CORNER NO. 5 OF THE ROSA M. LODGE (MS #5712); THENCE ALONG THE 5-6 LINE OF THE SAID ROSA M. LODGE N12°25'00"W, 301.25 FEET TO CORNER NO. 6, ALSO BEING CORNER NO. 4 OF THE BROOKLYN PLACER (MS #19500); THENCE ALONG THE 4-5 LINE OF SAID BROOKLYN PLACER S77°37'53"W, 329.31 FEET; THENCE N36°28'58"W, 47.70 FEET TO A POINT ON SAID RAILROAD RIGHT-OF-WAY, THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING SEVEN (7) COURSES:

- 1) N14°56'18"W, 547.42 FEET;
- 2) N13°03'41"W, 357.80 FEET;
- 3) N04°05'15"W, 138.92 FEET;
- 4) N04°24'03"E, 128.75 FEET;
- 5) N13°30'08"E, 126.00 FEET;
- 6) N26°02'26"E, 241.06 FEET;
- 7) N23°58'23"E, 84.28 FEET;

TO SAID TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 9.209 ACRES, MORE OR LESS.

TOGETHER WITH:
PARCEL C3:

A PARCEL OF LAND LOCATED IN SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST AND SECTIONS 1, 2, 11 AND 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST, ALL IN THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36 BEING THE TRUE POINT OF BEGINNING; THENCE N00°19'28"W, A DISTANCE OF 99.97 FEET ALONG THE WEST SECTION LINE OF SAID SECTION 36; THENCE DEPARTING SAID LINE N28°14'06"E, A DISTANCE OF A DISTANCE OF 715.12 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE; THENCE N57°25'05"E, A DISTANCE OF 557.63 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE; THENCE N70°47'03"E, A DISTANCE OF 761.45 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE, THENCE N89°57'20"E, A DISTANCE OF 307.51 FEET TO THE WEST LINE OF A PARCEL OF LAND DESCRIBED IN BOOK 126 AT PAGE 192; THENCE ALONG SAID PARCEL THE FOLLOWING THREE (3) COURSES:

- 1) S10°00'00"W, A DISTANCE OF 89.49 FEET;
- 2) S80°00'00"E, A DISTANCE OF 125.00 FEET;
- 3) N10°00'00"E, A DISTANCE OF 111.63 FEET;

THENCE DEPARTING SAID PARCEL N89°57'20"E, A DISTANCE OF 57.17 FEET TO A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE WESTERLY

RIGHT-OF-WAY OF HIGHWAY 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIVE (5) COURSES:

- 1) ALONG A NON-TANGENT CURVE TO THE LEFT HAVING A LENGTH OF 5.39 FEET, A RADIUS OF 756.30 FEET, A TANGENT OF 2.69 FEET, A DELTA OF 00°24'29" AND A CHORD OF 5.39 FEET THAT BEARS S24°43'45"E;
- 2) S32°56'00"E, A DISTANCE OF 199.00 FEET;
- 3) ALONG A NON-TANGENT CURVE TO THE RIGHT HAVING A LENGTH OF 228.37 FEET, A RADIUS OF 2825.00 FEET, A TANGENT OF 114.24 FEET, A DELTA OF 04°37'54" AND A CHORD OF 228.30 FEET THAT BEARS S30°36'57"E;
- 4) S28°18'00"E, A DISTANCE OF 1133.08 FEET;
- 5) S00°01'30"W, A DISTANCE OF 78.73 FEET;

TO SAID SOUTH QUARTER CORNER OF SECTION 36; THENCE CONTINUING ALONG SAID RIGHT-OF-WAY THE FOLLOWING SEVEN (7) COURSES:

- 1) N89°55'30"E, A DISTANCE OF 42.40 FEET;
- 2) S28°18'00"E, A DISTANCE OF 97.26 FEET;
- 3) S27°40'00"E, A DISTANCE OF 834.17 FEET;
- 4) S21°45'36"E, A DISTANCE OF 1187.40 FEET;
- 5) N59°22'34"E, A DISTANCE OF 103.21 FEET;
- 6) S24°31'00"E, A DISTANCE OF 322.73 FEET;
- 7) ALONG A NON-TANGENT CURVE TO THE RIGHT HAVING A LENGTH OF 430.88 FEET, A RADIUS OF 915.00 FEET, A TANGENT OF 219.51 FEET, A DELTA OF 26°58'52" AND A CHORD OF 426.91 FEET THAT BEARS S11°01'26"E;

THENCE DEPARTING SAID RIGHT-OF-WAY N53°54'26"W, A DISTANCE OF 71.36 FEET; THENCE S21°45'36"E, A DISTANCE OF 135.40 FEET TO A POINT ON SAID RIGHT-OF-WAY; THENCE CONTINUING ALONG SAID RIGHT-OF-WAY THE FOLLOWING EIGHT (8) COURSES:

- 1) ALONG A NON-TANGENT CURVE TO THE RIGHT HAVING A LENGTH OF 271.00 FEET, A RADIUS OF 915.01 FEET, A TANGENT OF 136.50 FEET, A DELTA OF 16°58'10" AND A CHORD OF 270.01 FEET THAT BEARS S16°12'58"W;
- 2) S24°42'01"W, A DISTANCE OF 211.28 FEET;
- 3) S35°46'25"W, A DISTANCE OF 205.45 FEET;
- 4) S14°35'55"W, A DISTANCE OF 532.15 FEET;
- 5) S01°16'40"E, A DISTANCE OF 429.57 FEET;
- 6) S01°26'17"W, A DISTANCE OF 268.56 FEET;
- 7) S33°57'06"W, A DISTANCE OF 246.94 FEET, TO A STONE MONUMENT FOUND IN PLACE;
- 8) S08°01'44"E, A DISTANCE OF 378.04 FEET;

TO A POINT ON THE NORTHERLY BOUNDARY OF A PARCEL DESCRIBED IN BOOK 102 AT PAGE 119; THENCE ALONG SAID PARCEL S75°31'09"W, A DISTANCE OF 201.81 FEET; THENCE CONTINUING ALONG SAID PARCEL S08°05'00"E, A DISTANCE OF 685.00 FEET TO A POINT ON THE BOUNDARY OF A PARCEL OF LAND DESCRIBED IN BOOK 702 AT PAGE 120; THENCE ALONG SAID PARCEL S51°29'28"W, A DISTANCE OF 289.30 FEET; THENCE CONTINUING ALONG SAID PARCEL S58°30'32"E, A DISTANCE OF 279.14 FEET TO CORNER NO. 6 OF THE RIVER BEND MILL SITE (MS #19856); THENCE ALONG THE 6-7 LINE OF SAID RIVER BEND MILL SITE N19°51'23"E, A DISTANCE OF 500.06 FEET TO CORNER NO. 7, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 7-8 LINE OF SAID RIVER BEND MILL SITE N07°44'32"W, A DISTANCE OF 283.91 FEET TO CORNER NO. 8; THENCE ALONG THE 8-9 LINE OF SAID RIVER BEND MILL SITE N72°57'00"E, A DISTANCE OF 114.55 FEET TO CORNER NO. 9; THENCE ALONG THE 1-9 LINE OF SAID RIVER BEND MILL SITE N00°00'03"W, A DISTANCE OF 101.14 FEET; THENCE DEPARTING SAID 1-9 LINE S54°58'20"E, A DISTANCE OF 95.23 FEET TO A POINT ON THE 3-4 LINE OF SAID RIVER BEND MILL SITE; THENCE ALONG SAID 3-4 LINE S10°57'09"W, A DISTANCE OF 390.94 FEET TO CORNER NO. 4; THENCE ALONG THE 4-5 LINE OF SAID RIVER BEND MILL SITE S22°32'25"W, A DISTANCE OF 2.99 FEET; THENCE DEPARTING SAID 4-5 LINE S78°26'14"E, A DISTANCE OF 1.49 FEET TO A POINT ON THE WESTERLY

RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING SIX (6) COURSES:

- 1) S15°10'48"W, A DISTANCE OF 289.39 FEET;
- 2) S21°48'39"W, A DISTANCE OF 243.16 FEET;
- 3) S30°16'07"W, A DISTANCE OF 140.01 FEET;
- 4) S27°42'40"W, A DISTANCE OF 65.41 FEET;
- 5) N85°17'30"W, A DISTANCE OF 81.52 FEET;
- 6) S04°42'30"W, A DISTANCE OF 69.09 FEET;

TO A POINT ON THE 1-2 LINE OF THE BROOKLYN PLACER (MS #19500); THENCE ALONG SAID 1-2 LINE S19°50'01"W, A DISTANCE OF 268.43 FEET TO A POINT ON SAID RAILROAD RIGHT-OF-WAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING NINE (9) COURSES:

- 1) S31°32'13"W, A DISTANCE OF 533.60 FEET;
- 2) S33°39'54"W, A DISTANCE OF 140.23 FEET;
- 3) S23°58'23"W, A DISTANCE OF 151.92 FEET;
- 4) S26°02'26"W, A DISTANCE OF 245.65 FEET;
- 5) S13°30'08"W, A DISTANCE OF 135.47 FEET;
- 6) S04°24'03"W, A DISTANCE OF 136.44 FEET;
- 7) S04°05'15"E, A DISTANCE OF 146.56 FEET;
- 8) S13°03'41"E, A DISTANCE OF 60.00 FEET;
- 9) N21°23'46"W, A DISTANCE OF 307.48 FEET;

TO A POINT ON THE 5-6 LINE OF SAID BROOKLYN PLACER; THENCE ALONG SAID 5-6 LINE N16°10'31"W, A DISTANCE OF 271.77 FEET TO CORNER NO. 6; THENCE ALONG THE 6-7 LINE OF SAID BROOKLYN PLACER N12°26'20"W, A DISTANCE OF 500.60 FEET TO CORNER NO. 3 OF THE MARS MILL SITE (MS #20745), A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID MARS MILL SITE N45°48'07"W, A DISTANCE OF 1087.10 FEET TO CORNER NO. 2, A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 5-6 LINE OF THE HOMESTEAD ENTRY SURVEY (H.E.S.) 41; THENCE ALONG SAID 5-6 LINE N79°07'29"W, A DISTANCE OF 2659.38 FEET TO CORNER NO. 5, A 2 1/2 INCH IRON PIPE IN CONCRETE FOUND IN PLACE; THENCE ALONG THE 4-5 LINE OF SAID H.E.S. 41 N38°47'02"W, A DISTANCE OF 387.01 FEET TO CORNER NO. 4, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 3-4 LINE OF SAID H.E.S. 41 N44°15'33"E, A DISTANCE OF 992.55 FEET TO CORNER NO. 3, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID H.E.S. 41 S82°16'20"E, A DISTANCE OF 1508.13 FEET TO CORNER NO. 2, A 2 1/2 INCH IRON PIPE IN CONCRETE FOUND IN PLACE; THENCE ALONG THE 1-2 LINE OF SAID H.E.S. 41 N39°26'18"E, A DISTANCE OF 1104.36 FEET TO CORNER NO. 1, A STONE MONUMENT FOUND IN PLACE, ALSO BEING CORNER NO. 5 OF THE HOMESTEAD ENTRY SURVEY (H.E.S.) 40; THENCE ALONG THE 5-6 LINE OF SAID H.E.S. 40 N23°20'28"E, A DISTANCE OF 1564.32 FEET TO CORNER NO. 6, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 6-7 LINE OF SAID H.E.S. 40 N25°05'49"W, A DISTANCE OF 706.80 FEET TO CORNER NO. 2 OF THE GOLD STAR MILL SITE (MS #20712), A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID GOLD STAR MILL SITE N67°56'53"W, A DISTANCE OF 968.68 FEET TO CORNER NO. 3, A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE, ALSO BEING CORNER NO. 3 OF THE TREASURY VAULT LODE (MS #20712); THENCE ALONG THE 3-4 LINE OF SAID TREASURY VAULT LODE N67°54'55"W, A DISTANCE OF 401.48 FEET TO CORNER NO. 4, A 4 1/2 INCH ALUMINUM MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 3-4 LINE OF HOMESTEAD ENTRY SURVEY (H.E.S.) 46; THENCE ALONG SAID 3-4 LINE N69°12'30"E, A DISTANCE OF 553.35 FEET TO A POINT ON THE BOUNDARY OF A PARCEL DESCRIBED AT RECEPTION NO. 733099; THENCE ALONG SAID BOUNDARY N34°20'33"E, A DISTANCE OF 268.78 FEET TO A 1 1/2 INCH ALUMINUM MONUMENT, LS #11204, FOUND IN PLACE; THENCE N33°44'17"W, A DISTANCE OF 346.86 FEET TO A 1 1/2 INCH ALUMINUM MONUMENT, LS #11204, FOUND IN PLACE; THENCE N59°38'05"W, A DISTANCE OF 743.66 FEET TO A 1 1/2 INCH ALUMINUM MONUMENT, LS #20695, FOUND IN PLACE; THENCE N00°04'55"E, A DISTANCE OF 459.57 FEET TO A POINT ON SAID SOUTHERLY LINE OF SAID SECTION 36, A 3 1/4 INCH BRASS MONUMENT FOUND IN PLACE, MARKING CORNER NO. 1 OF THE RE50J LEASE; THENCE ALONG

SAID SOUTHERLY LINE S89°58'30"W, A DISTANCE OF 420.19 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 448.782 ACRES, MORE OR LESS.

TOGETHER WITH:
PARCEL A2:

A PARCEL OF LAND LOCATED IN SECTION 1, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN WITH THE BEARINGS DESCRIBED HEREON, BASED ON A BEARING OF N89°58'30"E FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTHWEST CORNER OF SAID SECTION 36; THENCE S39°31'03"E, 5796.96 FEET TO A POINT ON THE 1-2 LINE OF THE RIVER BEND MILL SITE (MS #19856) BEING THE TRUE POINT OF BEGINNING; THENCE ALONG SAID 1-2 LINE S89°54'11"E, 150.98 FEET TO CORNER NO. 2, A 3 1/4 INCH ALUMINUM FOREST SERVICE MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID RIVER BEND MILL SITE S15°47'02"W, 452.93 FEET; THENCE DEPARTING SAID 2-3 LINE ALONG A NON-TANGENT CURVE TO THE RIGHT HAVING A LENGTH OF 147.26 FEET, A RADIUS OF 676.20 FEET, A TANGENT OF 73.92 FEET, A DELTA OF 12°28'41" AND A CHORD OF 146.97 FEET THAT BEARS N07°47'20"W; THENCE N01°33'00"W, 290.59 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 0.818 ACRES, MORE OR LESS.

TOGETHER WITH:
PARCEL A3

A PARCEL OF LAND LOCATED IN SECTION 1, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN WITH THE BEARINGS DESCRIBED HEREON, BASED ON A BEARING N89°58'30"E FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 36; THENCE S24°17'50"W, 3079.28 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR HIGHWAY 24 ALSO BEING A POINT ON THE 1-2 LINE OF THE HOMESTEAD ENTRY SURVEY (H.E.S.) 40 AND BEING THE TRUE POINT OF BEGINNING; THENCE ALONG SAID 1-2 LINE S21°45'37"E, 324.31 FEET TO CORNER NO. 2, A 3 1/4 INCH ALUMINUM USDA MONUMENT FOUND IN PLACE; THENCE ALONG THE 2-3 LINE OF SAID H.E.S. 40 S20°13'06"W, 1158.66 FEET TO A POINT ON SAID RIGHT-OF-WAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FOUR (4) COURSES:

- 1) N01°33'00"W, 546.88 FEET;
- 2) ALONG A NON-TANGENT CURVE TO THE RIGHT HAVING A LENGTH OF 309.78 FEET, A RADIUS OF 676.20 FEET, A TANGENT 157.65 FEET, A DELTA OF 26°14'52" AND A CHORD OF 307.07 FEET THAT BEARS N11°34'34"E;
- 3) N24°42'00"E, 422.50 FEET;
- 4) ALONG A CURVE TO THE LEFT HAVING A LENGTH OF 167.28 FEET, A RADIUS OF 995.00 FEET, A TANGENT OF 83.84 FEET, A DELTA OF 09°37'58" AND A CHORD OF 167.08 FEET THAT BEARS N19°53'01"E;

TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINING 5.308 ACRES, MORE OR LESS.

TOGETHER WITH THE FOLLOWING TWO PARCELS:PARCEL 1:

A PARCEL OF LAND LOCATED IN SECTION 1, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF EAGLE, STATE OF COLORADO ALSO BEING LOCATED WITHIN THE HOMESTEAD ENTRY SURVEY NO. 41 (H.E.S. 41), WITH ALL THE BEARINGS DESCRIBED HEREIN BASED ON A BEARING OF N89°58'30"E FOR THE SOUTH LINE OF SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE 6TH PRINCIPAL MERIDIAN BETWEEN THE SOUTHWEST CORNER OF SAID SECTION 36, BEING A 2 1/2" G.L.O. BRASS CAP MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION, BEING A 2 1/2" BRASS CAP MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT CORNER NO. 7 OF SAID H.E.S. 41, BEING A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE 6-7 LINE OF SAID H.E.S. 41 S51°29'36"W, 231.90 FEET; THENCE DEPARTING SAID 6-7 LINE N08°05'00"W, 685.00 FEET; THENCE N75°31'09"E, 201.78 FEET; THENCE ALONG THE 7-8 LINE S08°01'45"E, 590.05 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINING 2.930 ACRES, MORE OR LESS.

AND PARCEL 2:

A PARCEL OF LAND LOCATED IN SECTION 1, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE 6TH PRINCIPAL MERIDIAN, COUNTY OF EAGLE, STATE OF COLORADO ALSO BEING LOCATED WITHIN THE HOMESTEAD ENTRY SURVEY NO. 41 (H.E.S. 41), WITH ALL THE BEARINGS DESCRIBED HEREIN BASED ON A BEARING OF N89°58'30"E FOR THE SOUTH LINE OF SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE 6TH PRINCIPAL MERIDIAN BETWEEN THE SOUTHWEST CORNER OF SAID SECTION 36, BEING A 2 1/2" (G.L.O. BRASS CAP MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION, BEING A 2 1/2" BRASS CAP MONUMENT FOUND IN PLACE, SAID PARCEL

BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT CORNER NO. 7 OF SAID H.E.S. 41, BEING A STONE MONUMENT FOUND IN PLACE ALSO BEING A POINT ON THE EASTERLY BOUNDARY OF THE BROOKLYN PLACER (MINERAL SURVEY 19500); THENCE S19°51'23"W, 500.00 FEET ALONG THE EASTERLY BOUNDARY OF SAID BROOKLYN PLACER (MINERAL SURVEY 19500) ALSO BEING THE WESTERLY BOUNDARY OF THE RIVER BEND (MINERAL SURVEY 19856); THENCE N58°30'32"W, 279.10 FEET TO A POINT ON THE 6-7 LINE OF SAID H.E.S. 41; THENCE ALONG SAID 6-7 LINE N51°29'36"E, 521.16 FEET TO THE POINT OF BEGINNING..

SAID PARCEL CONTAINING 1.569 ACRES, MORE OR LESS.

PROPERTY OWNED BY GINN BATTLE SOUTH, LLC

COMMENCING AT THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, S44°57'06"E, A DISTANCE OF 6468.47 FEET TO A POINT ON THE WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24; THENCE ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING FOURTEEN (14) COURSES:

- 1) S61°40'00"E, A DISTANCE OF 114.10 FEET;
- 2) S16°06'00"W, A DISTANCE OF 568.70 FEET;
- 3) S48°20'00"W, A DISTANCE OF 175.20 FEET;
- 4) S09°32'00"W, A DISTANCE OF 533.20 FEET;
- 5) S47°34'00"W, A DISTANCE OF 672.00 FEET;
- 6) S16°32'23"W, A DISTANCE OF 631.02 FEET;
- 7) S42°45'37"E, A DISTANCE OF 206.60 FEET;
- 8) S10°14'37"E, A DISTANCE OF 389.38 FEET;
- 9) S47°16'47"E, A DISTANCE OF 351.19 FEET;
- 10) S13°19'47"E, A DISTANCE OF 237.58 FEET;
- 11) S47°16'13"W, A DISTANCE OF 354.68 FEET;

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- 12) S16°22'41"W, A DISTANCE OF 394.99 FEET;
 - 13) S06°58'30"E, A DISTANCE OF 606.53 FEET;
 - 14) S22°17'14"E, A DISTANCE OF 841.76 FEET TO THE TRUE POINT OF BEGINNING.

THENCE CONTINUING ALONG SAID WESTERLY RIGHT-OF-WAY FOR HIGHWAY 24 THE FOLLOWING TWENTY THREE (23) COURSES:

- 1) S22°17'14"E, A DISTANCE OF 259.35 FEET;
- 2) S46°50'14"E, A DISTANCE OF 295.81 FEET;
- 3) S12°34'14"E, A DISTANCE OF 369.84 FEET;
- 4) S08°48'49"W, A DISTANCE OF 423.80 FEET;
- 5) S12°11'11"E, A DISTANCE OF 306.78 FEET;
- 6) S64°21'38"E, A DISTANCE OF 315.84 FEET;
- 7) N75°27'54"E, A DISTANCE OF 291.12 FEET;
- 8) N48°58'55"E, A DISTANCE OF 374.05 FEET;
- 9) N61°48'55"E, A DISTANCE OF 853.98 FEET;
- 10) S63°58'05"E, A DISTANCE OF 292.11 FEET;
- 11) S18°06'55"W, A DISTANCE OF 625.08 FEET;
- 12) S03°39'05"E, A DISTANCE OF 526.41 FEET;
- 13) S20°13'40"W, A DISTANCE OF 384.58 FEET;
- 14) S21°49'40"W, A DISTANCE OF 405.57 FEET;
- 15) S18°14'35"W, A DISTANCE OF 106.71 FEET TO A POINT OF CURVATURE;
- 16) 106.76 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 06°05'24", A RADIUS OF 1004.43 FEET, AND A CHORD WHICH BEARS S18°14'35"W, A DISTANCE OF 106.71 FEET TO A POINT OF A COMPOUND CURVE;
- 17) 321.63 FEET ALONG THE ARC OF SAID NON-TANGENT COMPOUND CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 18°20'49", A RADIUS OF 1004.43 FEET, AND A CHORD WHICH BEARS S02°28'12"W, A DISTANCE OF 320.26 FEET;
- 18) S05°29'20"E, A DISTANCE OF 354.30 FEET;
- 19) S44°24'20"E, A DISTANCE OF 487.82 FEET;
- 20) S77°48'10"E, A DISTANCE OF 504.78 FEET;
- 21) S50°36'52"E, A DISTANCE OF 207.86 FEET;
- 22) S15°28'19"W, A DISTANCE OF 522.91 FEET;
- 23) S03°11'21"W, A DISTANCE OF 77.19 FEET TO THE INTERSECTION OF SAID RIGHT-OF-WAY AND THE SOUTH LINE OF THE MAMIE LODE (MS No. 781); THENCE DEPARTING SAID POINT N89°59'46"W, A DISTANCE OF 235.36 FEET; THENCE N29°19'42"E, A DISTANCE OF 292.78 FEET; THENCE N04°25'19"E, A DISTANCE OF 426.96 FEET; THENCE N79°00'28"W, A DISTANCE OF 794.51 FEET; THENCE N04°14'46"W, A DISTANCE OF 361.07 FEET; THENCE S67°19'25"W, A DISTANCE OF 625.51 FEET; THENCE S81°36'54"W, A DISTANCE OF 568.62 FEET; THENCE S69°36'59"W, A DISTANCE OF 701.04 FEET; THENCE N20°18'48"W, A DISTANCE OF 200.21 FEET; THENCE N00°13'11"E, A DISTANCE OF 306.77 FEET; THENCE N47°03'56"E, A DISTANCE OF 1042.50 FEET; THENCE N42°10'02"E, A DISTANCE OF 887.51 FEET; THENCE N35°25'23"W, A DISTANCE OF 673.89 FEET; THENCE S54°06'55"W, A DISTANCE OF 973.81 FEET; THENCE N08°45'24"W, A DISTANCE OF 393.18 FEET; THENCE N14°15'34"E, A DISTANCE OF 1012.63 FEET; THENCE N28°35'48"W, A DISTANCE OF 240.85 FEET; THENCE N02°57'34"W, A DISTANCE OF 239.46 FEET TO CORNER No. 2 OF THE COOLIDGE LODE (MS No. 20293); THENCE ALONG THE 2-3 LINE OF THE SAID COOLIDGE LODE N45°28'28"W, A DISTANCE OF 713.90 FEET TO CORNER No. 3 OF SAID COOLIDGE LODE ALSO BEING CORNER No. 2 OF THE CAVE LODE (MS No. 20293); THENCE ALONG THE 3-4 LINE OF SAID COOLIDGE LODE ALSO BEING THE 1-2 LINE OF SAID CAVE LODE N77°23'47"E, A DISTANCE OF 256.81 FEET TO A POINT ALONG THE 3-4 LINE OF THE COOLIDGE LODE (MS No. 20293) AND THE 1-2 LINE OF THE CAVE LODE (MS No. 20293) TO CORNER No. 3 OF SAID COOLIDGE LODE ALSO BEING CORNER No. 2 OF SAID CAVE LODE; THENCE DEPARTING SAID POINT S77°23'49"W A DISTANCE OF 98.09 FEET TO THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINING 99.166 ACRES OF LAND MORE OR LESS.

PROPERTY OWNED BY GINN-LA BATTLE ONE LTD., LLLP

A PARCEL OF LAND LOCATED IN SECTIONS 1, 12, 13 AND 24, TOWNSHIP 6 SOUTH, RANGE 81 WEST; AND SECTIONS 5, 6, 7, 8, 9, 16, 17, 18, 19, 20, 21 AND 29, TOWNSHIP 6 SOUTH, RANGE 80 WEST, ALL IN THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 36; THENCE S63°38'38"E, A DISTANCE OF 2534.07 FEET TO CORNER No. 2 AT THE TOPAZ LODGE (MS No. 20461), A 1 1/2 INCH ALUMINUM CAP, LS No. 24325, FOUND IN PLACE, BEING THE TRUE POINT OF BEGINNING; THENCE ALONG THE 2-3 LINE OF SAID TOPAZ LODGE S53°54'23"E, A DISTANCE OF 1499.98 FEET TO CORNER No. 3, A STONE MONUMENT FOUND IN PLACE, ALSO BEING A POINT ON THE 1-2 LINE OF THE QUAKER LODGE (MS No. 20461); THENCE ALONG SAID 1-2 LINE N59°25'24"E, A DISTANCE OF 455.97 FEET TO CORNER No. 2 OF SAID QUAKER LODGE, A STONE MONUMENT FOUND IN PLACE; THENCE S44°59'52"E, A DISTANCE OF 1860.88 FEET ALONG THE EASTERLY LINE OF SAID QUAKER LODGE, THE OXIDE LODGE (MS No. 20641) AND THE LIME LODGE (MS No. 20641) TO CORNER No. 2 OF SAID LIME LODGE, A 1 1/2 INCH ALUMINUM CAP, LS #24325, FOUND IN PLACE, ALSO BEING A POINT ON THE 1-2 LINE OF THE JEROME LODGE (MS No. 20461); THENCE N59°06'09"E, A DISTANCE OF 403.30 FEET TO CORNER No. 2 OF SAID JEROME LODGE, A STONE MONUMENT FOUND IN PLACE; THENCE ALONG THE EASTERLY LINE OF SAID JEROME LODGE, THE HANOVER LODGE (MS No. 20461), THE FRANKLIN LODGE (MS No. 20461), THE DE PUE LODGE (MS No. 20461) AND THE BLENDE LODGE (MS No. 20461) S45°07'20"E, A DISTANCE OF 3098.66 FEET TO CORNER No. 3 OF SAID BLENDE LODGE, A 1 1/2 INCH ALUMINUM CAP, LS #24325, FOUND IN PLACE, ALSO BEING A POINT ON THE 2-3 LINE OF THE COLORADO LODGE (MS No. 20355); THENCE ALONG SAID 2-3 LINE N 59°25'36"E, A DISTANCE OF 139.32 FEET TO CORNER No. 3 OF SAID COLORADO LODGE, A STONE MONUMENT FOUND IN PLACE; THENCE S45°08'40"E, A DISTANCE OF 127.73 FEET TO A POINT ON THE WEST LINE OF TRACT 37, FROM WHICH ANGLE POINT No. 3 OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, BEARS S00°02'47"E, A DISTANCE OF 144.88 FEET; THENCE ALONG SAID WEST LINE N00°02'47"W, A DISTANCE OF 1191.77 FEET TO ANGLE POINT No. 2 OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE ALONG THE NORTH LINE OF SAID TRACT 37, S89°56'44"E, A DISTANCE OF 2629.96 FEET TO ANGLE POINT No. 1 OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT, FOUND IN PLACE; THENCE ALONG THE EAST LINE OF SAID TRACT 37 S00°10'09"E, A DISTANCE OF 1321.68 FEET TO ANGLE POINT No. 4 OF SAID TRACT 37, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE ALONG THE SOUTH LINE OF SAID TRACT 37 N89°50'57"W, A DISTANCE OF 648.90 FEET TO A POINT ON THE 3-4 LINE OF THE LONG BOY No. 4 LODGE (MS No. 20705); THENCE ALONG SAID 3-4 LINE S53°57'39"E 603.06 FEET TO CORNER No. 4 OF SAID LONG BOY No. 4 LODGE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING A POINT ON THE 3-4 LINE OF THE LONG BOY No. 10 LODGE (MS No. 20705); THENCE ALONG SAID 3-4 LINE AND THE 3-4 LINE OF THE LONG BOY No. 11 LODGE (MS No. 20705) N59°21'03"E, A DISTANCE OF 1146.41 FEET TO CORNER No. 3 OF SAID LONG BOY No. 11 LODGE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S30°38'37"E, A DISTANCE OF 1500.54 FEET TO CORNER No. 2 OF SAID LONG BOY No. 11 LODGE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S59°22'29"W, A DISTANCE OF 600.36 FEET TO CORNER No. 1 OF SAID LONG BOY No. 11 LODGE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING CORNER No. 1 OF THE FORESIGHT No. 9 LODGE (MS No. 20705); THENCE S30°45'22"E, A DISTANCE OF 1509.39 FEET TO CORNER No. 4 OF SAID FORESIGHT No. 9 LODGE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE, ALSO BEING A POINT ON THE 1-2 LINE OF THE FORESIGHT No. 8 LODGE (MS No. 20705); THENCE N58°01'34"E, A DISTANCE OF 277.76 FEET ALONG SAID 1-2 LINE TO CORNER No. 1 OF SAID FORESIGHT No. 8 LODGE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S30°34'48"E, A DISTANCE OF 1172.96 FEET ALONG THE 1-4 LINE OF SAID FORESIGHT No. 8 LODGE TO A POINT ON THE WEST LINE OF TRACT 38, FROM WHICH ANGLE POINT No. 3, A 2 1/2 INCH BRASS G.L.O.

MONUMENT FOUND IN PLACE BEARS S00°02'13"E, A DISTANCE OF 1765.71 FEET; THENCE ALONG SAID WEST LINE OF TRACT 38 N00°02'13"W, A DISTANCE OF 869.50 FEET TO ANGLE POINT No. 2, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE N89°46'58"E, A DISTANCE OF 1319.01 FEET TO ANGLE POINT No. 1 OF SAID TRACT 38, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE S00°05'00"E, A DISTANCE OF 1446.69 FEET ALONG THE EAST LINE OF SAID TRACT 38 TO A POINT ON THE 2-3 LINE OF THE FORESIGHT No. 4 LODE (MS No. 20747), FROM WHICH ANGLE POINT No. 4 OF SAID TRACT 38 BEARS S00°05'00"E, A DISTANCE OF 1193.84 FEET; THENCE ALONG SAID 2-3 LINE S89°52'48"E, A DISTANCE OF 485.90 FEET TO CORNER No. 2 OF SAID FORESIGHT No. 4 LODE, A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE ALONG THE 1-2 LINE OF SAID FORESIGHT No. 4 LODE S00°12'31"W, A DISTANCE OF 330.30 FEET TO CORNER No. 1 OF THE FORESIGHT No. 16 LODE (MS No. 20747), A 4 1/2 INCH ALUMINUM CAP FOUND IN PLACE; THENCE S00°12'31"W, A DISTANCE OF 6802.59 FEET; THENCE N89°43'20"W, A DISTANCE OF 2900.08 FEET; THENCE S00°14'38"E, A DISTANCE OF 2315.26 FEET; THENCE S56°07'00"W, A DISTANCE OF 450.29 FEET; THENCE N10°48'47"W, A DISTANCE OF 1490.53 FEET; THENCE S79°11'13"W, A DISTANCE OF 149.11 FEET; THENCE S63°58'49"W, A DISTANCE OF 64.05 FEET; THENCE N08°55'47"W, A DISTANCE OF 40.30 FEET; THENCE S49°10'13"W, A DISTANCE OF 184.08 FEET; THENCE S07°49'47"E, A DISTANCE OF 69.57 FEET; THENCE S62°15'43"W, A DISTANCE OF 161.07 FEET; THENCE N08°03'47"W, A DISTANCE OF 150.22 FEET; THENCE S81°06'18"W, A DISTANCE OF 136.51 FEET; THENCE S06°49'41"E, A DISTANCE OF 1111.96 FEET TO A POINT ON THE 1-4 LINE OF THE UTE No. 7 LODE (MS No. 20763); THENCE ALONG SAID 1-4 LINE N29°02'56"W, A DISTANCE OF 732.01 FEET TO A POINT ON THE 2-3 LINE OF THE METALIC LODE (MS No. 20763); THENCE ALONG SAID 2-3 LINE N74°05'33"W, A DISTANCE OF 92.93 FEET TO A POINT ON THE 1-2 LINE OF THE OVEE LODE (MS No. 4129); THENCE ALONG SAID 1-2 LINE S04°56'46"E 1249.39 FEET TO CORNER No. 1 OF SAID OVEE LODE; THENCE ALONG THE 1-4 LINE OF SAID OVEE LODE S85°03'14"W, A DISTANCE OF 98.77 FEET TO CORNER No. 4 OF SAID OVEE LODE, A 1 1/2 INCH ALUMINUM CAP, LS NO. 11204, FOUND IN PLACE, ALSO BEING A POINT ON THE 2-3 LINE OF THE SILURIAN LODE (MS No. 14400); THENCE ALONG SAID 2-3 LINE S03°21'20"E, A DISTANCE OF 199.00 FEET TO CORNER No. 2 OF SAID SILURIAN LODE; THENCE ALONG THE 1-2 LINE OF SAID SILURIAN LODE S75°35'00"W, A DISTANCE OF 103.60 FEET TO CORNER No. 1 OF SAID SILURIAN LODE ALSO BEING A POINT ON THE 3-4 LINE OF THE MOUNTAIN EAGLE LODE (MS No. 14401); THENCE ALONG SAID 3-4 LINE S04°54'52"E, A DISTANCE OF 53.93 FEET TO CORNER No. 4 OF SAID MOUNTAIN EAGLE LODE; THENCE ALONG THE 1-4 LINE OF SAID MOUNTAIN EAGLE LODE S74°57'39"W, A DISTANCE OF 41.06 FEET TO ANGLE POINT No. 1 OF THE RED CLIFF TOWN BOUNDARY, A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE; THENCE CONTINUING ALONG SAID 1-4 LINE S74°57'39"W, A DISTANCE OF 95.95 FEET TO CORNER No. 1 OF SAID MOUNTAIN EAGLE LODE; THENCE ALONG THE 1-2 LINE OF THE SAID MOUNTAIN EAGLE LODE N05°00'00"W 1376.71 FEET TO A POINT ON THE 1-4 LINE OF THE PORTAL LODE (MS No. 20763); THENCE ALONG SAID 1-4 LINE S47°20'15"W, A DISTANCE OF 189.26 FEET TO A POINT ON THE 2-3 LINE OF THE CARIBOE LODE (MS No. 6509); THENCE DEPARTING SAID LINE 2-3 OF THE CARIBOE LODE THE FOLLOWING THREE (3) COURSES:

- 1) N89°43'20"W, A DISTANCE OF 1990.32 FEET;
- 2) S00°15'04"E, A DISTANCE OF 783.95 FEET;
- 3) N89°43'20"W, A DISTANCE OF 1522.70 FEET TO A POINT ON THE 1-4 LINE OF THE IRON WILL LODE (MS No. 3686); THENCE ALONG SAID 1-4 LINE AND THE 1-2 LINE OF THE BUENA VISTA LODE (MS No. 1569) N38°32'00"W, A DISTANCE OF 272.50 FEET TO A POINT ON THE 2-3 LINE OF THE UTE No. 5 LODE (MS No. 20763); THENCE ALONG SAID 2-3 LINE S51°33'07"W, A DISTANCE OF 52.30 FEET TO CORNER No. 3 OF SAID UTE No. 5 LODE; THENCE ALONG THE 3-4 LINE OF SAID UTE No. 5 LODE N03°56'23"W, A DISTANCE OF 133.00 FEET TO A POINT ON THE 1-2 LINE OF THE ASPEN LODE (MS No. 698); THENCE ALONG SAID 1-2 LINE OF SAID ASPEN LODE AND THE 1-2 LINE OF THE SILVER LODE (MS No. 2958) N38°35'00"W, A DISTANCE OF 224.32 FEET TO CORNER No. 1 OF SAID SILVER LODE; THENCE ALONG THE 1-4 LINE OF SAID SILVER LODE TO CORNER No. 1 OF THE MOUNTAIN CHIEF LODE (MS No. 3675) N51°25'00"E, A DISTANCE OF 119.68 FEET; THENCE ALONG THE 1-4 LINE OF SAID MOUNTAIN CHIEF LODE N38°35'00"W, A DISTANCE OF 93.04 FEET TO A POINT ON THE 2-3 LINE OF THE ANNIE MURPHY LODE (MS No. 7821); THENCE ALONG SAID 2-3 LINE S34°58'37"W, A DISTANCE OF 166.62 FEET TO A POINT ON A THE EASTERLY RIGHT-OF-WAY OF HIGHWAY 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FIFTEEN (15) COURSES:

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- 1) N28°05'00"W, A DISTANCE OF 121.67 FEET;
 - 2) N47°30'00"W, A DISTANCE OF 462.90 FEET;
 - 3) N19°48'00"W, A DISTANCE OF 581.90 FEET;
 - 4) N03°40'00"W, A DISTANCE OF 333.00 FEET;
 - 5) N07°41'00"W, A DISTANCE OF 232.60 FEET;
 - 6) N49°19'00"W, A DISTANCE OF 291.60 FEET;
 - 7) N83°54'00"W, A DISTANCE OF 454.00 FEET;
 - 8) N55°57'43"W, A DISTANCE OF 146.85 FEET;
 - 9) N37°42'56"W, A DISTANCE OF 213.60 FEET;
 - 10) N10°40'49"W, A DISTANCE OF 136.59 FEET;
 - 11) N09°21'27"E, A DISTANCE OF 480.63 FEET;
 - 12) N11°11'11"W, A DISTANCE OF 278.62 FEET;
 - 13) N50°18'11"W, A DISTANCE OF 436.10 FEET;
 - 14) N17°26'22"E, A DISTANCE OF 497.17 FEET;
 - 15) N08°33'40"E, A DISTANCE OF 396.11 FEET TO A POINT No. THE 3-4 LINE OF THE BERTHA LODGE (MS No. 603); THENCE ALONG SAID 3-4 LINE N80°30'00"E, A DISTANCE OF 736.01 FEET TO A POINT ON THE 1-4 LINE OF THE IOLA No. 2 LODGE (MS No. 19933); THENCE ALONG SAID 1-4 LINE N10°03'30"W, A DISTANCE OF 193.53 FEET; THENCE DEPARTING SAID 1-4 LINE S80°30'00"W, A DISTANCE OF 671.02 FEET THROUGH A PORTION OF THE CORA LODGE (MS No. 780) TO A POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF HIGHWAY No. 24; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING THIRTY-NINE (39) COURSES:

- 1) N08°33'40"E, A DISTANCE OF 578.22 FEET;
- 2) N20°41'20"W, A DISTANCE OF 363.17 FEET;
- 3) N70°19'07"W, A DISTANCE OF 691.51 FEET;
- 4) N41°02'07"W, A DISTANCE OF 419.40 FEET;
- 5) N02°07'07"W, A DISTANCE OF 355.11 FEET;
- 6) N22°43'19"E, A DISTANCE OF 1002.98 FEET;
- 7) N05°39'56"E, A DISTANCE OF 1357.95 FEET;
- 8) N69°04'20"W, A DISTANCE OF 318.29 FEET;
- 9) S63°41'26"W, A DISTANCE OF 707.60 FEET;
- 10) S71°31'26"W, A DISTANCE OF 392.25 FEET;
- 11) S59°57'26"W, A DISTANCE OF 458.94 FEET;
- 12) N50°36'34"W, A DISTANCE OF 174.78 FEET;
- 13) N07°13'26"E, A DISTANCE OF 277.86 FEET;
- 14) N08°28'34"W, A DISTANCE OF 578.02 FEET;
- 15) N46°17'34"W, A DISTANCE OF 455.74 FEET;
- 16) N04°25'26"E, A DISTANCE OF 274.36 FEET;
- 17) N15°53'34"W, A DISTANCE OF 140.88 FEET;
- 18) N43°37'34"W, A DISTANCE OF 187.17 FEET;
- 19) N27°17'34"W, A DISTANCE OF 291.16 FEET;
- 20) N10°28'34"W, A DISTANCE OF 657.71 FEET;
- 21) N19°45'26"E, A DISTANCE OF 311.86 FEET;
- 22) N46°06'00"E, A DISTANCE OF 361.20 FEET;
- 23) N04°28'00"E, A DISTANCE OF 295.90 FEET;
- 24) N40°26'00"W, A DISTANCE OF 635.90 FEET;
- 25) N00°47'00"W, A DISTANCE OF 586.60 FEET;
- 26) N46°40'00"E, A DISTANCE OF 610.60 FEET;
- 27) N08°09'00"E, A DISTANCE OF 434.30 FEET;
- 28) N26°14'00"E, A DISTANCE OF 678.10 FEET;
- 29) N18°56'00"E, A DISTANCE OF 397.60 FEET;
- 30) N04°24'00"E, A DISTANCE OF 582.46 FEET;
- 31) N24°42'00"E, A DISTANCE OF 282.70 FEET;
- 32) N30°21'00"W, A DISTANCE OF 179.10 FEET;
- 33) N59°06'00"W, A DISTANCE OF 202.50 FEET;
- 34) N88°47'00"W, A DISTANCE OF 261.00 FEET;
- 35) S20°56'00"W, A DISTANCE OF 286.70 FEET;

36) S21°45'00"E, A DISTANCE OF 383.10 FEET;
 37) S36°30'00"W, A DISTANCE OF 913.50 FEET;
 38) S54°28'00"W, A DISTANCE OF 258.32 FEET;
 39) N25°22'00"W, A DISTANCE OF 83.85 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY OF THE DENVER AND RIO GRANDE WESTERN RAILROAD; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING FOUR (4) COURSES:

1) N14°33'51"E, A DISTANCE OF 729.22 FEET;
 2) S06°02'22"E, A DISTANCE OF 162.45 FEET;
 3) N14°47'55"E, A DISTANCE OF 1324.74 FEET TO A POINT OF CURVATURE;
 4) 184.82 FEET ALONG THE ARC OF SAID CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 06°47'03", A RADIUS OF 1560.93 FEET, AND A CHORD WHICH BEARS N11°24'24"E, A DISTANCE OF 184.71 FEET; THENCE DEPARTING SAID RIGHT-OF-WAY N59°22'34"E, A DISTANCE OF 150.42 TO CORNER No. 3 OF THE RUBY LODGE (MS No. 20461); THENCE ALONG THE 2-3 LINE OF SAID RUBY LODGE N53°54'26"W, A DISTANCE OF 142.60 FEET TO SAID DENVER AND RIO GRANDE WESTERN RAILROAD RIGHT-OF-WAY; THENCE ALONG SAID RIGHT-OF-WAY THE FOLLOWING TWO (2) COURSES:

1) 595.06 FEET ALONG THE ARC OF A NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 21°50'32", A RADIUS OF 1560.93 FEET, AND A CHORD WHICH BEARS N08°49'42"W, A DISTANCE OF 591.46 FEET;
 2) N19°44'57"W, A DISTANCE OF 710.56 FEET TO THE 1-2 LINE OF THE SAPPHIRE LODGE (MS No. 20461); THENCE DEPARTING SAID RIGHT-OF-WAY N59°20'47"E, A DISTANCE OF 415.86 FEET TO CORNER No. 2 OF SAID SAPPHIRE LODGE A STONE MONUMENT FOUND IN PLACE, ALSO BEING CORNER No. 1 OF SAID TOPAZ LODGE; THENCE N59°23'07"E, A DISTANCE OF 653.75 FEET TO SAID CORNER No. 2 OF SAID TOPAZ LODGE AND THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINS 3714.634 GROSS ACRES OF LAND MORE OR LESS.

LESS AND EXCEPT ALL OF THE FOLLOWING DESCRIBED PARCELS:

U.S. FOREST SERVICE PARCEL 1 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 12, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE AN ANGLE POINT ON THE EASTERLY RIGHT-OF-WAY LINE OF HIGHWAY No. 24 BEARS N81°24'01"W, A DISTANCE OF 414.57 FEET AND THE SAID SOUTH QUARTER CORNER OF SECTION 36 BEARS N13°07'03"W, A DISTANCE OF 7435.09 FEET; THENCE S45°13'00"E, A DISTANCE OF 71.00 FEET; THENCE S56°45'00"W, A DISTANCE OF 34.67 FEET; THENCE N17°13'30"W, A DISTANCE OF 72.26 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.028 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 2 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 6, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36,

TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE CORNER 3, OF SAID TRACT 37 BEARS N89°50'57"W, A DISTANCE OF 126.38 FEET; THENCE S89°50'57"E, A DISTANCE OF 247.44 FEET; THENCE S59°22'48"W, A DISTANCE OF 179.81 FEET; THENCE N45°08'40"W, A DISTANCE OF 130.77 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.261 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 3 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 18, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE CORNER 3, OF SAID TRACT 38 BEARS N64°03'15"E, A DISTANCE OF 4206.15 FEET; THENCE S30°46'00"E, A DISTANCE OF 42.36 FEET; THENCE S59°14'00"W, A DISTANCE OF 15.50 FEET; THENCE N10°40'00"W, A DISTANCE OF 45.10 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.008 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 4 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 17, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE CORNER 3, OF SAID TRACT 38 BEARS N01°46'33"W, A DISTANCE OF 5083.39 FEET; THENCE N90°00'00"E, A DISTANCE OF 129.62 FEET; THENCE S69°00'00"W, A DISTANCE OF 130.90 FEET; THENCE N08°59'00"W, A DISTANCE OF 47.49 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.070 ACRES OF LAND MORE OR LESS.

U.S. FOREST SERVICE PARCEL 5 DESCRIPTION:

A PARCEL OF LAND LOCATED IN SAID SECTION 17, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT A POINT WHENCE THE COMMON ANGLE POINT ON THE 1-4 LINE OF THE IRON WILL LODE (MS No. 3686) AND THE 2-3 LINE OF THE CONTEST LODE (MS No. 17399) BEARS S74°27'25"W, A DISTANCE OF 272.39 FEET; THENCE N76°00'00"E, A DISTANCE OF 105.19 FEET; THENCE S15°32'00"E, A DISTANCE OF 37.13 FEET; THENCE N84°44'00"W, A DISTANCE OF 112.48 FEET TO THE POINT OF BEGINNING.

SAID PARCEL CONTAINS 0.045 ACRES OF LAND MORE OR LESS

MATCHLESS AND POCAHONTAS EXCLUSION

A PARCEL OF LAND LOCATED IN SAID SECTION 19, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36, TOWNSHIP 5 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, BETWEEN THE SOUTHWEST SECTION CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER OF SAID SECTION 36, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE WEST QUARTER CORNER OF SECTION 18, TOWNSHIP 6 SOUTH, RANGE 80 WEST OF THE SIXTH PRINCIPAL MERIDIAN WHENCE THE SAID SOUTH QUARTER CORNER OF SAID SECTION 36 BEARS N20°23'11"W A DISTANCE OF 15813.29 FEET; THENCE S03°48'06"E A DISTANCE OF - 3629.45 FEET TO THE NORTHWESTERLY CORNER OF THE MATCHLESS LODE (MS NO. 3664), SAID POINT BEING THE TRUE POINT OF BEGINNING;

THENCE ALONG THE NORTH LINE OF SAID MATHCLESS LOAD (MS NO. 3664) N55°08'00"E A DISTANCE OF 1500.40 FEET TO THE NORTHEAST CORNER OF SAID MATHCLESS LOAD (MS NO. 3664); THENCE ALONG THE NORTHEASTERLY LINE OF SAID MATHCLESS LOAD (MS NO. 3664) S36°00'00"E A DISTANCE OF 300.00 FEET TO A POINT ALONG THE NORTHERLY LINE OF THE POCAHONTAS LODE (MS NO. 3520); THENCE ALONG THE NORTH LINE OF SAID POCAHONTAS LODE (MS NO. 3520) THE FOLLOWING TWO (2) COURSES:

- 1) N55°08'00"E A DISTANCE OF 256.79 FEET;
- 2) THENCE N75°00'00"E A DISTANCE OF 418.60 FEET TO THE SOUTHEAST CORNER OF SAID POCAHONTAS LODE (MS No. 3520); THENCE ALONG THE NORTH LINE OF SAID POCAHONTAS LODE (MS NO. 3520) THE FOLLOWING TWO (2) COURSES:

- 1) S55°08'00"W A DISTANCE OF 1500.00 FEET;
- 2) S75°00'00"W A DISTANCE OF 418.60 FEET TO A POINT ALONG THE SOUTH LINE OF SAID MATHCLESS LOAD (MS NO. 3664); THENCE ALONG SAID SOUTH LINE OF SAID MATHCLESS LOAD (MS NO. 3664) S55°08'00"W A DISTANCE OF 257.19 FEET TO THE SOUTHWEST CORNER OF SAID MATHCLESS LOAD (MS NO. 3664); THENCE ALONG THE WEST LINE OF SAID MATHCLESS LOAD (MS NO. 3664) N36°00'00"W A DISTANCE OF 300.00 FEET TO THE TRUE POINT OF BEGINNING.

SAID PARCEL CONTAINS 15.230 ACRES OF LAND MORE OR LESS

TOGETHER WITH:

A PARCEL OF LAND LOCATED IN SECTIONS 1, TOWNSHIP 6 SOUTH, RANGE 81 WEST OF THE SIXTH PRINCIPAL MERIDIAN, WITH THE BEARINGS DESCRIBED HEREIN, BASED ON A BEARING OF N89°58'30"E AND A DISTANCE OF 2694.32 FEET FOR THE SOUTH LINE OF SAID SECTION 36 BETWEEN THE SOUTHWEST SECTION CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE AND THE SOUTH QUARTER CORNER, BEING A 2 1/2 INCH BRASS G.L.O. MONUMENT FOUND IN PLACE, SAID PARCEL BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCING AT THE SOUTH QUARTER CORNER OF SAID SECTION 36; THENCE S33°31'22"E, A DISTANCE OF 2127.71 FEET TO A POINT ON THE 1-2 LINE OF THE SAPPHIRE LODE (MS No. 20461)

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BATTLE MOUNTAIN PUD GUIDE

ALSO BEING A POINT ON THE WESTERLY RIGHT-OF-WAY FOR THE DENVER AND RIO GRANDE WESTERN RAILROAD AND BEING THE TRUE POINT OF BEGINNING;

THENCE ALONG SAID RIGHT-OF-WAY S19°44'57"E, A DISTANCE OF 672.03 FEET TO A POINT OF CURVATURE; THENCE 378.81 FEET ALONG THE ARC OF SAID CURVE TURNING TO THE RIGHT HAVING A CENTRAL ANGLE OF 15°56'53", A RADIUS OF 1360.93 FEET, AND A CHORD WHICH BEARS S11°46'30"E, A DISTANCE OF 377.59 FEET THAT BEARS S11°46'31"E TO A JPOINT ON THE 2-3 LINE OF THE RUBY LODGE (MS No. 20461); THENCE ALONG SAID 2-3 LINE N53°54'26"W, A DISTANCE OF 225.87 FEET TO A POINT ON THE EASTERLY RIGHT-OF-WAY FOR HIGHWAY 24 TO A POINT OF CURVATURE; THENCE 520.95 FEET ALONG THE ARC OF SAID NON-TANGENT CURVE TURNING TO THE LEFT HAVING A CENTRAL ANGLE OF 29°59'54", A RADIUS OF 995.00 FEET, AND A CHORD WHICH BEARS N09°31'11"W, A DISTANCE OF 515.02 FEET; THENCE N24°31'00"W, A DISTANCE OF 331.22 FEET TO A POINT ON THE 1-2 LINE OF THE RUBY LODGE (MS No. 20461); THENCE ALONG SAID 1-2 LINE OF THE RUBY LODGE AND THE 1-2 LINE OF SAID SAPPHIRE LODGE N59°22'04"E, A DISTANCE OF 117.38 FEET TO THE TRUE POINT OF BEGINNING.

SAID TRACT CONTAINS 2.431 GROSS ACRES OF LAND MORE OR LESS.

TOTAL COMBINED NET ACREAGE CONTAINS 3701.423 ACRES OF LAND

EXHIBIT "B"**ALLOWABLE MAXIMUM DENSITY BY PARCEL**

<u>Zones</u>	<u>Use</u>	<u># of Units</u>
R-A	Residential	60
R-B	Residential	89
R-C	Residential	41
R-D	Residential	49
R-E	Residential	73
R-F	Residential	86
R-G	Residential	83
R-H	Residential	0
R-I	Residential	0
R-J	Residential	0
MU 1	Mixed Use	702
MU 2	Mixed Use	265
MU 3	Mixed Use	20
MU 4	Mixed Use	232

ENVIRONMENTAL IMPACT REPORT FOR THE BATTLE MOUNTAIN PUD PLAN AND PRELIMINARY PLAT

PURPOSE OF THIS REPORT

This Environmental Impact Report (EIR) is submitted by Ginn Battle North, LLC, Ginn Battle South, LLC, and Ginn-LA Battle One Ltd., LLLP (collectively the "Applicant") pursuant to Chapter 16, Article XX of the Minturn Municipal Code ("MMC"). In connection with Applicant's Application for Planned Unit Development Concept Plan (the "Concept Plan Application"), the Town of Minturn waived the requirement for a specifically designated Preliminary Environmental Assessment and the Applicant agreed that an Environmental Impact Report would be submitted with its application for PUD Plan and Preliminary Subdivision Plat. Applicant did, however, supplement its Concept Plan Application with a Summary of Environmental Reports, which concluded that Applicant's proposed development project "will" or "could possibly" affect the environment either during construction or on a continuing basis for a variety of resources. The Planning Director required, as a condition of approval of the Concept Plan Application, that Applicant submit an environmental impact report with its application for PUD Plan. Pursuant to MMC 16.20.4, this environmental impact report (EIR) summarizes the findings and recommendations of the technical and other supporting studies prepared for the Battle Mountain PUD Plan and Preliminary Plat submittal. It provides information and analysis to enable the Planning Commission and the Town Council to evaluate the environmental impact of the proposal and to evaluate measures proposed to reduce or mitigate any harmful impacts.

This EIR has been prepared by independent, qualified professional consultants and personnel approved by the Town.

REPORT CONTENTS

Pursuant to MMC 16.20.5 this EIR includes a general description of the proposed project and its purpose, as well as present and proposed uses and zoning of the project area. Technical data is submitted as supporting documentation. Descriptive materials, maps, and plans are also included in this submittal. Please refer to 1) the preliminary plat for project boundaries; 2) the technical reports for the boundaries of the areas within which the environmental impacts are likely to be significant, in cases where the impact is not a general impact; and 3) Applicant's written application and the proposed PUD Guide, design guidelines, covenants, graphic overall site plan and architectural forms which, collectively, provide quantitative information relative to the scope of the development and contribute to a clear understanding of the scale of the development.

This EIR is organized by resource and includes an environmental inventory with information on the current environmental conditions as well as analysis of any significant impact the proposed development will have on the environment. It also includes potential effects to the social and economic environment. Alternatives to the proposed project have been considered. A list of regulatory or review agencies and the specific regulations to which the proposed development will be subject is included at the end of this report.

PROJECT DESCRIPTION AND PURPOSE

The Battle Mountain project is a proposed resort-oriented development with 1,700 dwelling units maximum (excluding employee housing) in a variety of layouts (most units are centralized in resort condominium buildings), an 18-hole golf course at Bolts Lake, a private ski area with approximately eight ski lifts on Battle Mountain, resort commercial, restaurant facilities, and an aquatics facility intended for use by residents and guests of the project, and other associated resort support facilities. The project includes five character areas: Bolts Lake Character Area; Gilman Character Area; Holy Cross Character Area; Rock Creek Character Area; and Willow Creek Character Area. These character areas act as individual neighborhoods within the context of the overall project, each with its own density and character. The purpose of the project is to create a resort with extensive amenities and services such as access to large areas of open space, access to snow skiing facilities, and access to golf facilities and other outdoor recreation opportunities. When annexed to the Town of Minturn, the property will be zoned Planned Unit Development according to the approved PUD plan and regulated by the PUD Guide.

ALTERNATIVES TO THE PROPOSED PROJECT

No Action Alternative

Under the No Action alternative, the proposed project would not be implemented. The Bolts Lake and Gilman Character Areas would remain under the regulatory authority of the Environmental protection Agency (EPA) and the Colorado Department of Public Health and Environment (CDPHE) as Superfund sites with restricted access due to potential human health risks. The Battle Mountain Area (comprised of the Holy Cross, Rock Creek, and Willow Creek Character Areas) would remain undeveloped private land. The entire project area would remain under the jurisdiction of Eagle County.

35-acre Parcel Alternative

Under this alternative, the project area would remain in unincorporated Eagle County, and the proposed project would not be implemented as presented. Rather, the Applicant would subdivide portions of the project area into 35 acre parcels pursuant to the subdivision exemption process authorized by Colorado law. Although these parcels would be exempt from county subdivision requirements, a variety of permits and applications would still be necessary to build homes (i.e. grading, access, and well and septic permits). At its option, the Applicant could develop only the Battle Mountain Area, leaving the Bolts Lake and Gilman Character Areas under the regulatory authority of the EPA and CDPHE as Superfund sites as described in the No Action alternative presented above.

EXISTING CONDITIONS BY CHARACTER AREA

The existing zoning on the majority of the property, under Eagle County jurisdiction, is "Resource." This zoning allows single-family homes on parcels that are 35 acres or larger. It also allows typical agricultural structures and uses, in addition to ski area and "resort recreational facilities". The Gilman Character Area is zoned "Residential Suburban Medium Density" under existing zoning, which permits one single-family home, duplex, or multi-family dwelling per 8,000 square feet of lot size, as well as limited commercial uses.

Existing conditions and uses vary widely within the five proposed character areas. These conditions and uses are described generally in this section.

The **Bolts Lake Character Area** contains portions of the Eagle Mine Superfund Site, which was placed on the National Priorities List ("NPL") in 1986 by the U.S. Environmental Protection Agency ("EPA") due to increased metal concentrations in the Eagle River caused by impacts from historic mining activities. In 1995 the EPA, CDPHE, and Viacom International, Inc. ("Viacom"), successor to liability at the Eagle Mine Site, entered into a separate Consent Decree.

Viacom's completed remediation (cleanup) activities at the OU-1 area have included: 1) removal of tailing materials from the Old Tailings Pile, Rex Flats and Maloit Park areas to the Consolidated Tailings Pile (CTP); 2) construction of the water treatment plant and a lined sludge pond; 3) capture and treatment of ground water; 4) capping the CTP; 5) ground and surface water monitoring; and 6) revegetation of disturbed areas. Operation and maintenance of remediation systems at the OU-1 area of the Eagle Mine Site continue today, and remain the responsibility of Viacom. Soil and ground water beneath these areas have not been remediated and remain impacted by the former tailings placement.

Tigiwon Road, a US Forest Service access road, runs through the Bolts Lake Character Area from Highway 24 to adjacent National Forest System (NFS) lands. A variety of recreation activity occurs in the area despite the EPA-mandated restricted access. Nova Guides has an outfitter/guide special use permit to conduct a guided snowmobile operation on these adjacent NFS lands and utilizes Tigiwon Road regularly in the winter. Summer use of the property includes dispersed recreation in the form of access to the Eagle River (floating and fishing) and adjacent NFS lands (hiking, biking, photography, etc.).

The **Gilman Character Area** is also an EPA-listed Superfund site. The selected remedy for this area consists of institutional controls, which restrict access to the abandoned town site of Gilman. Clean up activities were not required by the EPA for Gilman; the area currently contains buildings, waste rock piles, the former elevator access for workers into the mine, and at least one other mine opening.

Environmental conditions such as those associated with Bolts Lake and Gilman do not exist within the Battle Mountain Area, which is comprised of the **Holy Cross, Rock Creek, and Willow Creek Character Areas**. The primary concern for this area is the current Mountain Pine Beetle infestation.

Historic uses of the lands are logging associated with nearby mining activities as well as dispersed recreation. Current uses are relative to the maintenance and operation of the Xcel pipeline, which

runs through the Battle Mountain Area. Dispersed recreation has also historically occurred on the Applicant's property. Logging activities associated with Applicant's MPB mitigation program comprise the majority of activities on the mountain today.

INTRODUCTION

The following sections provide an environmental inventory by resource identifying the environmental setting that exists prior to the proposed development for the general project area. Resources specific to character areas are detailed where appropriate. The document then describes potential effects of the proposed project to each resource, including direct (primary) and indirect (secondary) effects, both beneficial and detrimental. Where applicable, the effects have been quantified (i.e. acres of vegetation impacted); however, effects to some resources are more general or subjective and cannot be quantified (i.e. impacts to visual resources). Irreversible environmental changes resulting from implementation of the proposed development, as well as adverse effects which cannot be avoided if the proposal is implemented, have also been assessed; these are typically considered those that cannot be reversed, except perhaps in the extreme long term (i.e. when a species becomes extinct). The Applicant has planned and designed the proposed development to avoid or minimize impacts to natural resources. Where adverse effects cannot be avoided, mitigation measures have been recommended to further reduce the potential effects to these resources during implementation of the proposed project.

AIR QUALITY

Please refer to the Remedial Investigation Report prepared by Environmental Resources Management (ERM) on September 15, 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about air quality within the project area.

Environmental Inventory

Air quality concerns in western Colorado are primarily related to particulate matter less than or equal to 10 micrograms in diameter (PM10), which are associated with wood stoves, fireplaces, and road sanding.

Due to historic mining activities in the area, one concern for this project in the Bolts Lake Character Area is the dust that may be generated from earth moving activities during construction and the possibility that arsenic, cadmium, and lead may be contained in that dust. Air quality data was collected from July 21 through November 18, 2005 by Meyers Environmental Services, Inc. and Asoian Associates LLC as contractors to ERM. The data collected includes PM10, total suspended particulates (TSP), arsenic (As), cadmium (Cd), and lead (Pb) as well as the meteorological parameters of wind speed, wind direction, temperature, and atmospheric stability.

The PM10 levels did not exceed the Colorado and federal 24-hour standard during the sampling period. Additionally, all of the samples were found to be below laboratory detection levels for arsenic and cadmium. The majority of the samples for lead were also below the applicable detection limit. In summary, the air quality data collected during the sampling period indicates that air quality levels were at or below applicable standards and criteria.

Potential concerns with respect to air quality that have been noted within the Gilman Character Area include dusts that contain heavy metals, asbestos, and coal. Radon may also be present in high concentrations due to the mineralization of the area. Additionally, structures that contain asbestos and likely lead-based paint remain on site.

Environmental Consequences/Proposed Mitigation

Across the project area, construction activities will involve grading, earthwork, materials handling activities, and construction activities that in general are potential sources of air pollution. In addition to tailpipe emissions and vehicle exhaust, the primary pollutant associated with this type of activity is dust and particulate matter. These impacts will likely be short-term and temporary and can be mitigated by wetting down the work surface and the hauling equipment.

Enhancement of the remediation at Bolts Lake will improve existing air quality conditions.

In the Gilman Character Area, air monitoring will be performed prior to and during remedial activities for PM10 and TSP, with laboratory analyses of the samples for As, Cd, and Pb. Two air monitoring stations will likely be required. A workplan that specifies the air monitoring program will be submitted to and approved by the CDPHE and EPA prior commencement of field work.

With implementation of the Battle Mountain development, air quality in the project area will continue to attain or exceed Federal and State air quality standards.

CULTURAL RESOURCES

Please refer to the Final Report of a Cultural Resource Inventory prepared by Metcalf Archaeological Consultants, Inc. in August 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, for a cultural resource inventory within the project area.

Environmental Inventory

Metcalf Archaeological Consultants, Inc. (MAC) conducted a cultural resource inventory for the Ginn Company's proposed Battle Mountain Potential Development Plan near Minturn and Red Cliff in Eagle County, Colorado. The project area encompasses approximately 5,300 acres (4,300 in annexation) of private land that lies on the western and southern slopes of Battle Mountain, the northwestern slope of Hornsilver Mountain, and along the Eagle River valley, south of Minturn. The project area also includes the abandoned mining town of Gilman, which was photo-recorded for this project. Approximately 3,096 acres of the project area were not systematically inventoried due to slopes in excess of 30 percent. A total of 2,204 acres were intensively surveyed. Fourteen new sites and 33 new isolated finds were recorded in the project area, as well as a new segment of the Denver and Rio Grande Western Railroad. Two of the sites are prehistoric, and 13 sites are historic. Of the isolated finds, three are prehistoric, and 30 are historic. The two prehistoric sites are sparse lithic scatters that are recommended to be not eligible. Three historic sites are mines, one site is a grouping of charcoal kilns, three sites are linear historic resources, one site is the town of Gilman, and the other five historic sites are marked by evidence of habitation including cabins and historic debris scatters.

Environmental Consequences/Proposed Mitigation

Within the Battle Mountain project area, only the charcoal kiln site, the town of Gilman, the pipeline, and the segment of the Denver and Rio Grande Western Railroad have been recommended as eligible for the National Register of Historic Places. No further work is recommended for the railroad. While this site is eligible with SHPO concurrence and the newly recorded segment is recommended to be contributing to the site's eligibility, it will not be affected by the current project; the line has not been completely abandoned, it has only been discontinued. Avoidance of the Town of Gilman and the pipeline are not feasible due to environmental concerns associated with historic mining practices. Recording using the Colorado Office of Archaeology and Historic Preservation standards for Level II Historic Resource Documentation (OAHF 1998) has begun and is considered mitigation for the loss of these sites.

With implementation of the Battle Mountain development, there will be no effects to cultural resources as eligible resources will be avoided or recorded to preserve their contribution to the area.

HYDROLOGIC CONDITIONS

Please refer to the Water Resources Report prepared by David J. Gloss in September 2006, the two Wetlands Delineation Reports prepared by ERM in February 2006, and the Clean Water Act Section 404 Applicable or Relevant and Appropriate Requirement (ARAR) under CERCLA, Battle Mountain North Property, Eagle Mine Site, Eagle County, Colorado prepared by ERM in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about hydrologic conditions within the project area.

Environmental Inventory

The two main water bodies that run through the Bolts Lake Character Area are the Eagle River and Cross Creek. At the southern end of this area, the Eagle River flows northward through a portion of the area; it then bends to the east and exits the property under Highway 24. Cross Creek borders the area to the northwest and flows northeast through Maloit Park, discharging into the Eagle River via a culvert under Highway 24 at Maloit Park Road.

Rock Creek flows along the northern boundary of the Gilman Character Area and discharges approximately 650 feet in elevation below to the Eagle River, which runs east of the area, flowing north toward the Bolts Lake Character Area.

Water resources for Battle Mountain (Holy Cross, Rock Creek, and Willow Creek Character Areas) include Rock, Kiln, Willow and Turkey Creeks and their respective watersheds. Water quality information for project area streams is limited, but overall water quality in the project area is believed to be good. Water quality data generally appear to meet State of Colorado water quality standards in and downstream of the project area, and beneficial uses are maintained.

Environmental Consequences/Proposed Mitigation

The proposed enhancements and retrofits to the existing remedy in the Bolts Lake Character Area would positively affect water quality in the area by minimizing migration of impacted waters to the Eagle River. A Water Quality Management Plan will be developed for and approved by CDPHE and EPA to address golf course and storm water runoff as well as nutrient, pest, and chemical application and management. Initial considerations include placing a liner system under all tees and greens, which tend to be the most irrigated, to prevent surface water from contacting impacted soils and/or exposure to human site users. In areas where a liner will not underlay the golf feature (fairways), the water will be captured and filtered through water quality basins before being released to the geographical area and/or filtered through a vegetated buffer area. The buffer area will consist of native vegetation that will act as a transition area between the golf feature and existing native areas.

Future remediation in the Gilman Character Area would also improve water quality in the area and will be subject to a similar water quality management plan.

The proposed development in the Battle Mountain Area ranges from 30 to 62 percent of the project area watersheds, long-term increases in runoff can be expected, but significant adverse effects of increased runoff are not expected. Due to the design of the proposed developments being largely located well away from streams in the project area, runoff from the project is expected to have

minor effects on water quality within and downstream of the project area. Water quality can be expected to change downstream of the project area as a result of the cumulative effects of past, present, and reasonably foreseeable future development in the Eagle River basin; however, the beneficial uses of water can be maintained. Best Management Practices have been considered to-date and should continue to be utilized as appropriate throughout the planning, design, and implementation process to continue to protect water quality and minimize increases in runoff.

WETLANDS

Please refer to the two Wetlands Delineation Reports prepared by ERM in February 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about wetlands within the project area. The Clean Water Act Section 404 Applicable or Relevant and Appropriate Requirement (ARAR) under CERCLA, Battle Mountain North Property, Eagle Mine Site, Eagle County, Colorado prepared by ERM in October 2006 also provides information about impacts to wetlands.

Environmental Inventory

The wetland delineation conducted for the Bolts Lake Character Area identified ~50.02 acres of wetlands. Although CDPHE and EPA maintain regulatory authority over the Eagle Mine Site located within the Bolts Lake Character Area, the US Army Corps of Engineers (USACE) conducted a site visit in May 2006 and prepared a letter of verification of the jurisdictional determination to support the EPA in their decision-making process.

A review of aerial photography has identified areas of wetlands associated with the toe of slope in Rock Creek. Allowing for a 25-foot wetlands corridor along the 3,200 feet of Rock Creek that extend from Highway 24 to the Eagle River, there are approximately 3.7 acres of wetlands. Only a portion of this resource is within the character area, but for purpose of disclosure the entire system associated with Rock Creek is included in the environmental inventory. No other wetlands exist in this area. No impacts to wetlands are currently proposed in the Gilman Character Area; however, future remediation efforts will likely involve impacts to wetlands. These potential impacts and subsequent mitigation will be subject to EPA/CDPHE regulatory authority and approval.

The wetlands delineation conducted for the character areas on Battle Mountain identified a total of ~21.15 acres of wetlands. The USACE conducted a site visit in May 2006 and a letter of verification of the jurisdictional determination is forthcoming.

Environmental Consequences/Proposed Mitigation

Section 404 of the Clean Water Act was identified as an Applicable or Relevant and Appropriate Requirement (ARAR) to be met under CERCLA. Impacts to wetlands in the Bolts Lake Character Area and compensatory mitigation are being considered through the ARARs process and must be approved by CDPHE/EPA. The same process will apply to any potential impacts to wetlands in the Gilman Character Area.

Strategic planning and design of the development in the Battle Mountain Area has avoided all impacts to wetlands. No further involvement from the USACE is required for the proposed development.

GEOLOGY AND SOILS

Please refer to the Geologic Hazards and Soils Report prepared by RMG Engineers in September 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about geology, soils, and geologic hazards within the project area.

Environmental Inventory

General Geology

The geology for the Bolts Lake Character Area, Gilman Character Area, and Battle Mountain portion of the property is presented on Figure 4, and was based upon mapping presented by the United States Geological Survey, USGS (Ref. 6). The following paragraphs present a summary of the general site geology mapped at the sites.

Bolts Lake Character Area - The bedrock underlying this portion of the property generally consists of glacial deposits of the Pinedale age and alluvium deposits of the Holocene and Pleistocene ages. Outcroppings of the Chaffee Group and Leadville Limestone or Dolomite are visible to the south and west of Bolts Lake, on the western slope of Battle Mountain, and adjacent to Highway 24. Bedrock consisting of Harding Sandstone (Middle Ordovician), Sawatch Quartzite (Upper Cambrian), Peerless Formation (Upper Cambrian), and Cross Creek Granite (Precambrian) are present on the western portion of the site and glacial deposits of the Bull Lake age are present south of the site. The Peerless Formation consists of Dolomite and Sandstone units.

The surficial geology of the Bolts Lake portion of the property generally consists of primarily glacial (moraine) deposits and colluvium derived from weathering of native bedrock. Artificial fill consisting of fine sand, silt, and clay are located in the OTP and CTP areas located north and south of Bolts Lake. The fill at the CTP is comprised primarily of mill tailings; tailings that previously existed at the OTP were excavated and transported to the CTP. Subsequently, clean imported fill was placed over limited areas of the OTP, primarily in low areas resulting from the tailings excavation process. Large boulders and boulder fields generated during previous excavation operations exist in the southerly portions of the OTP and Rex Flat areas. The exposed bottom of Bolts Lake is comprised of lacustrine deposits consisting of sands, silts and clay of fluvial origin. Land adjacent to the Eagle River and Cross Creek are considered active floodplains with boulders, gravel, sand, and silt that have been reworked by natural processes.

Battle Mountain Portion of the Property - The bedrock underlying the Battle Mountain portion of the property generally consists of the Minturn Formation of Middle Pennsylvanian age. Landslide and thick colluvium units of Holocene and Pleistocene age are also mapped adjacent to creeks and streams and along sections of steep slopes. The Minturn Formation is comprised of arkosic sandstone, conglomerate, shale, and carbonate beds (e.g. limestone and dolomite beds). The Minturn Formation is of sedimentary origin and generally ranges in thickness from 4,500 to 6,000 feet. Along the western edge of this portion of the property and adjacent to Eagle River, the underlying bedrock consists of several different units. These units include, from east to west, the Minturn Formation; Belden Formation (Middle Pennsylvanian age) consisting of shale, limestone, and sandstone; Pando Porphyry Sill (Upper Cretaceous age) consisting of a tabular mass of igneous rock, quartz latite porphyry; Leadville Limestone or Dolomite (Lower Mississippian age); Chaffee Group (Upper Devonian/Lower Mississippian age) consisting of Gilman Sandstone, Dyer Dolomite, and Parting

Formation which consists of predominately quartitic rocks; and the Harding Sandstone (Middle Ordovician age).

The surficial deposits within the Battle Mountain Portion of the property generally consist of colluvium material derived from weathering of the Minturn Formation bedrock in place. Along the Eagle River, surficial deposits consist of colluvium material derived from weathering of the Minturn Formation, Belden Formation, and intrusive rocks (Pando Porphyry Sill).

Gilman Character Area – This area generally lies along the western flank of Battle Mountain adjacent to the Eagle River and is geologically similar to the western portion of the Battle Mountain portion of the property described above. The underlying bedrock consists of several different units. These units include, from east to west, the Minturn Formation; Belden Formation (Middle Pennsylvanian age) consisting of shale, limestone, and sandstone; Pando Porphyry Sill (Upper Cretaceous age) consisting of a tabular mass of igneous rock, quartz latite porphyry; Leadville Limestone or Dolomite (Lower Mississippian age); Chaffee Group (Upper Devonian/Lower Mississippian age) consisting of Gilman Sandstone, Dyer Dolomite, and Parting Formation which consists of predominately quartitic rocks; and the Harding Sandstone (Middle Ordovician age).

Surficial deposits generally consist of colluvium material derived from weathering of the Minturn Formation bedrock in place. Along the Eagle River, surficial deposits consist of colluvium material derived from weathering of the Minturn Formation, Belden Formation, and intrusive rocks (Pando Porphyry Sill).

Soil Conditions

In general, the soils at the Bolts Lake Character Area are generally consistent with the mapped geology presented above. The soils encountered in the test borings and test pits consisted of man-made fill comprised of silty sand with gravel and cobbles, colluvium comprised of silty sand with boulders, cobbles, and gravel, and glacially deposited materials comprised of silty sand with boulders, cobbles and gravel.

In general, the soils encountered in the test pits at the MU3 zone within the Rock Creek Character Area consisted of silty sand with cobbles and gravel overlying weathered to unweathered sandstone bedrock. These soils are also consistent with the mapped geology. Additional descriptions can be seen on the Test Boring Logs and Test Pit Logs in the Appendix A. It should be noted the classification shown on the logs is based on the geologist's/engineer's classification of the samples and at the depth indicated. The actual transition may vary between samples and location tested. Also, stratification lines shown on the logs represent the approximate boundaries between soil and bedrock types and the actual transitions may be gradual and vary with location.

Environmental Consequences/Proposed Mitigation

Based upon information compiled from field reconnaissance, geologic and topographic maps, review of existing reports, exploratory borings, exploratory test pit excavations, geologic research and analysis, the most significant geologic hazards or constraints to the proposed development are the presence of accelerated soil creep, landslides, debris flows, debris fans, faults, snow avalanche, and areas where previous mining activities have been mitigated.

The geologic hazards identified on this site are not considered unusual for mountainous regions of Colorado. It is anticipated that these hazards can be mitigated by implementing planning, engineering, and construction practices common to mountainous regions. Based upon the evaluation of potential geologic hazards, the proposed development is considered feasible without significant effects to geologic resources.

VEGETATION

Please refer to the Vegetation Report prepared by Rocky Mountain Ecological Services (RMES) in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about biotic conditions and vegetation within the project area.

Environmental Inventory

The Bolts Lake Character Area is about 562 acres. Approximately 173 acres of this area are proposed to be developed. In general, the existing vegetation can be described as upland shrublands, aspen stands and lodgepole pine stands within a larger mosaic of tailings ponds, wetlands and riparian shrublands adjacent to the Eagle River. Specifically, the area consists of approximately 114 acres of mountain shrublands, 89 acres of aspen stands, 76 acres of lodgepole pine dominated areas, 32 acres of native grass meadows, 9 acres of reclaimed grasslands, 176 acres of grasslands on tailing piles, 6 acres of cliff areas, 10 acres of riparian woodland and about 50 acres of wetland or riparian areas. Much of the vegetation of the Bolts Lake Character Area has been affected by historic mining that has altered water flow and drainage and has left tailings harboring several heavy metals. Over the decades since the cessation of mining, the vegetation communities have developed into relatively stable and functional ecosystems.

In its entirety, Battle Mountain encompasses about 4,500 acres; 3,685 of these acres comprise the Holy Cross, Rock Creek, and Willow Creek Character Areas. The Battle Mountain Area consists of the following vegetation types: aspen stands (approximately 767 acres), mixed conifer stands (~ 904 acres), lodgepole pine stands (~1397 acres), montane shrublands (~231 acres), mountain meadows (~ 275 acres), and 88 acres of rock outcrops or cliff areas. The region's mining history has also influenced the existing conditions of the vegetation in the Battle Mountain Area. Conifer trees were extracted for mining timbers and other uses, much of which has regenerated into vast stands of lodgepole or spruce/ fir forests. However, due to a number of more recent environmental factors, the lodgepole pine of the entire region and over much of Colorado is experiencing vast mortality from severe mountain pine beetle infestation. The spruce/ fir forests within the project area are relatively healthy as these species are not susceptible to mountain pine beetle infestation. The spruce/fir forests, aspen stands, montane shrublands and mountain meadows in the area can be described as high quality vegetation communities because the health, diversity, and age structure of these communities are in good condition and contribute to positive ecological health.

The Gilman Character Area occupies approximately 94 acres at the old town site of Gilman. The town site is dominated by the old roads, infrastructure, houses, headframe (or tibble), office buildings, machine shops and other buildings associated with the old Eagle Mine operations. Mountain shrublands are the dominant native vegetation type on the property (~17 acres), with some aspen (~12 acres) and patches of grasses and shrubs scattered throughout the property. Large tailings piles cover a significant portion of the property.

Environmental Consequences/Proposed Mitigation

The proposed actions in the Bolts Lake Character Area will assure completion and ongoing maintenance of the clean up of the environmental issues associated with the mining history of the area. As the cooperative process continues between the Environmental Protection Agency (EPA), the Colorado Department of Health and Environment (CDPHE) and the Ginn Company

continues, approximately 190 acres within the Bolts Lake Character Area will be capped to EPA and CDPHE standards to protect the area from mining contaminants. Following the proposed enhancements to the remedy, approximately 127 acres will be converted to an 18-hole golf course with amenities, and an additional 43 acres will be converted to a resort village that will include condominiums, shops and roads. The construction of the golf course will convert approximately 53 acres of the existing vegetation types and about 74 acres of the capped areas to golf course greens and fairways. Overall, approximately 34% of the vegetation communities in the Bolts Lake Character Area will be impacted. The areas surrounding the golf course greens and fairways are scheduled to be planted into native species to help blend the golf course into the surrounding environment. The conversion and management of the proposed vegetation types will create a different physical environment and landscape that will function as a combination of an urban, manicured landscape alongside natural areas that mimic the natural landscape.

The proposed actions in the Battle Mountain Character Area include a fully operational ski area with about 850 acres of ski terrain, chairlifts, and lodges. Additional ski terrain is being considered in natural alpine environments adjacent to the current proposed ski terrain. In addition, 730 residential units are proposed within the Battle Mountain Character Area. In total, approximately 1,070 acres of vegetation will be impacted, 220 acres of which will be cleared for homesites and infrastructure, and 850 acres will be impacted to different degrees from the development of ski terrain. Overall, 29% of the vegetation in the Battle Mountain Area will be affected (See **Figure 6**). Affected areas such as ski runs and large open space areas are proposed to be seeded and/or planted with native species to assure appropriate and successful revegetation. Slopes over 30% grade will likely be cleared of trees with helicopter logging techniques for ski runs, which will cause little surface disturbance. Approximately 409 acres of lodgepole pine vegetation communities will be impacted pending the current mountain pine beetle infestation, and approximately 293 acres of the mixed conifer communities will be impacted. It is estimated that disturbance or impacts will occur to 165 acres of aspen forest, 4 acres of mountain shrubland, and 190 acres of meadows.

The proposed actions in the Gilman Character Area include the construction of 265 condos and approximately 70 employee housing units in areas where there are buildings today. As the entire property is considered a Superfund site, EPA and CDPHE will be involved during the proposed remedial efforts which may include removal and/or capping of contaminated rock and soil. Approximately 24 acres will be used for construction of these units, the majority of which (~14 acres) will be on the old town site of Gilman itself.

WILDLIFE

Please refer to the Wildlife Assessment prepared by Rocky Mountain Ecological Services (RMES) in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about wildlife within the project area.

Environmental Inventory/Environmental Consequences/Proposed Mitigation

Federally Listed Species

Bald eagles rarely use the area because of poor foraging opportunities due to low fish stocking rates and significant ice-cover over the Eagle River when bald eagles winter in the general area. The project will have no effect on bald eagle populations or habitats.

The Battle Mountain project would have no effect on the four Colorado River endangered fish species (bonytail chub, Colorado pikeminnow, humpback chub and razorback sucker) or their habitat; no significant water depletions are anticipated from implementation of this project.

The Battle Mountain project will result in an adverse affect to Canada lynx and lynx habitats through direct habitat loss and the indirect effects of increased traffic along US-24, which would fragment habitat and increase the chances of lynx mortality from traffic strikes. Mitigation measures have yet to be developed pending formal consultation with FWS.

No suitable habitat occurs in the project area to support yellow-billed cuckoo use; therefore, this project will have no impact on yellow-billed cuckoo's or their habitats.

State Species of Concern

Surveys failed to detect boreal toads within the project area. Proposed development in the project area has the potential to impact boreal toad habitat, but mitigation measures have been recommended to minimize potential impacts, or to actually increase potential habitat (in the Bolts Lake Character Area).

Colorado River cutthroat trout habitat exists in the Eagle River and Turkey Creek. Because of the continued cleanup of the Bolts Lake Character Area, and compliance with required storm water management, impacts to Colorado River cutthroat trout should be negligible.

Peregrine falcons are currently nesting on cliffs in the area. Significant portions of the proposed ski trail development on Battle Mountain have been amended to avoid potential direct and indirect impacts to peregrine falcon nesting activities. However, there is a significant potential for peregrines to abandon the nest site temporarily or permanently due to increased construction activities in the Holy Cross and Bolts Lake Character Areas. The proposed development of the Battle Mountain Project would likely have some cumulative impact on the unlisted peregrine falcon and their continued ability to nest on the property.

River Otter have habitat in the Eagle River and Turkey Creek; however, river otter are usually associated with larger river systems with an abundance of prey (fish). Thus this project will likely

have no impact on river otter habitats or populations since the location is not ideal habitat for this species.

Other Unprotected Species Assessed

Black bear mitigations are recommended to minimize impacts to bears and minimize potential human-bear conflicts from the proposed development. With the increased human activity level in black bear habitats, the proposed development of the Battle Mountain Project will likely have some negative impact on black bear habitat and black bear populations in the area. Increased bear-human conflicts in the area are likely and decreased use of the area by bear is also likely, despite implementation of mitigation measures.

Elk impacts will occur mainly during the fall and winter months, when elk utilize habitats in the Battle Mountain Area and the Bolts Lake Character Area. The Battle Mountain project will have a significant impact on elk habitat and elk use patterns, and possibly contribute to a reduction in herd size. This is due to the direct and indirect loss of winter range habitats in the Bolts Lake and Battle Mountain Character Areas. After construction of the golf course is complete, elk use on the Consolidated Tailings Piles (CTP) may increase to a level sufficient to help mitigate the loss of traditional winter ranges in the Bolts Lake Character Area.

Summary

The development of the Battle Mountain Project will introduce a new land use type to the area, directly and indirectly impacting species and their habitats. For some species with large home ranges or the ability to use multiple habitat types, these impacts will be minor. For species with small home ranges (located on the properties), or species that have very specific life history requirements which are found on the properties, the proposed actions will generally have more measurable impacts to the species. All of the proposed activities, while they may have localized impacts, do not likely threaten the continued existence or population levels of wildlife in the mountainous ecosystems found in Colorado.

TRAFFIC

Please refer to the Traffic Impact Analysis prepared by Leftwich Consulting Engineers, Inc. in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about traffic within the project area.

Environmental Inventory

Traffic counts were conducted both in August and December of 2005, establishing the existing conditions baseline for analysis of traffic impacts associated with development of the proposed Battle Mountain Resort. HCM2000 methodology was used to evaluate seven roadway segments along the U.S. Highway 24 corridor between the Dowd Junction interchange and the Town of Red Cliff. Based on the analysis, all seven of the roadway segments are currently operating at levels of service of C or B, during both the winter and summer peak seasons (see summary table for detailed results). Since levels of service B and C meet Colorado Department of Transportation (CDOT) minimum design criteria (LOS C), no improvements to the U.S. 24 project corridor have been programmed, although a major upgrade to the Dowd Junction, U.S. 24/I-70 Interchange is programmed as a part of I-70 corridor improvements.

Environmental Consequences/Proposed Mitigation

The table below summarizes the results of analysis of existing (2005) traffic conditions, as well as future traffic conditions with and without the Battle Mountain Resort. For each case, summer peak hour level of service is followed by winter peak hour level of service. Levels of service that are worse than the CDOT design target for a rural highway are shown in red. Levels of service that are worse with the Battle Mountain Resort than without the Resort are shown in bold type face.

Future levels of service that are worse than the CDOT criteria level of service C are concentrated in the vicinity of I-70/Dowd Junction, and do not extend into the Town of Minturn until 2020, with the Battle Mountain resort, or 2023 without the Resort. North of the Town of Minturn, conditions associated with future levels of service D may be corrected as part of CDOT programmed improvements at Dowd Junction, improvements that are yet undefined, and therefore not accounted for in the analysis. While Dowd Junction improvements would not be expected to extend to the Town of Minturn, it is important to note that levels of service within the Town that are worse than level of service "C" would be expected to occur only during the summer peak hour, and represent a limited duration, worst-case condition that would occur for only for one hour in the afternoon. Although improvements to address short-term needs, such as these, would typically not meet CDOT benefit/cost criteria, indicated improvements could be undertaken independently by the Town and/or the Ginn Company.

Summary of Build and No-Build Link Levels of Service

U.S. 24 Roadway Segments	Existing Condition	Future No Build without Battle Mountain Resort				Future Build with Battle Mountain Resort			
	2005	2010	2015	2020	2023	2010	2015	2020	2023
S of EB I-70 Ramps	C/C	C/C	C/C	C/C	D/C	C/C	D/C	D/C	D/C
N of Main Street	C/B	C/C	C/C	C/C	D/C	C/C	C/C	D/C	D/C
Center of Minturn	C/B	C/B	C/B	C/C	C/C	C/B	C/C	D/C	D/C
N of Cemetery Bridge	C/B	C/B	C/B	C/B	C/B	C/B	C/B	C/C	C/C
S of Cemetery Bridge	B/B	B/B	C/B	C/B	C/B	C/B	C/B	C/C	C/C
Bolts Lake	B/B	B/B	B/B	B/B	B/B	B/B	C/B	C/C	C/C
Red Cliff	B/B	B/B	B/B	C/B	C/B	B/B	C/B	C/C	C/C

a Summer LOS/Winter LOS.
b LOS that is below the CDOT LOS design criteria for rural highways are shown in red.
c LOS with the Battle Mountain Resort that are worse than for the corresponding “no build” future year are shown in bold.

The project proposes to minimize traffic impacts on Highway 24 by utilizing a variety of transit solutions. For member/guest trips within the site, gondolas and luxury shuttles will be available for transport from/to any portion of the Project. Therefore, the need for members/guests to bring a private vehicle to the Project has been greatly reduced. Within the site, gondola ridership is expected at 60%-70% at build-out and parking will be provided at Bolts Lake.

For external member/guest trips, luxury shuttles will be available for travel to and from Minturn, Vail, Beaver Creek, and Eagle County Regional Airport. Therefore, external transit ridership for trips north of the Project is expected at 50% at a peak hour occupancy rate of 8 persons/vehicle. For external employee trips, shuttles will be available for Minturn and Red Cliff/Lake County. Therefore, external ridership for all employee trips is expected at 50% at a peak hour occupancy rate of 15 persons/vehicle.

NOISE

Environmental Inventory

Chapter 16, Article III, MMC regulates the type and intensity of land uses within the Town of Minturn. It states that a land use shall not produce noise ... (or) odors ... and shall not operate at such hours or in such a manner as to create a public nuisance, nor disturb neighbors.

In general, an urban residential area at night is 40 dBA; a residential area during the day is 50 dBA; a typical construction site is 80 dBA; a subway train at 20 feet is 90 dBA; and a jet takeoff at 200 feet is 120 dBA.

MMC 16.18.3 regulates Maximum Permissible Noise Levels and states that every land use shall be operated such that the noise level produced does not inherently and recurrently exceed sixty (60) decibels during the hours of 7:00 A.M. to 7:00 P.M., or fifty-five (55) decibels from 7:00 P.M. to 7:00 A.M. There is no separate regulation for noise associated with construction.

Environmental Consequences/Proposed Mitigation

Construction noise generated by the project should occur only during daylight hours; no noise from construction will be generated during nighttime hours. Noise from construction will be temporary and will add to existing highway noise. The resulting noise should be within a limit of 80-90 decibels for construction, as measured at the property boundary. This is consistent with noise level norms for this type of activity.

The activities associated with operation of the proposed project are not expected to result in any significant impacts to noise. The resulting noise from the proposed project should not create a public nuisance nor disturb neighbors.

ODOR

Environmental Inventory

In Chapter 16, Article III, MMC regulates the type and intensity of land uses within the Town of Minturn. It states that a land use shall not produce noise ... (or) odors ... and shall not operate at such hours or in such a manner as to create a public nuisance, nor disturb neighbors.

Environmental Consequences/Proposed Mitigation

Temporary impacts to odor from the construction phase may result from exhaust gases from diesel equipment or from construction activities. The types of activities that may be related to minimal sources of temporary odor would include storage of garbage, food preparation and handling, and exhaust gases from additional vehicle traffic. The distance from the mixed use areas in the project area to the Town of Minturn and the climatic conditions will likely diffuse any such odors.

The activities associated with operation of the proposed project are not expected to result in any significant impacts to odor. The resulting odors from the proposed project should not create a public nuisance nor disturb neighbors.

VISUAL RESOURCES

Please refer to the applications for PUD Plan, Preliminary Plat, and Zone Change document prepared by the Mauriello Planning Group in October 2006 for more detailed information about visual impacts associated with the project.

Introduction

Assessing scenic values and determining visual impacts is often a subjective process. Objectivity can be achieved by using the basic design elements of form, line, color, and texture. These elements have been used often to describe and evaluate landscapes. Projects that repeat these design elements are usually in harmony with their surroundings; contrast is created when the elements are not repeated in the project's design.

Environmental Inventory

The project is located along US Highway 24, which is a state scenic byway. Portions of the project area as it exists today, including dilapidated structures associated with the abandoned town site of Gilman, are visible from the highway. Other portions of the project area are visible from the towns of Minturn and Red Cliff.

Environmental Consequences/Proposed Mitigation

Several view analyses of the property were prepared in order to locate development on Battle Mountain to the maximum extent possible out of the view of the public in the Towns of Minturn and Red Cliff. The development has been intentionally planned to reduce the visual impact to sensitive areas. This has led to areas of centralized mass, surrounded by areas of open and recreation space. The project avoids ridgeline development; it also preserves and protects views of the property from public areas within the Town of Minturn and the Town of Red Cliff. The vast majority of the project will not be visible from these town areas. Portions of the Bolts Lake Character Area will be visible to passersby on Highway 24, which is a state scenic byway; however, the development will draw from elements, both past and present, that are intrinsic to the Rocky Mountains.

LAND USE/RECREATION

Environmental Inventory

The project area is largely undeveloped but has been utilized over the years for mining and recreational pursuits. Tigiwon Road, a US Forest Service access road, runs through a portion of the Bolts Lake Character Area providing access to the Holy Cross Wilderness and the Eagle River for a variety of recreational pursuits. Nova Guides has an outfitter and guide special use permit from the Holy Cross Ranger District of the White River National Forest to conduct a snowmobile guide operation on adjacent National Forest System lands and utilizes Tigiwon Road. Additionally, Viacom utilizes portions of the Bolts Lake Character Area to perform required operations and maintenance associated with the Superfund site.

The portion of the property known as Gilman is largely developed but currently contains only abandoned structures that once housed mining employees and other town-like facilities. These abandoned structures, and the town in general, are in a state of decline. The restricted access mandated by the EPA results in minimal human activity in this area beyond the required operations and maintenance activities associated with the Superfund site.

The Battle Mountain Area experiences moderate amounts of dispersed recreation, including off road vehicles, hunting, and snowmobiling. Xcel also regularly accesses its natural gas pipeline throughout the property via off road vehicles for maintenance purposes.

Mountain pine beetle (MPB) (*Dendroctonus ponderosae*) is an existing problem within the Battle Mountain Area. Starting in October 2005, lodgepole pine trees infested with mountain pine beetle (MPB) have been actively removed using traditional ground-based logging techniques. Where red, dead lodgepole occur near green, infested trees, the red-dead trees have been removed as well. From January 2006 through June 2006, whole tree chipping was also used to kill the MPB by chipping the host tree.

Approximately 12,000 trees have been removed over the last year. In July and August of 2006, suitable host trees were preventatively sprayed and infested trees were sprayed to kill MPB. Approximately 5,000 trees over 53 acres were treated. Logging operations will continue throughout the winter of 2006-07, and the MPB situation will be assessed again in the spring.

Environmental Consequences/Proposed Mitigation

Please refer to the applications for PUD Plan, Preliminary Plat, and Zone Change document prepared by the Mauriello Planning Group in October 2006 for more detailed information about the proposed project's compatibility with the Town's open space policies and objectives, including those set forth in the Community Plan, and the Parks and Recreation Master Plan.

The proposed project has been planned to balance land uses including residential, commercial and recreational, and to maximize extensive open space and recreation areas pursuant to MMC 16.15.6.3. In general, the Battle Mountain project includes approximately 934 acres of development and right-of-way areas or 22% of the total land area versus 3,406 acres of open space or 78% of the property included in the PUD. Of this open space, approximately 1,855 acres (42%) is usable open space and exceeds the town's requirement of 25% open space in a PUD.

Pursuant to the PUD Guide and project covenants, the recreation areas will be accessible to the owners and guests within the project. The recreation amenities include, but are not limited to, hiking trails, equestrian trails, ski runs and trails, winter sports activities, aquatic facilities, golf course facilities, tennis and similar indoor and outdoor recreation facilities.

The project also includes portions of a proposed recreational trail that will help connect the Town of Minturn with the Town of Red Cliff. This trail will allow pedestrians and cyclists to experience the Eagle River as a focal point and allow a safer route than traveling along Highway 24. This trail will likely be coordinated with the ECO Trails Committee and may include lands not owned by the applicant (to be coordinated by others). This trail will allow public access through the Applicant's property and provide a valuable resource to the community at large.

As indicated in previous hearings with the Applicant, public access to certain project amenities such as golf and skiing will be made available to the residents of the Towns of Minturn and Red Cliff on a frequent, yet limited basis. This access will likely occur in off peak times of the year and hours of the day.

SOCIAL AND ECONOMIC RESOURCES

Please refer to the Fiscal Impact Analysis, School Impact Report Memo, and the Battle Mountain Housing Analysis Memo prepared by BBC Research and Consulting in September 2006 for more detailed information about the economic impact on the Town of Minturn as a result of the proposed development.

Environmental Inventory

Data from the State of Colorado's Demography Office shows a 2004 population count of 1,115 for the Town of Minturn. Demographic information collected in the 2000 US census shows that approximately 54 percent of the population was male and 46 percent was female. The median age in town was 31.5 years. Approximately 53.5 percent of the population was white, 44.5 percent was Hispanic or Latino, and the remaining 2 percent of the population represented several other races.

The Eagle County School District covers approximately 1,694 square miles and serves all of Eagle County, excluding Basalt, with 1 preschool center, 8 elementary schools, 4 middle schools, 3 high schools, and 1 combination charter school. The Eagle County School District currently has 5,485 enrolled students and an annual operating budget of \$45 million.

In order to understand the town's expenditure trends, quantify the service delivery and revenue systems and calibrate the fiscal model, BBC collected municipal budget information from the town of Minturn and tax rate information from the Eagle County Assessor's Office and the State of Colorado, Department of Revenue. These data were supplemented by personal interviews with town, county and state staff. Details about the current financial state of Minturn are provided in the Fiscal Impact Analysis.

Environmental Consequences/Proposed Mitigation

Since Battle Mountain will largely cater to retirees, vacationers and second homeowners, the Applicant anticipates that there will be relatively few full time residents. Upon project completion, it is estimated that there will be about 400 full time residents at Battle Mountain. At build out, it is anticipated that the residents and employees of Battle Mountain Resort will generate approximately 137 students that will attend Eagle County schools and about 34 students that will attend Lake County Schools. It is important to note that these impacts will occur gradually over the entire 20-year development period and that students will be spread over grades K through 12.

The Ginn Company is pursuing an innovative approach to employee housing and is designing perhaps the most comprehensive private housing program of any major development project in the Colorado resorts. When fully realized, this program will offer reasonably priced, attractive housing options—consisting of long- and short-term rentals and ownership opportunities—for over 40 percent of Ginn employees who require housing assistance.

From a fiscal perspective, the Battle Mountain Project offers substantial financial benefit to the existing Minturn community. The Battle Mountain development will require very few town services, because the property owners and the homeowners' association will provide most traditional public services. At the same time, the Battle Mountain Project will produce substantial property taxes and real estate transfer taxes that the town may use for other purposes as it sees fit.

There are no existing businesses or residences on the property. The commercial services presented as part of the proposed project are intended to support the resort and its members/guests. These businesses are not anticipated to compete with or displace existing businesses in the Town of Minturn.

CONCLUSION

The Battle Mountain project will have both direct (primary) and indirect (secondary) effects, both beneficial and detrimental, to the natural, social, cultural, and economic environments of the project area and the existing Town of Minturn. The proposed development has adopted a strategy of avoidance, where feasible, and minimization of effects throughout the character areas. Where adverse effects cannot be avoided, mitigation measures have been recommended to further reduce the potential effects to these resources during implementation of the proposed project.

The greatest positive impact to the natural environment will be from the proposed remedy enhancements and retrofits in the Bolts Lake and Gilman Character Areas. Future remediation will also positively affect the area's natural resources. Socially and economically, the Battle Mountain project will result in substantial financial benefit to the existing Minturn community. In general, the proposed development and increased human activity will affect the area's natural resources, but it will not threaten the continued existence of or ability to enjoy these resources. Additionally, there would be no irreversible commitment of resources as a result of the proposed project.

**REGULATORY AGENCIES AND SPECIFIC REGULATIONS
APPLICABLE TO THE PROPOSED PROJECT**

The Bolts Lake Character Area, portions of which encompass the Eagle Mine Superfund Site will be in compliance with all federally-mandated ARARs under the Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA") which are applicable to the North Property. A final, complete list of ARARs will be submitted to the Town upon approval of the agencies to further satisfy the town code requirement. A similar set of ARARs will be approved by CDPHE and EPA for the Gilman Character Area, which also encompasses portions of a Superfund site.

The following table includes other local, state, and Federal regulations to which the project will be subject. It also includes the regulatory agency and the type of permit required:

Regulatory Agency	Specific Regulation	Permit Required
Colorado Department of Transportation (CDOT)		State Highway Access Permit
		State Highway Right of Way Encroachment
Colorado Department of Public Health and Environment (CDPHE)	Clean Water Act	NPDES Construction Stormwater Permit
		Water and Wastewater System Permits
U.S. Fish & Wildlife Service (USFWS)	Endangered Species Act	Section 10(A)(1)(b) – Incidental Take Permit
Colorado State Engineer		Dam Construction permits
U.S. Army Corps of Engineers (USACE)	Section 404 – Clean Water Act	No – no dredge or fill proposed in wetlands
Town of Minturn		General construction and grading permits

Summary of Environmental Impact Report

Battle Mountain Development

Supplement to Environmental Impact Report Supporting Applications for:
Preliminary Development Plan (File No. PUD PDP 06-01),
Amendment to Zone District Map (File No. PUD AZDM 06-01), and
Preliminary Subdivision Plat (File No. PUD PP 06-01)

submitted on November 1, 2006

May 18, 2007

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INTRODUCTION

In connection with its Application for Planned Unit Development Preliminary Development Plan (File No. PUD PDP 06-01), Application for Amendment to Zone District Map (File No. PUD AZDM 06-01), and Application for Preliminary Subdivision Plat (File No. PUD PP 06-01) (collectively the "*Applications*"), Ginn Battle North, LLC, Ginn Battle South, LLC and Ginn-LA Battle One Ltd., LLLP (collectively "*Applicant*") submitted an Environmental Impact Report for the Battle Mountain PUD Plan and Preliminary Plat (the "*Environmental Impact Report*"). Consistent with the requirements of the Minturn Municipal Code, the EIR summarizes the findings and recommendations of the technical and other supporting studies prepared for the Battle Mountain PUD Plan and preliminary plat submittal.

In the course of the Applicant's presentations to the Town of Minturn's (the "*Town*") Planning Commission at public hearings on the Applications, the Applicant has presented, in addition to the information set forth in the Environmental Impact Report, additional information concerning the anticipated environmental impacts of the proposed development. In order that the Town can best consider the long-term protection of the natural and socioeconomic environment, and to enable the Town to judge the environmental impacts of the proposal and the measures proposed to reduce or mitigate any harmful impacts, the Applicant hereby submits this Summary of Environmental Impact Report ("*EIR Summary*") for inclusion in the official record of the Applications. In addition, as requested at the public hearing held on May 9, 2007, this EIR Summary includes an index of technical and other supporting studies comprising data upon which the EIR is based.

PROPOSED PROJECT AND ITS PURPOSE

Minturn Municipal Code (“MMC”) § 16.20.5 requires that an environmental impact report include a general statement identifying and describing the proposed project and its purpose. In its written Applications and presentations in public hearings on the Applications, Applicant has provided a description of the proposed project and its purpose.

Generally, the purpose of the proposed Battle Mountain project is to develop a private, self-contained, residential development served by a first-class ski area, tournament golf course, and other traditional associated ski and golf amenities on available and suitable lands with easy and reliable access to an existing population center in an economically viable manner and consistent with the conditions of approval imposed on the project by the Town and other jurisdictional agencies, including the United States Environmental Protection Agency (“EPA”) and the United States Fish and Wildlife Service.

The proposed project generally consists of a request for entitlement approval with respect to 4,340 acres of land south of Minturn: 745 acres of which are proposed for residential development, 242 acres of which are proposed for mixed use development, and 3,353 acres of which are proposed for Recreation/Open Space. The Applicant is requesting a total density of 1,700 units. The Town of Minturn’s approval of the proposed project will enable development that will include the cleanup of the Bolts Lake and Gilman sites, both of which are within the Eagle Mine Superfund Site, which was placed on the National Priorities List (“NPL”) in 1986 by the U.S. EPA, as discussed in more detail below.

CODE REQUIREMENTS

MMC § 16-20-4 provides that the range of studies needed to develop the technical data for an environmental impact report includes the following:

- (1) **Hydrologic conditions**, such as surface drainage and watershed characteristics, groundwater and soil permeability characteristics, natural water features and characteristics, and any potential changes or impacts;
- (2) **Atmospheric conditions**, such as airshed characteristics, potential emissions and any potential changes or impacts;
- (3) **Geologic conditions**, such as landforms, slope, soil characteristics, potential hazards and any potential changes or impacts;
- (4) **Biotic conditions**, such as vegetative habitats and any potential changes or impacts;
- (5) **Noise levels and odor characteristics** and any potential changes or impacts thereof;
- (6) **Visual conditions** such as view corridors and scenic values and any potential changes, impacts or significant contrasts;
- (7) **Land use conditions**, such as characteristics of uses, compatibility with officially adopted land use and open space policies and objectives including the Community Plan, Parks and Recreation Master Plan and potential changes or impacts;
- (8) **Circulation and transportation conditions**, such as volumes and traffic-flow patterns, transit service needs, alternative transit systems and potential changes or impacts; and
- (9) **Population characteristics** such as growth rates, residential densities, neighborhood patterns, potential displacement of residents or businesses and potential changes or impacts.

For each area of study, the Minturn Municipal Code requires the following:

- (1) A **qualitative analysis** of any significant impact that the proposed development will have on the environment;
- (2) A **quantitative analysis** of any significant impact that the proposed development will have on the environment;
- (3) Identification of **temporary beneficial effects** that the proposed development will have on the environment;
- (4) Identification of **temporary detrimental effects** that the proposed development will have on the environment;
- (5) Identification of **long-term beneficial effects** that the proposed development will have on the environment;
- (6) Identification of **long-term detrimental effects** that the proposed development will have on the environment;

- (7) Identification of **primary effects on the social environment** as a result of the proposed development;
- (8) Identification of **secondary effects on the social environment** as a result of the proposed development;
- (9) Identification of **primary effects on the cultural environment** as a result of the proposed development;
- (10) Identification of **secondary effects on the cultural environment** as a result of the proposed development;
- (11) Identification of **primary effects on the physical environment** as a result of the proposed development;
- (12) Identification of **secondary effects on the physical environment** as a result of the proposed development;
- (13) Identification of **primary effects on the economic environment** as a result of the proposed development;
- (14) Identification of **secondary effects on the economic environment** as a result of the proposed development;
- (15) Identification of **adverse effects which cannot be avoided** as a result of the proposed development;
- (16) Identification of **mitigation measures proposed to minimize adverse impacts** of the proposed development;
- (17) Identification of **significant short-term effects** of the proposed development;
- (18) Identification of **significant cumulative and long-term effects** of the proposed development;
- (19) Identification of **possible alternatives** to the proposed development;
- (20) Identification of **irreversible environmental changes** as a result of the proposed development.

INDEX OF ENVIRONMENTAL IMPACT REPORT
SUPPORTING STUDIES, TECHNICAL DATA, AND PRESENTATIONS

MMC § 16-20-4(c) provides that the environmental impact report itself shall be a summary of the findings and recommendations of the technical and other supporting studies in terms that can be assessed and evaluated by Town officials and the general public. In connection with Applicant's submission of the EIR, it submitted various technical data and studies as supporting documentation. In addition, throughout the course of the public hearings held on the Application, Applicant has presented various additional exhibits and testimony supporting the findings of the EIR. To date, the documentary evidence supporting the EIR is comprised of the following:

- (1) Fiscal Impact Analysis, Battle Mountain Project, Minturn Colorado
- (2) Battle Mountain - School Impact Report
- (3) Battle Mountain Housing Analysis
- (4) Wildfire Analysis, Battle Mountain Project, Minturn, Colorado
- (5) Remedial Investigation Report
- (6) Wetlands Delineation Report
- (7) Wetlands Delineation Report, Addendum
- (8) Battle Mountain Ski Resort, Traffic Impact Analysis
- (9) Preliminary Utility Report, Bolts Lake Character Area, Battle Mountain Project, Minturn, Colorado
- (10) East Property Utility Report, Battle Mountain Project, Minturn, Colorado
- (11) Preliminary Report Concerning Fire/EMS Design Criteria, Bolts Lake Character Area, Battle Mountain Project, Minturn, Colorado
- (12) Preliminary Drainage Report, Bolts Lake Character Area, Battle Mountain Project, Minturn, Colorado
- (13) Preliminary Eagle River Floodplain Study Report, Bolts Lake Character Area, Battle Mountain Project, Minturn, Colorado
- (14) Cross Creek Hydrologic and Hydraulic Report, Bolts Lake Character Area, Battle Mountain Project, Minturn, Colorado
- (15) Water Resources Report, Battle Mountain Project, East Property, Eagle County, Colorado
- (16) Battle Mountain Project, Minturn, Colorado, Mountain Top Engineering Plans
- (17) Battle Mountain Project, Bolts Lake Character Area, PUD Preliminary Plan and Preliminary Plat (engineering plans)
- (18) Geologic Hazards and Soils Report, Battle Mountain PUD Preliminary/Final Plan and Preliminary Plat, Minturn, Colorado

- (19) Ginn Company's Battle Mountain Potential Development Plan: Final Report of a Cultural Resource Inventory in Eagle County, Colorado
- (20) Fire/EMS Design Criteria Report, Battle Mountain Project, Minturn, Colorado
- (21) East Property Drainage Report, Battle Mountain Project, Minturn, Colorado
- (22) Wildlife Assessment, Environmental Inventory, Potential Impacts, and Suggested Mitigation Measures for the Battle Mountain PUD Plan and Preliminary Plat, Minturn, Colorado
- (23) Battle Mountain PUD Preliminary/Final Plan, Subdivision Preliminary Plat Submittal (package prepared by VAg, Inc.)
- (24) Vegetation Report, Environmental Inventory, Potential Impacts, and Suggested Mitigation Measures, Battle Mountain PUD Plan and Preliminary Plat
- (25) Vegetation Management Plan for the Battle Mountain PUD Plan and Preliminary Plat
- (26) Environmental Impact Report Addendum: Human Health Risk Assessment and Remedial Alternatives Feasibility Summary dated February 1, 2007 (Exhibit BB, File No. PUD 06-01)
- (27) Environmental Impact Report Addendum: Wetlands ARAR Summary, Bolts Lake Character Area dated February 1, 2007 (Exhibit CC, File No. PUD 06-01)
- (28) Presentation of physical model, photos depicted for the record as exhibit (Exhibit FF, File No. PUD 06-01)
- (29) Battle Mountain Resort: Design Guidelines (Revised 02:26:07) (Exhibit GG, File No. PUD PDP 06-01)
- (30) Remediation Feasibility Study dated February 16, 2007 (Exhibit LL, File No. PUD PDP 06-01)
- (31) Human Health Risk Assessment dated February 2, 2007 (Exhibit MM, File No. PUD PDP 06-01)
- (32) Memorandum from Trout, Raley, Montañó, Witwer & Freeman, P.C. dated April 11, 2007 titled "Water Supply Options" (Exhibit NN, File No. PUD PDP 06-01)
- (33) Planned Unit Development Community Plan and Development Guidelines (Revised 04-25-07) Battle Mountain Project (Exhibit PP, File No. PUD PDP 06-01)
- (34) Battle Mountain Community Partnership Pass Membership Plan, Battle Mountain Club (Exhibit QQ, File No. PUD PDP 06-01)
- (35) Battle Mountain Planned Unit Development Wildlife Mitigation and Enhancement Plan (Exhibit RR, File No. PUD PDP 06-01)
- (36) Battle Mountain Bolts Lake: Golf Course Holes 4 and 5 (Exhibit SS, File No. PUD PDP 06-01)

In addition to the documentary evidence supporting the EIR, Applicant has presented various testimony at the public hearings on the EIR. While all testimony presented at these hearings supports the record of the EIR, Applicant would like to direct the Commissioners' attention to the following specific presentations:

- (1) Fiscal Analysis Presentation on January 10, 2007 (presentation within Exhibit T, File No. PUD PDP 06-01)
- (2) Bulk, Scale and Mass Presentation by VAg, Inc. presented on January 24, 2007 (presentation submitted for the record as Exhibit V, File No. PUD PDP 06-01)
- (3) Traffic Presentation presented by Leftwich Consulting Engineers, Inc. and HDR on January 24, 2007 (presentation within Exhibit W, File No. PUD PDP 06-01)
- (4) Trail Presentation presented by HDR on January 24, 2007 (presentation within Exhibit W, File No. PUD PDP 06-01)
- (5) Environmental Overview presentation by ERM on January 24, 2007 (presentation within Exhibit W, File No. PUD PDP 06-01)
- (6) Ridgeline Development Analysis presentation by International Alpine Design on January 24, 2007 (presentation within Exhibit W, File No. PUD PDP 06-01)
- (7) Traffic Presentation presented by HDR on February 28, 2007 (presented within non-lettered exhibit of hearing presentation submitted to Town Planner by letter dated March 1, 2007)
- (8) Wildlife and Habitat Presentation presented by Trout, Raley, Montañó, Witwer & Freeman, P.C. on February 28, 2007 (presented within non-lettered exhibit of hearing presentation submitted to Town Planner by letter dated March 1, 2007)
- (9) Bolts Lake Viewshed Analysis presentation by International Alpine Design on February 28, 2007 (presented within non-lettered exhibit of hearing presentation submitted to Town Planner by letter dated March 1, 2007)
- (10) Superfund Site Redevelopment and Wetlands Presentation presented by Kamlet Shepherd & Reichert on March 28, 2007 (presented within Exhibit JJ, File No. PUD PDP 06-01)
- (11) Battle Mountain, Bolts Lake Village Core: Building Height Analysis presented by VAg, Inc. on March 28, 2007 (presented within Exhibit JJ, File No. PUD PDP 06-01)
- (12) Battle Mountain Wildlife Plan presentation by Trout, Raley, Montañó, Witwer & Freeman, P.C. on April 11, 2007 (presented within Exhibit OO, File No. PUD PDP 06-01)
- (13) Traffic: Working as your Partner presentation by HDR on April 11, 2007 (presented within Exhibit OO, File No. PUD PDP 06-01)

- (14) Wetlands Overview: OU-1 of the Eagle Mine Superfund Site and Bolts Lake presentation by ERM on April 25, 2007 (presented within non-lettered exhibit of hearing presentation submitted to Town Planner by letter dated April 26, 2007)

ENVIRONMENTAL ANALYSIS:
SUMMARY OF FINDINGS AND RECOMMENDATIONS
OF TECHNICAL DATA

MMC §§ 16.20.4 and 16.20.5 require a summary and analysis of the findings and recommendations of the technical data sufficient in detail to enable the Planning Commission and Town Council to judge the environmental impacts of the proposal and to judge measures proposed to reduce or mitigate any harmful impacts.

As a preliminary matter, the Applicant has divided the proposed Battle Mountain project into five character areas for zoning purposes: Bolts Lake, Gilman, Holy Cross, Rock Creek, and Willow Creek. (The Holy Cross, Rock Creek, and Willow Creek Character Areas are sometimes collectively referred to as the "East Property.") Unless otherwise stated, the impacts described below apply generally to all five character areas. Where there are specific impacts to a particular character area, such impacts are specifically identified and discussed.

Additionally, portions of the property lie within the boundaries of the Eagle Mine Superfund Site ("Eagle Mine Site"), which was designated as a Superfund site and placed on the NPL in 1986 by the U.S. EPA pursuant to the Comprehensive Environmental Response, Compensation, and Liability Act ("CERCLA"). The Eagle Mine Site was listed on the NPL by the EPA due to the adverse impacts of historical mining activities on the metal concentrations in the Eagle River. Currently, the Bolts Lake and Gilman Areas have restricted human access due to high levels of contamination. Applicant's proposed development phasing projects that the Bolts Lake Area will be the subject of an extensive remediation before the Gilman Area is subject to a similar remediation. Consequently, in many cases, Applicant acknowledges that specific analysis of conditions at Gilman (similar to that performed at Bolts Lake) has not occurred and is not possible at this time. It is Applicant's intent, as evidenced by the preliminary subdivision plat titled "Gilman Village at Battle Mountain, Filing No. 5, to plat and subdivide Gilman from the larger Battle Mountain parcel as one large superparcel for planning purposes. Consequently, at this time, Applicant is only requesting that the Town approve Gilman as one large parcel without further interior subdivision. It is Applicant's intent, and Applicant acknowledges, that at such time as remediation and other activities are nearing completion at Gilman, further applications for preliminary subdivision plat pursuant to Minturn Municipal Code Chapter 17, Article VI will be required to further subdivide the overall Gilman parcel. Applicant agrees that at such time that an amended preliminary subdivision plat is submitted for the Gilman Character Area, a supplemental environmental impact report will be prepared, consistent with MMC § 16.20.4-9 (2007), and submitted to the Town of Minturn. Additionally, all environmental response activities for the Gilman Character Area will be consistent with the National Contingency Plan and authorized by EPA and Colorado Department of Public Health and Environment ("CDPHE").

Set forth below, is a discussion and identification of each of the above twenty (20) factors for each area of study required by the MMC.

I. **HYDROLOGIC CONDITIONS**, such as surface drainage and watershed characteristics, groundwater and soil permeability characteristics, natural water features and characteristics, and any potential changes or impacts

A. **Water Resources**

1. **Preliminary Matters:** Please refer to the Water Resources Report prepared by David J. Gloss in September 2006, Remedial Investigation (September 2006), Risk Assessment (April 2007), and Feasibility Study (April 2007) prepared by ERM, the two Wetlands Delineation Reports prepared by ERM in February 2006, and the Clean Water Act Section 404 Applicable or Relevant and Appropriate Requirement (ARAR) under CERCLA, Battle Mountain North Property, Eagle Mine Site, Eagle County, Colorado prepared by ERM in November 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about hydrologic conditions within the project area. The engineering-specific drainage reports prepared by HDR Engineering and Gamba and Associates were not necessarily written for the purpose of supporting the EIR, but each provides additional information about drainage for the proposed project.

The two main water bodies that run through the Bolts Lake Character Area are the Eagle River and Cross Creek. At the southern end of this area, the Eagle River flows northward through a portion of the area; it then bends to the east and exits the property under Highway 24. Cross Creek borders the area to the northwest and flows northeast through Maloit Park, discharging into the Eagle River via a culvert under Highway 24 at Maloit Park Road.

Rock Creek flows along the northern boundary of the Gilman Character Area and discharges approximately 650 feet in elevation below to the Eagle River, which runs east of the area, flowing north toward the Bolts Lake Character Area.

Water resources for Battle Mountain (Holy Cross, Rock Creek, and Willow Creek Character Areas) include Rock, Kiln, Willow and Turkey Creeks and their respective watersheds. Water quality information for project area streams is limited, but overall water quality in the project area is believed to be good. Water quality data generally appear to meet State of Colorado water quality standards in and downstream of the project area, and beneficial uses are maintained.

2. **Qualitative Analysis:**

- a. The remedial plan selected by the EPA for the Bolts Lake Character Area (i.e. the proposed project) would significantly

improve the quality of surface and ground water as well as of the Eagle River in the vicinity of the property by preventing surface water from leaching contaminants of concern from impacted materials to ground water and subsequently entering the Eagle River.

- b. The Gilman Character Area will require a similar level of analysis and remedial plan to achieve human health standards and enable redevelopment and reuse, as with Bolts Lake. This would result in significantly improved surface and ground water quality as well as improvements to water quality in Rock Creek and the Eagle River.
- c. Potential impacts of the proposed development on the East Property to watersheds, streams, lakes and reservoirs (Gloss p. 8, 9), water quantity (Gloss p. 9, 10), and water quality (Gloss p. 10-12) were analyzed. No significant impacts to these surface water resources are projected (Gloss pp 8-12, 14).

3. **Quantitative Analysis:**

- a. In the Bolts Lake area, surface water was analyzed for primary metal indicators and stream flow, while ground water was analyzed for water depth and metal concentrations. Surface water samples had higher concentrations of zinc in the spring of 2006, with some increased levels of cadmium, copper, and lead. Ground water samples contained elevated metals concentrations and low pH.
- b. The Risk Assessment and Feasibility Study determined preliminary remediation goals, which are risk-based, numerical goals to assess the risk of various activities and site users based on the proposed project. Selection and implementation of Alternative 5: Selected Excavation, Grading, Reservoir Complex Liner, Interceptor Trenches, Water Treatment in the Bolts Lake and Old Tailings Pile areas will achieve human health standards for water quality.
- c. Potential impacts of the proposed development on the East Property to watersheds, streams lakes and reservoirs (Gloss p. 8,9), water quantity (Gloss p. 9, 10), and water quality (Gloss p. 10-12) were analyzed. No significant impacts to these surface water resources are projected (Gloss pp 8-12, 14).

4. **Temporary Beneficial Effects (during construction):** Page 120 of the Feasibility Study compares short term impacts of the remedial

alternatives in the Bolts Lake area. No temporary beneficial effects to surface water resources on the East Property are expected during construction (Gloss pp. 8-12).

5. **Temporary Detrimental Effects:** Page 120 of the Feasibility Study compares short term impacts of the remedial alternatives in the Bolts Lake area. Construction is projected to result in minor and short term increases in erosion, sedimentation, and turbidity on the East Property (Gloss p. 10). BMPs ("Best Management Practices") will be implemented in both locations prior to site disturbance in order to avoid and/or minimize potential impacts.
6. **Beneficial Long-Term Effects (after completion):**
 - a. Selection and implementation of the proposed remedial enhancements and retrofits will result in improved water quality throughout the Bolts Lake area and allow for redevelopment and reuse of the property with attainment of higher human health standards. Page 121 of the Feasibility Study compares long term impacts of the remedial alternatives in the Bolts Lake area.
 - b. The beneficial uses of water in streams in and downstream of the East Property can be maintained with the proposed project (Gloss pp. 10-12, 14), but no beneficial effects to surface water resources are expected as a result of the project (Gloss pp. 8-12).
7. **Long-Term Detrimental Effects:** Page 121 of the Feasibility Study compares short term impacts of the remedial alternatives in the Bolts Lake area. See primary and secondary effects on the physical environment sections below for summary of effects and cumulative effects section below for determination of significance for the mountain.
8. **Primary Effects on the Social Environment:** N/A
9. **Secondary Effects on the Social Environment:** N/A
10. **Primary Effects on the Cultural Environment:** N/A
11. **Secondary Effects on the Cultural Environment:** N/A
12. **Primary Effects on the Physical Environment:**
 - a. North Property (Bolts Lake Character Area)
 - i. Developed lands in project area watersheds are expected to increase.

- ii. Runoff is expected to increase, and erosion is expected to increase due to ground disturbance.
 - iii. The proposed development will result in a slight increase in the overall impervious area within the Bolts Lake Character Area. The increase in on site flows will be managed to ensure there will not be an increase observed in the peak rate of stormwater runoff outside the Applicant's property (Bolts Lake Character Area Drainage Report, HDR).
- b. East Property (Holy Cross, Rock Creek, and Willow Creek Character Areas)
- i. Developed lands in project area watersheds are expected to increase to 30-62 percent (Gloss pp. 8-9).
 - ii. Runoff is expected to increase (Gloss pp. 9-10). Erosion is expected to increase due to ground disturbance (Gloss p. 10).
 - iii. The proposed development will result in a slight increase in the overall impervious area within the East Property. This will result in a slight increase in stormwater runoff within on-site drainage flow paths. Any increase in the peak flow from stormwater runoff will be mitigated within the property boundaries through the use of stormwater detention facilities and mitigation structures. There will be no increase in the peak rate of stormwater runoff outside of the Applicant's Property (East Property Drainage Report, Gamba and Associates).

13. **Secondary Effects on the Physical Environment:**

- a. As with any general development plan of this size, turbidity and sedimentation and water temperatures are expected to increase. Increased levels of nutrients and pesticides are expected as a result of activities associated with residential and urban development, as well as golf course management. In addition to BMPs that will be implemented prior to site disturbance in order to avoid and/or minimize potential impacts, the Applicant will be required to adhere to the work plan and quality assurance project plan developed for the Bolts Lake area.
- b. Turbidity, sedimentation and water temperatures are expected to increase (Gloss p. 10). Increased levels of contaminants (ions concentrations) are expected as a result of snow and ice control (Gloss p. 11). Increased levels of nutrients and pesticides are expected as a result of activities associated with residential and

urban development (Gloss pp. 11-12). BMPs will be implemented prior to site disturbance in order to avoid and/or minimize potential impacts.

14. **Primary Effects on the Economic Environment:** N/A
15. **Secondary Effects on the Economic Environment:** N/A
16. **Adverse Effects which cannot be Avoided:** See primary and secondary effects on the physical environment sections above for summary of effects and cumulative effects section below for determination of significance.
17. **Mitigating Measures to Minimize Impact:**
 - a. In addition to BMPs that will be implemented prior to site disturbance in order to avoid and/or minimize potential impacts, the Applicant will be required to adhere to the work plan and quality assurance project plan developed for the Bolts Lake area.
 - b. The Bolts Lake Character Area Drainage Report identifies the following measures to address water quality concerns: Stormwater Diversion Structures, Stormwater Detention Structures, Drainage Conveyance Channels and Best Management Practices (pages 22, 23 and Appendix - Water Quality BMPs).
 - c. Project design/planning in the proposed plan has greatly minimized impacts to surface water resources, since urban and residential developments have been proposed on gentle terrain well away from perennial streams. Mitigation measures recommended by others will minimize impacts to water resources and additional BMPs can be detailed in the Storm Water Management Plan, which will be completed prior to commencement of construction (Gloss pp. 13-14).
 - d. The East Property Drainage Report identifies the following measure to address water quality concerns: Stormwater Diversion Structures, Stormwater Detention Structures, Drainage Conveyance Channels and Best Management Practices (pages 6, 7 and 8).
18. **Significant Short-Term Effects:**
 - a. Page 120 of the Feasibility Study compares short term impacts of the remedial alternatives in the Bolts Lake area.
 - b. Potential construction impacts of the proposed developments on the East Property include increased erosion, sedimentation, and turbidity (Gloss p. 10). None of these changes are expected to significantly reduce or enhance the state of the environment (Gloss p. 10).

19. **Significant Cumulative and Long-Term Effects:** The most significant effect resulting from the proposed project will be the overall protection of human health and the environment, specifically improved water quality. Page 121 of the Feasibility Study compares long term impacts of the remedial alternatives in the Bolts Lake area. Potential cumulative effects of the proposed developments on the East Property include increased runoff, changes in water quality, and an increase in developed lands (Gloss pp 12-13). None of these changes are expected to significantly reduce or enhance the state of the environment (Gloss pp 12-14).
20. **Possible Alternatives:** Various possible land planning alternatives were taken into account during the project design and planning stage, and rejected or modified in order to minimize the development's impacts on the surface water resources of the property. In designing the project, development that satisfies the proposed project purpose has been accomplished while minimizing the development's impact on surface water resources by locating development on gentle terrain well away from perennial streams and by employing BMPs to minimize impacts to surface water resources.
21. **Irreversible Environmental Changes:** No irreversible changes to water resources are anticipated within the Bolts Lake Character Area. Potential irreversible changes resulting from the proposed developments on the East Property to watersheds, streams, lakes and reservoirs (Gloss p. 8,9), water quantity (p. 9, 10), and water quality (p. 10-12) were considered. No irreversible changes to these surface water resources are projected (pp 8-12).

B. **Wetlands**

1. **Preliminary Matters:**

- a. The only anticipated effects to wetlands as a result of the proposed project will occur in the Bolts Lake Character Area. By letter dated November 6, 2006, the Army Corps of Engineers reflected its concurrence with the estimate of waters of the United States, as depicted on the February 21 and August 4, 2006 "Wetland Delineation Report and Addendum" drawings prepared by Environmental Resources Management, which concludes that there are approximately 21.045 acres of waters of the United States, including wetlands, on the East Property. The Applicant's development proposal avoids all impacts to these wetlands.

- b. The Bolts Lake Area, owned by Ginn Battle North, LLC ("Ginn Battle North"), lies within the boundaries of the Eagle Mine Site, which was designated as a Superfund site and placed on the NPL in 1986 by the EPA pursuant to CERCLA. The Eagle Mine Site was listed on the NPL by the EPA due to the adverse impacts of historical mining activities on the metal concentrations in the Eagle River. Currently, the Bolts Lake Area has restricted human access due to high levels of contaminants in the soils.
- c. CERCLA permits Ginn Battle North, as a bona fide prospective purchaser ("BFPP"), to redevelop the Eagle Mine Site so long as the proposed remedial activities do not compromise the integrity of the existing remedy. CERCLA also requires that all remedial actions in the Bolts Lake Area comply with the substantive requirements of Federal and State applicable or relevant and appropriate requirements ("ARARs").
- d. EPA and the CDPHE have identified 46 ARARs for the Eagle Mine Site. The Clean Water Act Section 404 ("CWA 404") is an ARAR because the proposed remedial activities for the Bolts Lake Area involve discharges of fill or dredged material into "waters of the United States," including wetlands. This document summarizes Ginn Battle North's compliance with the substantive requirements of CWA 404.
- e. Please refer to the two Wetland Delineation Reports prepared by ERM (dated February 10, 2006 and June 29, 2006) and the "Environmental Impact Report Addendum: Wetlands ARAR Summary" dated February 1, 2007 for more detailed information, including maps, photographs and other appropriate illustrative material, about wetlands within the Bolts Lake project area. In addition, please refer to the presentations by Environmental Resources Management on January 24, 2007 and April 26, 2007; as well as the Superfund Site Redevelopment and Wetlands Presentation by Kamlet Shepherd & Reichert on March 28, 2007. A field verification was conducted by EPA in May of 2006 and the Army Corps of Engineers ("Corps") concurred with this delineation in a letter dated May 31, 2006. The ARAR document provides information about impacts to "waters of the United States," including wetlands.

2. Qualitative Analysis:

- a. The CWA Section 404 ARAR will identify impacts to wetlands in the Bolts Lake Character Area. Where remediation goals allow,

Applicant has adhered to setbacks from the Eagle River and Cross Creek.

Enhancements to the remediation at Gilman may entail wetlands impacts to achieve human health and safety goals; however, this has yet to be determined.

The proposed project has been designed to avoid impacts to wetlands in the Willow Creek, Rock Creek and Holy Cross Character Areas.

- b. The CWA 404(b)(1) Guidelines, promulgated at 40 C.F.R. Part 230, set the general procedures to be followed in evaluating potential discharges of dredged and fill material into "waters of the United States." These steps require the applicant to: evaluate practicable alternatives considering costs, technology and logistics in light of the overall project purpose; characterize the wetlands by gathering information on characteristics of the wetlands; evaluate the material to be discharged; and minimize impacts by identifying appropriate and practicable changes to the project plan.
- c. Generally, permits for CWA 404 discharges are administered by the Corps according to the CWA 404(b)(1) Guidelines. Corps jurisdiction over CWA 404 extends only to "waters of the United States" as stated in 33 C.F.R. 328.1. A wetland delineation and field verification were conducted at the Bolts Lake Area in May of 2006. The Corps concurred with this delineation in a letter dated May 31, 2006. Based on the delineations, wetlands were identified in the Bolts Lake Area that fell within the definition of "waters of the United States" as defined in the CWA 404(b)(1) Guidelines. These wetlands are classified as "jurisdictional," and subject to regulation under CWA 404.
- d. Wetland delineations conducted at the Bolts Lake Area identified a total of 28.3 jurisdictional acres subject to regulation under CWA 404. Of these 28.3 acres, 5.2 acres are proposed to be impacted due to remedial activities. The majority of these wetlands impacts, 5.0 acres, overlay areas of existing soil or groundwater contamination.
- e. With respect to the East Property, Applicant's development proposal avoids all impacts to these wetlands. By letter dated November 6, 2006, the Army Corps of Engineers reflected its concurrence with the estimate of waters of the United States, as depicted on the February 21 and August 4, 2006 "Wetland Delineation Report and Addendum" drawings prepared by

Environmental Resources Management, which concludes that there are approximately 21.045 acres of waters of the United States, including wetlands, on the East Property, all of which are avoided by Applicant's development proposal.

3. **Quantitative Analysis:**

- a. Pursuant to CWA 404(b)(1) Guidelines, an applicant must examine practicable alternatives to the proposed discharge. An alternative is considered practicable if it is capable of being done after taking into consideration cost, existing technology, and logistics in light of the overall project purposes. Ginn Battle North's overall project purpose is to remediate its property containing the Eagle Mine Site to meet human health standards; reduce the migration of mine-related contamination to the Eagle River; reuse the property as a tournament golf course as an integral part of a successful private alpine residential and recreational destination resort; and provide drinking water storage for the Town of Minturn, if annexed.
- b. Remediation of the site requires Ginn Battle North to address and comply with 46 ARARs, including various authorities, guidance, and practical site specific restrictions. Additionally, course quality, design, and configuration for a tournament golf course must satisfy a great variety of demands. Cost, technology, and logistic considerations for a tournament golf course require: high quality shot values to challenge the best players in the world; sufficient course length to complement the shot values; the course to be superlatively maintained, which requires adequate irrigation, buffer zones, and adequate drainage; suitable facilities to support large crowds, including accessibility, and parking; good relationships between viewing points and the golf hole; minimal bottlenecks or pinch points that affect gallery circulation; and ability to limit conflicts between participants and galleries. Consideration was also given to the task of identifying suitable locations for the residential and resort complex buildings as well as the water storage reservoir.
- c. Pursuant to these restrictions and considerations, Ginn Battle North analyzed and refined various alternatives to the design and layout of the remedial features. Continual efforts were made to avoid and minimize wetlands impacts through these revisions. After preparing, analyzing and revising 27 design versions, Ginn Battle North identified the least environmentally damaging practicable alternative pursuant to the CWA 404(b)(1) Guidelines. Under this alternative, the remedial activities will avoid 23.1 acres

out of the 28.3 acres of jurisdictional wetlands located on the Bolts Lake Area. Impacts to 5.2 wetland acres could not be avoided and result from the remedial activities as approved in the Remediation Feasibility Study, dated February 16, 2007. 5.0 of the 5.2 acres impacted by remedial activities overlay contaminated soils or groundwater.

4. **Temporary Beneficial Effects** (during construction): N/A
5. **Temporary Detrimental Effects:** Temporary detrimental effects include dust and siltation of wetland areas as well as potential impacts to wetlands and waterways resulting from the excavation of contaminated soils. BMPs will be put in place prior to construction commencement in order to avoid and/or minimize potential impacts. Whenever possible, construction work will be performed in sensitive areas during the drier months in order to minimize impacts from large equipment. Wildlife may also be temporarily displaced.
6. **Beneficial Long-Term Effects** (after completion): Beneficial long-term effects include: the remedial cleanup of the Eagle Mine Site to standards that are protective of human health and the environment; improvement of water quality and fish and wildlife habitat through the reduction of heavy metal contamination leaching into the Eagle River; enhancement of wildlife habitat through construction of the water features and associated vegetation buffers; revegetation through the Consolidated Tailings Pile ("CTP") area to enhance and promote elk migration; creation of elk mating habitat in Maloit Park and mitigation of unavoidable impacts to wetlands.
7. **Long-Term Detrimental Effects:** No long-term detrimental effects were identified. Impacts to wetlands will be mitigated pursuant to Corps regulations, as determined by the EPA.
8. **Primary Effects on the Social Environment:** Currently, the Bolts Lake Area has restricted human access due to the high levels of soil contamination. After the remediation of the Bolts Lake Area, the area will be reused as a recreational and residential private alpine resort, with limited accessibility to Minturn and Red Cliff's residents, improving the social environment by returning a formerly contaminated property to a condition that supports human reuse.
9. **Secondary Effects on the Social Environment:** Secondary effects of the proposed remediation project include the benefits that will be derived from the redevelopment of the Eagle Mine Site, which will remove the stigma associated with the area being on EPA's NPL of Superfund sites.

10. **Primary Effects on the Cultural Environment:** As part of the Public Interest Review, a cultural resources report provided by Metcalf Archaeological Consultants was reviewed. Of the historic sites and isolated finds identified in the Bolts Lake Area, only the wooden Eagle Mine Aqueduct that extends from south to north across Rex Flats and northward to the CTP may be eligible for inclusion on the National Register of Historic Places. Because the raised aqueduct is located primarily across Rex Flats, which is intended for significant remedial activities, avoidance or in-situ preservation is not feasible for the entire length of the Eagle Mine Aqueduct. Preservation of a portion of the aqueduct is being considered in consultation with the EPA and the State Historic Preservation Officer, pursuant to the National Historic Preservation Act.
11. **Secondary Effects on the Cultural Environment:** N/A
12. **Primary Effects on the Physical Environment:** Direct, or primary effects were assessed using 40 CFR Part 230, the CWA 404(b)(1) Guidelines for "waters of the United States," including wetlands. The primary effects on the physical environment were divided into six geographical areas of the Bolts Lake Area and evaluated according to the impact in each area.
 - a. Maloit Park: Approximately 1.2 acres of wetlands will be impacted in Maloit Park due to contaminated soil excavation, soil placements and the installation of posts used to support the elevated golf cart path.
 - b. CTP: Approximately 0.2 acres of wetlands is located in the CTP. Remedial activities have been designed to avoid impacting any wetlands located in the CTP.
 - c. Rex Flats: Approximately 2.6 acres of wetlands will be impacted in the Rex Flats area from remedial activities. Rex Flats is the most heavily contaminated area of the Bolts Lake Area, and impacts to wetlands in this area will result from remedial activities, including excavation and capping of contaminated soils.
 - d. Old Tailings Pile ("OTP"): Approximately 1.4 acres of wetlands will be impacted in the OTP area from remedial activities. These 1.4 acres of wetlands overlay areas of contamination and will be impacted by the excavation of contaminated soils and the implementation of remedial activities. Wetlands in this area were classified as having a low beneficial value based on the impacts from historic mine tailings being deposited in the area.

- e. The Highlands: Approximately 0.02 acres of wetland will be impacted due to remedial activities in the Highlands area. These 0.02 acres of wetlands will be impacted due to the necessity of removing mine tailings that were used to build the surface water diversion trench during the initial remediation by the previous potentially responsible party. Given the need to rebuild the water diversion trench, impacts to wetlands in this area will be unavoidable. Beneficial effects from rebuilding the water diversion trench include the management of storm water through the system and away from the OTP, which currently receives overflow from the Highlands and continues to contribute to the migration of contamination to the Eagle River.
 - f. Roaster Pile # 5: Approximately 0.01 acres of wetlands will be impacted due to remedial activities in the Roaster Pile #5 area. These 0.01 acres of wetlands impact overlay areas of contaminated soils and must be addressed during remedial activities.
13. **Secondary Effects on the Physical Environment:** Indirect, or secondary, effects were assessed using CWA 404(b)(1) Guidelines for "waters of the United States" including wetlands. The secondary effects on the physical environment were divided into the six geographical areas of the Bolts Lake Area and evaluated according to the impact in each area.
- a. Maloit Park: Vegetation underlying the elevated golf cart path may become less vigorous over time due to lack of sunlight.
 - b. CTP: No secondary effects are expected because all wetlands in this area are being avoided.
 - c. Rex Flats: No secondary effects are expected in the Rex Flats area.
 - d. OTP: After remediation, the OTP is proposed to be the location for a reservoir complex. The addition of this reservoir could provide habitat for water fowl and migratory birds and draw additional wildlife to the area.
 - e. The Highlands: No secondary effects are expected from the relatively small amount of wetlands impacted in the Highlands area.
 - f. Roaster Pile # 5: No secondary effects are expected from the relatively small amount of wetlands impacted in the Roaster Pile # 5 area.

- g. Secondary impacts to wetlands may occur (i.e. vegetation may become less vigorous) within the Holy Cross, Rock Creek, and Willow Creek Character Areas as a result of bridges spanning waterways. These types of potential impacts will not require a permit from the US Army Corps of Engineers.
14. **Primary Effects on the Economic Environment:** As part of the Public Interest Review, economic analyses performed on behalf of Ginn Battle North and on behalf of the Town of Minturn were reviewed. Both analyses concluded that the overall project will be beneficial to the Town and to the surrounding area. The proposed redevelopment is expected to generate approximately \$9.1 million dollars annually to the Town of Minturn.
 15. **Secondary Effects on the Economic Environment:** As part of the Public Interest Review, economic analyses performed on behalf of Ginn Battle North and on behalf of the Town of Minturn were reviewed. Both analyses concluded that the overall project will be beneficial to the economic environment of the Town and to the surrounding area.
 16. **Adverse Effects which cannot be Avoided:** In order to remediate the Eagle Mine Site to meet human health standards; reduce the migration of mine-related contamination to the Eagle River; reuse the property as a tournament golf course as an integral part of a successful private alpine residential and recreational destination resort; and provide drinking water storage for the Town of Minturn, wetlands impacts cannot be avoided.
 17. **Mitigating Measures to Minimize Impact:** Applicant went to great efforts to design remedial actions in order to avoid and minimize impacts to wetlands in the project area. The Applicant has been successful in avoiding all impacts to wetlands on the East Property. The following is a brief description of the wetlands minimization measures that are proposed for the Bolts Lake Area remedial activities.
 - a. Elevated cart paths will be used in order to avoid impacts to wetlands. This design is a departure from the standard fill-and-grade cart paths at other courses, and this build-as-you-go bridge design will minimize the impact to wetlands from construction equipment. Furthermore, golf course design was reduced in surface area and pushed to the fringes of wetlands to avoid additional impacts. Erosion and sediment control BMPs will be incorporated during remediation and construction activities. These include but are not limited to preservation of natural vegetative buffers, temporary slope drains, erosion control blankets, check dams, silt fencing, and earthen berms. Golf

course BMPs will also be incorporated into the overall proposed use of the site. These BMPs include but are not limited to integrated pest management and biological treatments, turf management plans, and recapture and recirculation of irrigation water.

- b. Finally, compensatory mitigation has been proposed for unavoidable wetland impacts, pursuant to CWA 404. Final mitigation ratios will be determined upon completion of negotiations with EPA.
18. **Significant Short-Term Effects:** Erosion and sediment control BMPs will be incorporated during remediation and construction activities. These include but are not limited to preservation of natural vegetative buffers, temporary slope drains, erosion control blankets, check dams, silt fencing, and earthen berms.
19. **Significant Cumulative and Long-Term Effects:**
- a. Cumulative effects were evaluated as part of the 5.2 acres of wetland impacts. Based on location and quality of these wetland impacts, no reasonably foreseeable adverse cumulative effects were identified.
 - b. Potential long-term effects from golf course use will be managed through implementation of golf course BMPs. These BMPs include but are not limited to integrated pest management and biological treatments, turf management plans, and recapture and recirculation of irrigation water.
20. **Possible Alternatives:**
- a. The CWA 404(b)(1) Guidelines require a detailed analysis of practicable alternatives for each proposed impact to a stream, lake or wetland. In order to complete the remedial actions required to allow for human reuse of the Bolts Lake Area, the wetlands impacts are unavoidable, regardless of any particular reuse scenario.
 - b. Alternatives were considered where no impacts to wetlands would take place at the Bolts Lake Area. These scenarios, however, did not allow for human reuse as a residential and resort community with an integrated tournament style golf course due to the potential human exposure to elevated levels of contaminants. Other alternatives considered included the "No Action" alternative, locating the resort outside of the Bolts Lake

Area, and various different resort designs which included surrounding the golf course with houses in the Highlands and Maloit Park areas. These alternatives were dismissed based on their impracticability in light of the overall project purpose, pursuant to the CWA 404(b)(1) Guidelines.

21. **Irreversible Environmental Changes:** A total of 5.2 acres of wetlands will be impacted as a result of remedial activities. Mitigation of these wetland impacts, pursuant to Corps regulations, has been proposed. A conceptual mitigation plan will be prepared upon completion of negotiations with EPA.

II. **ATMOSPHERIC CONDITIONS**, such as airshed characteristics, potential emissions and any potential changes or impacts;

- A. **Preliminary Matters:** Please refer to the Remedial Investigation Report prepared by Environmental Resources Management (ERM) on September 15, 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about air quality within the project area.

Air quality concerns in the Western Slope Air Quality Region of Colorado are primarily related to particulate matter less than or equal to 10 micrograms in diameter (PM10), which are associated with wood stoves, fireplaces, and road sanding.

Due to historic mining activities in the area, one unique concern for this project in the Bolts Lake Character Area is the dust that may be generated from earth moving activities during construction and the possibility that arsenic, cadmium, and lead may be contained in that dust.

- B. **Qualitative Analysis:** Across the project area, construction activities will involve grading, earthwork, material handling activities, and construction activities that in general are potential sources of air pollution. In addition to tailpipe emissions and vehicle exhaust, the primary pollutant associated with this type of activity is dust and particulate matter from vehicles traveling on paved and unpaved surfaces. These impacts will likely be short-term and temporary and can be mitigated by wetting down the work surface and the hauling equipment. Minimal impacts to air quality will result from increased traffic from the proposed project. With implementation of the Battle Mountain development, air quality in the project area will continue to attain or exceed Federal and State air quality standards.
- C. **Quantitative Analysis:** Baseline air quality conditions were established in the Bolts lake area for PM10 and Total Suspended Particulates (TSP). The PM10 levels did not exceed the Colorado and federal 24-hour standard during the sampling period. Additionally, all of the samples were found to be below laboratory detection levels for arsenic and cadmium. The majority of the samples for lead were also below the applicable detection limit. In summary, the air quality data collected during the sampling period indicates that air quality levels were at or below applicable standards and criteria.

Air quality will continue to be monitored during the construction phase of the proposed project. The regulatory standards for PM10 in ambient air are 150 micrograms per cubic meter for 24-hour averages and 50 micrograms per cubic meter for annual averages. In order to stay in attainment, these standards will not be exceeded during construction or operation of the proposed project.

Potential concerns with respect to air quality that have been noted within the Gilman Character Area include dusts that contain heavy metals, asbestos, and lead. Radon may also be present in high concentrations due to the mineralization of the area. Additionally, structures that contain asbestos and likely lead-based paint remain on site. Air monitoring will be performed prior to and during response activities at the Gilman Character Area for PM10 and TSP, with laboratory analyses of the samples for As, Cd, and Pb. Two air monitoring stations will likely be required. A work plan that specifies the air monitoring program will be submitted to and approved by the CDPHE and EPA prior commencement of field work.

The proposed project will be required to file an Air Pollution Emission Notice (APEN) with the State because it will generate fugitive dust during the construction phase. The APEN will need to include a dust suppression plan, which addresses how dust will be controlled at the site. The Applicant must prevent visible emission, off-property transport, and off-vehicle transport of particulate matter for the site's activities, haul roads, and haul trucks. Increased traffic associated with the project (1,150 peak hour trips at full build out, Leftwich 2006) is anticipated to result in minimal impacts to air quality in the area based on existing traffic and projected increases on Highway 24.

- D. **Temporary Beneficial Effects** (during construction): None
- E. **Temporary Detrimental Effects:** Sources of air pollution during construction will include fugitive dust from earth moving and material handling, vehicle traffic on paved and unpaved surfaces, and tailpipe emissions from diesel-powered heavy equipment.
- F. **Beneficial Long-Term Effects** (after completion): With implementation of the proposed project, the Bolts Lake and Gilman areas will achieve higher standards overall for human health and the environment, including air quality.
- G. **Long-Term Detrimental Effects:** Increased traffic related to the project will result in increased tailpipe emissions and fugitive dust. The incremental impact to air quality is anticipated to be minimal relative to existing and projected traffic increases on Highway 24. Additionally, all State and Federal standards will continue to be attained.
- H. **Primary Effects on the Social Environment:** N/A
- I. **Secondary Effects on the Social Environment:** N/A
- J. **Primary Effects on the Cultural Environment:** N/A
- K. **Secondary Effects on the Cultural Environment:** N/A

- L. **Primary Effects on the Physical Environment:** Sources of air pollution during construction will include fugitive dust from earth moving and material handling, vehicle traffic on paved and unpaved surfaces, and tailpipe emissions from diesel-powered heavy equipment. Increased traffic related to the project will result in increased tailpipe emissions and fugitive dust. There will be no wood burning stoves or other wood burning devices except for those that are located in main lodge/great room locations. Applicant agrees that such locations will be considered for approval at the time of the submission of a building permit for the facility that includes such locations.
- M. **Secondary Effects on the Physical Environment:** Increased fugitive dust could result in impacts to the visual quality of the area; however, the APEN requires a dust control plan that must prevent visible emission, off-property transport, and off-vehicle transport of particulate matter for the site's activities, haul roads, and haul trucks.
- N. **Primary Effects on the Economic Environment:** N/A
- O. **Secondary Effects on the Economic Environment:** N/A
- P. **Adverse Effects which cannot be Avoided:** Increased tailpipe emissions and fugitive dust from increased traffic related to the proposed project.
- Q. **Mitigating Measures to Minimize Impact:** The APEN will need to include a dust suppression plan, which addresses how dust will be controlled at the site. The Applicant must prevent visible emission, off-property transport, and off-vehicle transport of particulate matter for the site's activities, haul roads, and haul trucks. Examples of ways dust emissions can be minimized include wetting work surfaces, soil compaction, and limiting disturbance of storage piles. In addition, the Applicant has committed in its PUD Community Plan and Development Guidelines to impose wood burning controls to further minimize the impact of the project on air quality.
- R. **Significant Short-Term Effects:** Sources of air pollution during construction will include fugitive dust from earth moving and material handling, vehicle traffic on paved and unpaved surfaces, and tailpipe emissions from diesel-powered heavy equipment.
- S. **Significant Cumulative and Long-Term Effects:** Although increased tailpipe emissions and fugitive dust from increased traffic related to the proposed project, they are not considered to be significant.
- T. **Possible Alternatives:** Because the proposed project involves necessary construction and earth moving activities affecting atmospheric conditions, potential alternatives were limited. The "No Action" alternative was considered,

however, this alternative was dismissed based on the necessity for earth moving activities in order to meet human health standards at the Eagle Mine Site.

U. **Irreversible Environmental Changes:** None identified

- III. **GEOLOGIC CONDITIONS**, such as landforms, slope, soil characteristics, potential hazards and any potential changes or impacts
- A. **Preliminary Matters:** Please refer to the Geologic Hazards and Soils Report prepared by RMG Engineers in September 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about geology, soils, and geologic hazards within the project area.
 - B. **Qualitative Analysis:** P. 14-19, Proposed Geologic Hazards, P. 19-25, Bearing of Geologic Factors Upon Proposed Development provides discussion of pertinent geologic conditions and engineering alternatives to be considered to mitigate the negative impact of geologic hazards.
 - C. **Quantitative Analysis:** P. 25-26, Additional Investigations: Engineering evaluation of geologic hazard mitigation is on-going.
 - D. **Temporary Beneficial Effects** (during construction): P. 19-26, Bearing on Geologic Factors Upon Proposed Development: As construction progresses, implementation of engineering measures to mitigate geologic hazards will positively impact geologic conditions
 - E. **Temporary Detrimental Effects:** P. 19-26, Bearing on Geologic Factors Upon Proposed Development: As construction progresses, mitigation of geologic hazards may temporarily negatively impact geologic conditions to allow for construction of permanent mitigation measures.
 - F. **Beneficial Long-Term Effects** (after completion): P. 19-26, Bearing on Geologic Factors Upon Proposed Development: The completion of the development will implement engineering measures and improve drainage, slope stability, rockfall, and avalanche conditions.
 - G. **Long-Term Detrimental Effects:** P. 19-26, Bearing on Geologic Factors Upon Proposed Development: The completion of the development by implementation of engineering measures will reduce the influence of geologic hazards, but will not eliminate the hazards.
 - H. **Primary Effects on the Social Environment:** N/A
 - I. **Secondary Effects on the Social Environment:** N/A
 - J. **Primary Effects on the Cultural Environment:** N/A
 - K. **Secondary Effects on the Cultural Environment:** N/A
 - L. **Primary Effects on the Physical Environment:** P. 19-26, Bearing on Geologic Factors Upon Proposed Development: Implementation of engineering measures

will alter existing geologic conditions (e.g. drainage, slope stability, rockfall, snow avalanche, etc.) to accommodate the proposed development.

- M. **Secondary Effects on the Physical Environment:** N/A
- N. **Primary Effects on the Economic Environment:** P. 13-14, Recoverable Resources, per CRS 34-1-305 (House Bill 1529): The site is not considered to be a suitable source for sand and gravel, except for on-site use. A portion of Battle Mountain lies within the Red Cliff Mining District, which was previously a source for silver, zinc, copper, gold, lead, iron, and magnesium. The proposed development may reduce the ability to continue the extraction of these minerals; however, the proposed development also provides an economically off-setting positive effect to the Town.
- O. **Secondary Effects on the Economic Environment:** N/A
- P. **Adverse Effects which cannot be Avoided:** P. 14-19, Proposed Geologic Hazards: The potential impacts of 12 different classifications of geologic hazards are addressed in the report. The development will either avoid or accommodate, by implementing appropriate engineering measures, the geologic conditions.
- Q. **Mitigating Measures to Minimize Impact:** P. 19-26, Bearing on Geologic Factors Upon Proposed Development: Mitigating measures proposed include avoidance and the design and construction of appropriate engineering measures including retaining structures, drainage improvements, rockfall and avalanche reduction, site grading, and structure foundation alternatives.
- R. **Significant Short-Term Effects:** P. 19-26, Bearing on Geologic Factors Upon Proposed Development: Implementation of engineering measures will reduce the impact of geologic conditions (e.g. drainage, slope stability, rockfall, snow avalanche, etc.) on the proposed development.
- S. **Significant Cumulative and Long-Term Effects:** P. 19-26, Bearing on Geologic Factors Upon Proposed Development: Implementation of engineering measures will reduce the impact of geologic conditions (e.g. Drainage, slope stability, rockfall, snow avalanche, etc.) on the proposed development.
- T. **Possible Alternatives:** P. 25-26, Additional Investigations: Alternatives for various structures and phases of construction are currently being evaluated. Alternatives will be consistent with geologic conditions.
- U. **Irreversible Environmental Changes:** P. 19-26, Bearing on Geologic Factors Upon Proposed Development: Implementation of engineering measures will alter existing geologic conditions (e.g. drainage, slope stability, rockfall, snow avalanche, etc.) to accommodate the proposed development.

IV. **BIOTIC CONDITIONS**, such as vegetative habitats and any potential changes or impacts

A. **Vegetation**

1. **Preliminary Matters:** Please refer to the Vegetation Report prepared by Rocky Mountain Ecological Services (RMES) in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about biotic conditions and vegetation within the project area. The Vegetation Management Report, prepared by Mindy Wheeler of WP Natural Resource Consulting, Inc. was submitted as supplemental information to the required information; it provides a general landscape/vegetation management plan and addresses mitigation measures for a variety of vegetative resources.
2. **Qualitative Analysis:**
 - a. The proposal will change areas of the property from the existing vegetation types. In the Bolts Lake Character Area, much of the existing vegetation conditions will be changed to accommodate the remedial retrofits and improvements. On Battle Mountain, some forested vegetation will be cleared and converted to a meadow system. Homes, roads and resort buildings will remove vegetation permanently.
 - b. Ongoing mountain pine beetle control has opened up the canopy in lodgepole pine forest types, and will initiate more aspen regeneration. See RMES Vegetation Report, §§ 4.1.1, 4.2.1, and 4.3.
 - c. The Vegetation Management Report details techniques and practices to revegetate disturbed sites. Guidance from this report will help ensure successful revegetation of disturbed areas using native plant species and minimize noxious weed invasions.
3. **Quantitative Analysis:** On the Bolts Lake Character Area, 43.1 acres will be cleared for buildings, roads, reservoirs, and other features; and 129.6 acres will be converted to a new vegetation type, such as golf greens, fairways, wetlands, or "rough" areas. Within the East Property, 181 acres will be disturbed during construction and ski run clearing/shaping; however, these acres will be revegetated. 220.2 acres will be cleared for roads and buildings and other facilities. 671.2 acres will be converted to a new vegetation type (mostly to a meadow vegetation type associated with ski runs). This total of approximately 1,072 acres will be disturbed, cleared for construction, or converted to a new vegetation type. Within the Gilman Character Area, not considering potential remediation work, 22.2 acres will be cleared for new buildings, roads, etc., and 1.7 acres will be converted to a new vegetation type. Please see RMES Vegetation Report, §§ 4.1.2, 4.2.2 and 4.3.1.

4. **Temporary Beneficial Effects** (during construction): Noxious weed control will be aggressive and ongoing, reducing the need for significant post-construction weed treatment.
5. **Temporary Detrimental Effects**: Potential erosion and sedimentation as well as noxious weed invasion could occur prior to revegetation of impacted areas. BMPs will be put in place prior to ground disturbance in order to avoid and/or minimize potential impacts.
6. **Beneficial Long-Term Effects** (after completion): Applicant has proposed the use of native plant materials where possible. This would mean that this project would be one of the largest and most significant projects in the State to commit to using native plant materials. Use of native plant materials will allow for continued long-term wildlife use of revegetated areas by a variety of wildlife species.
7. **Long-Term Detrimental Effects**: No long term detrimental effects are anticipated to vegetative resources because the Applicant has attempted to minimize long-term detrimental effects by using native plants for revegetation. Loss of species diversity is not expected. Fertilizers and pesticides associated with golf course maintenance will be addressed in a golf course management plan, which will further avoid and/or minimize potential impacts. See RMES Vegetation Report, §§ 4.1.1, and 4.2.1 and ERM wetlands reports.
8. **Primary Effects on the Social Environment**: N/A
9. **Secondary Effects on the Social Environment**: N/A
10. **Primary Effects on the Cultural Environment**: N/A
11. **Secondary Effects on the Cultural Environment**: N/A
12. **Primary Effects on the Physical Environment**: The proposal will change areas of the property from the existing vegetation types. In the Bolts Lake Character Area, much of the existing vegetation conditions will be changed to accommodate the remedial retrofits and improvements. This will include conversion of the CTP into a golf course with significant new native vegetation "rough" areas. On the OTP and Rex Flats areas, existing vegetation on these contaminated sites will be changed to accommodate a resort core, a reservoir complex, and several golf features. On Battle Mountain, approximately 1,000 acres of forested vegetation will be cleared and converted to a meadow system. Homes, roads and resort buildings will remove vegetation permanently. Ongoing mountain pine beetle control has opened up the canopy in lodgepole pine forest types,

and will initiate more aspen regeneration. See RMES Vegetation Report, §§4.1.1, 4.2.1, and 4.3.

13. **Secondary Effects on the Physical Environment:** The secondary effects to vegetation systems come from the potential invasion by noxious weeds, thinning for wildfire defensible space around homesites, and removal of dead and dying lodgepole pine infested by mountain pine beetle ("MPB"). Residual lodgepole pine stands from MPB efforts would be susceptible to blow-down and windthrow. MPB mitigation and ski run clearing will also initiate significant aspen suckering in areas containing aspen. In these areas, aspen suckers will need to be mowed in order to keep ski runs open. See RMES Vegetation Report, §§ 4.1.1 and 4.2.1 and 4.3.

Potential erosion and sedimentation as well as noxious weed invasion could occur prior to revegetation of impacted areas. BMPs will be implemented prior to site disturbance in order to avoid and/or minimize potential impacts. RMES Vegetation Report, §§ 4.1.1 and 4.2.1 and 4.3.

14. **Primary Effects on the Economic Environment:** N/A

15. **Secondary Effects on the Economic Environment:** N/A

16. **Adverse Effects which cannot be Avoided:** Aggressive weed control and erosion control techniques will need to be implemented to reduce the possibility of adverse affects. As discussed above, there will be a conversion of mature forest types to ski runs (meadows) which would be a long-term adverse effect with regards to forest stand diversity.

17. **Mitigating Measures to Minimize Impact:**

- a. Revegetating with native plants, where appropriate, will allow for continued long-term wildlife use of these areas by a variety of wildlife species.
- b. The Vegetation Management Report details techniques and practices to revegetate disturbed sites; therefore, areas with extensive impacts to vegetative resources will follow guidance from this report to ensure successful revegetation using native plant species and minimize noxious weed invasions.

18. **Significant Short-Term Effects:** Potential erosion and sedimentation as well as noxious weed invasion could occur prior to revegetation of impacted areas. BMPs will be put in place prior to ground disturbance in order to avoid and/or minimize potential impacts. See RMES Vegetation Report, §§ 4.1.1, 4.2.1, and 4.3.

19. **Significant Cumulative and Long-Term Effects:** The proposal will change a portion of the vegetation types and conditions within the area. Applicant's MPB control activities and development of a residential ski area will have insignificant and discountable cumulative effects to the forested environment in Colorado.
20. **Possible Alternatives:** Various possible land planning alternatives were taken into account during the project design and planning stage, and rejected or modified in order to minimize the development's impacts on the vegetation resources of the property. In designing the project, development that satisfies the proposed project purpose has been accomplished while minimizing the development's impact on existing vegetation.
21. **Irreversible Environmental Changes:** Clearing of mature forest stands on the mountain.

B. **Wildlife**

1. **Preliminary Matters:** Please refer to the Wildlife Assessment prepared by Rocky Mountain Ecological Services (RMES) in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about wildlife within the project area. The Applicant has presented additional wildlife information to the Planning and Zoning Commission at public hearings on the Applications, including presentations on March 1, 2007 and April 11, 2007. A Wildlife Mitigation and Enhancement Plan has been submitted to the Town of Minturn as Exhibit RR; this Plan reflects Applicant's commitments with respect to avoiding, minimizing and mitigating the project's impacts to wildlife.
2. **Qualitative Analysis:**
 - a. Impacts to Canada lynx, a federally listed species, include potential direct loss of habitat, changes in habitat, and decreased habitat connectivity in the greater area from increased traffic.
 - b. Impacts to elk (a public species of concern) will include direct loss of habitat from homes and roads, and indirect decreased habitat use from human activities. Elk winter range will be improved on the CTP from conversion of tailings piles to suitable habitat.
 - c. A nesting pair of peregrine falcon (state species of special concern) has been documented within the Holy Cross Character Area; this pair may also be affected.
 - d. See RMES Wildlife Assessment, §§ 1.3, 1.4, 5.4.3, 5.6.1, 6.3.1, and 6.5.1 for analysis of lynx and elk as well as §§ 1.4, 1.5.7, 5.5.1 and 6.4.3 for more information about peregrine falcon.

3. **Quantitative Analysis:**

- a. The project will result in a direct loss of elk habitat of 437.5 acres of winter range due to conversion to roads, buildings, etc. Impacts to habitat from proximity to homes and loss of seasonal use of areas (from packed ski trails, etc.) entails a gross total of 650 acres. Approximately 123 acres of suitable winter foraging habitats will be created on the CTP. Please see RMES Wildlife Assessment, §§ 1.4, 5.6.1 and 6.5.3.2.
- b. Suitable habitat for lynx may be directly affected by the proposed development. Please see section RMES Wildlife Assessment, § 6.3.1.6. Through the federal permitting process with USFWS, impacts to lynx and lynx habitat will be further quantified and appropriate mitigation required.

4. **Temporary Beneficial Effects (during construction):** N/A

5. **Temporary Detrimental Effects:** The greatest impacts to wildlife will likely occur during the construction process due to elevated levels of human activity, increased traffic, and use of large and loud equipment. This impact, by nature, will affect various areas of the property at different time periods for a limited amount of time. This impact is relevant specifically to the nesting pair of peregrine falcon; however, seasonal use restrictions within recommended buffers should limit effects to this species. See RMES Wildlife Assessment, §§1.4, 5.4.3, 5.5.1, 5.6.1, 6.3.1, 6.3.2, 6.4.3 and 6.5.1 and Wildlife Mitigation and Enhancement Plan § 4.3.

6. **Beneficial Long-Term Effects (after completion):**

- a. The project will benefit riparian/aquatic species through the remediation of low ph waters and heavy metals. Native species revegetation and seasonal use closures will also improve winter foraging for elk within the Bolts Lake Character Area.
- b. The opening of the forest canopy on the mountain for ski trails and subsequent revegetation using native plant species will improve habitat conditions for various wildlife species, including elk, mule deer, certain species of microtine rodents and various bird species (of note is mountain bluebird, robin, red-tailed hawk, Cooper's hawk, kestrel, pine siskin, hummingbirds, and other passerine species). Thinning in aspen stands will stimulate aspen reproduction, which will (over time) improve habitat for elk, snowshoe hare, and some species of microtine rodents. See RMES Wildlife Assessment, §§ 5.1.1, 5.4.1, 5.5.2, 5.5.3, 5.5.4, 5.6.1, 6.2.4, 6.4.1, and 6.4.2.

7. **Long-Term Detrimental Effects:** Elk movement patterns and use of the property will be modified, with elk avoiding the core development areas, and to a lesser extent the residential home site areas. Ski trails within elk winter ranges will preclude elk grazing opportunities due to packed snow. Canada lynx habitat will be reduced, and increased traffic on US-24 will reduce habitat connectivity. See RMES Wildlife Assessment, §§ 5.4.3, 5.6.1, 6.3.1, 6.5.1.
8. **Primary Effects on the Social Environment:** N/A
9. **Secondary Effects on the Social Environment:** Applicant has proposed the use of guided hunting to manage big game populations and provide opportunities for the public to hunt the Applicant's properties on a limited basis, and as available. See Wildlife Mitigation and Enhancement Plan § 8.0.
10. **Primary Effects on the Cultural Environment:** N/A
11. **Secondary Effects on the Cultural Environment:** N/A
12. **Primary Effects on the Physical Environment:**
 - a. Primary effects are related to habitat loss or modification for elk and lynx. Specifically, impacts include the conversion of tailings impacted areas into a resort core complex, reservoir complex and golf course. Post-remediation, habitat conditions in non-developed areas will be utilized by wildlife species without the threat of contaminants. Similarly, clean-up of the contaminated Gilman area will improve the physical environmental conditions for wildlife species.
 - b. The construction of roads, trails, homes and resort buildings on the East Property would change the habitat conditions and connectivity. Clearing of ski runs in coniferous habitats would be a change in the pattern and contiguity of forested habitat types; for some interior forest species this will be a negative change in habitat, but for other species this change will have minor and insignificant impacts on their ability to utilize habitats. The Eco-trail will likely have minor impacts on habitat given that much of the trail is located on rocky cliffs, and is very close to US-24. See RMES Wildlife Assessment, Chapters 5 and 6.
13. **Secondary Effects on the Physical Environment:** Secondary impacts to wildlife habitats will be primarily from increased human activity within the project area. This would include use of golf course, Eco-trail, ski runs, and increased traffic on local and regional roads. Core development areas will have day and nighttime human use patterns. Human activities

will likely deter wildlife species from using immediately adjacent habitats; however for mostly nocturnal species, use of habitats may be reduced or modified, but will likely continue due to minimal nighttime human activities. Increases in traffic from the proposed development will also result in secondary effects to some wildlife. Please see RMES Wildlife Assessment, §§ 1.1, 1.2, 5.4.3, 5.5.2, 5.6.1, 5.6.1.5, 6.3.2, 6.5.3.2.

14. **Primary Effects on the Economic Environment:** N/A
15. **Secondary Effects on the Economic Environment:** The development of a guided hunting program will create additional opportunities for licensed hunting guides. Applicant's proposal for hunting opportunities is set forth in § 8.0 of the Battle Mountain Wildlife Mitigation and Enhancement Plan.
16. **Adverse Effects which cannot be Avoided:** Conversion of existing habitat conditions to roads, home sites, and resort core areas are considered unavoidable and adverse to some wildlife species and their habitat. Increases in traffic are unavoidable from the proposed development, which will result in additional impacts to wildlife. Human use of home sites and core resort areas will be unavoidable, while seasonal use restrictions have been imposed on other areas of the property to minimize wildlife habitat impacts. See RMES Wildlife Assessment, Chapters 5 and 6.
17. **Mitigating Measures to Minimize Impact:** Applicant's Battle Mountain Project Wildlife Mitigation and Enhancement Plan submitted as Exhibit RR details proposed avoidance, minimization and mitigation measures to be imposed on the project. Among the proposed measures, Applicant proposes dog and pet restrictions, fencing restrictions, seasonal restrictions to protect the peregrine falcon, landscaping requirements, trash removal requirements, seasonal restrictions on golf course usage, as well as owner and guest education requirements. For cases where impacts to elk cannot be avoided, Applicant has proposed a mitigation payment to the Town and the Colorado Division of Wildlife that will enable surrounding habitat to be enhanced to support any wildlife displaced by the proposed development. Also see RMES Wildlife Assessment, §§ 1.5, 1.5.7, 1.5.9, and 1.5.10.
18. **Significant Short-Term Effects:** The construction process will likely have the most impact on wildlife. This is due to elevated levels of human activity, increased traffic, and use of large and loud equipment. In areas of intense construction, wildlife will generally avoid the area until construction and high levels of human activity have subsided. This is relevant specifically to the nesting pair of peregrine falcon; however, seasonal use restrictions within recommended buffers should minimize

effects to this species. See RMES Wildlife Assessment, §§ 1.4, 5.4.3, 5.5.1, 5.6.1, 6.3.1, 6.3.2, 6.4.3 and 6.5.1 and Wildlife Mitigation and Enhancement Plan § 4.3.

19. **Significant Cumulative and Long-Term Effects:** It is reasonably foreseeable that forested habitats in the valley will continue to be impacted by Mountain Pine Beetle, which will continue to shift wildlife species populations and species compositions. Projected increases in traffic regardless of the proposed development also contribute to cumulative effects on wildlife by further reducing habitat connectivity and increasing the possibility of road mortality. Applicant is currently involved in a federal permitting process with USFWS which will consider traffic mitigation and habitat connectivity mitigations. See RMES Wildlife Assessment, §§ 1.4, 5.4.3.4, 5.4.3.5, 5.4.3.6, 5.4.4, 5.5.4, 5.6.1, 6.2, 6.3.1.5, 6.3.2, and 6.5.1.
20. **Possible Alternatives:** Various possible land planning alternatives were taken into account during the project design and planning stage, and rejected or modified in order to minimize the development's impacts on the wildlife resources of the property. In designing the project, development that satisfies the proposed project purpose has been accomplished while minimizing the development's impact on wildlife and their habitat.
21. **Irreversible Environmental Changes:** None

C. Wildfire

1. Preliminary Matters:

- a. Please refer to the Wildfire Analysis prepared by Alpenfire in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about wildfire potential within the project area.
- b. All features of the analysis are designed to reduce the negative impacts of wildfire and increase options for suppression (and/or prescribed fire) without increasing impacts that would otherwise occur.

2. Qualitative Analysis:

- a. The fuels reduction recommended in the wildfire analysis utilizes those actions already being taken for MPB abatement and road/trail/ski trail construction. MPB abatement is likely to

- reduce wildfire behavior similar to proposed USFS actions along I-70 and US 24 (Alpenfire, p. 9).
- b. Access, egress, and construction feature issues are unlikely to impact beyond what would occur had these not be considered for wildfire (Alpenfire, p.10). Defensible space and forested fuel breaks are intended to maintain habitat and esthetics while providing for reduction in fire behavior. One aspect of this is a tapering of vegetation from a developed area (road, trail, home site) into untreated forest (Alpenfire, p. 11).
3. **Quantitative Analysis:** Quantitative analysis of fire behavior indicates that reducing areas of dense forest to a less decadent state may reduce surface fire behavior significantly (i.e. flame lengths from 10' to 2') as well as the potential for initiation and propagation of crown fire. Conversion of forested areas to grass is likely to increase intensity of surface fire (in terms of rate of spread and flame length) but will reduce the severity of a fire's impact (lighter fuels burning for less time) and eliminate crown fire in these areas (Alpenfire, p. 8).
 4. **Temporary Beneficial Effects** (during construction): Access for fire suppression and the creation of fuel breaks will be side effects of road/trail construction (Alpenfire, p. 13).
 5. **Temporary Detrimental Effects:**
 - a. Sources of ignition will be increased (tools, machinery)
 - b. Slash and debris from road building and construction may constitute significant accumulations of hazardous combustibles; BMPs will be put in place in order to avoid and/or minimize potential hazardous conditions.
 - c. Homes are more susceptible to fire during construction.
 6. **Beneficial Long-Term Effects** (after completion):
 - a. Overall reduction in the potential for catastrophic wildfire spread.
 - b. Other non-fire benefits to the vegetation management actions may include the potential for increased biodiversity and improved habitat in some areas.
 7. **Long-Term Detrimental Effects:** The long-term potential detrimental effect of wildland fuels (vegetation) management when coupled with increased suppression access is the possible exclusion of fire as a necessary component in the environment. This may be addressed through long-term resource management planning. Conversely, another potential effect is the potential for "unnatural" fire increase due to the

increased presence of humans. This can be mitigated through fire prevention and suppression programs.

8. **Primary Effects on the Social Environment:** The primary social effects of wildfire mitigation have been widely recognized as positive and include savings in suppression costs, reduction in public and private property damage, and enhanced life safety (Alpenfire, p. 9).
9. **Secondary Effects on the Social Environment:** Secondary social effects are primarily through environmental effects as related to esthetics, recreation, and air and water quality, including the potential reduction of negative impacts to the environment (flora, fauna, air, water) from fires that have become increasingly severe in the past few decades. Negative secondary impacts stem from the exclusion of fire's beneficial effects and how this impacts human interaction with the environment. This can be addressed through appropriate natural resource planning.
10. **Primary Effects on the Cultural Environment:** N/A
11. **Secondary Effects on the Cultural Environment:** N/A
12. **Primary Effects on the Physical Environment:** The primary physical effects are the reduction of biomass and diversification of the vegetative cover. As stated, most of the fire mitigation measures are a tailoring of already planned actions (i.e. road construction, MPB abatement) (Alpenfire, p. 13).
13. **Secondary Effects on the Physical Environment:** The secondary effects to the physical environment from fire mitigation actions are reflected in the potential reduction in fire behavior (Alpenfire, p. 11) as well as the potential increase in fire behavior if not implemented and maintained properly (Alpenfire, p. 14).
14. **Primary Effects on the Economic Environment:** Primary economic effects from fire mitigation actions include the hiring of personnel and contractors to implement fuel reduction projects. The relationship to fire mitigation actions is a somewhat incidental result from the construction of roads/trails/homes and the MPB abatement project.
15. **Secondary Effects on the Economic Environment:** Secondary economic effects specific to fire mitigation efforts include:
 - a. Potential for reduction of property loss (Alpenfire, p. 11)
 - b. Potential reduction of suppression costs (due to reduced fire behavior and better access)

- c. Potential increase in suppression costs (due to the need to defend structures and citizens)
 - d. Increased efficiency in product and service delivery (based on the recommendation to build more loop roads and less dead-end roads for improved emergency access/egress).
16. **Adverse Effects which cannot be Avoided:** As is the case for most human settlement throughout the mountains of the western U.S., the intrinsic adverse effects include the potential for wildfire ignitions and the need for more aggressive suppression efforts. The proposed fire mitigation actions are designed to help address these issues (Alpenfire, p. 9).
17. **Mitigating Measures to Minimize Impact:** The proposed fire mitigation actions are designed to directly address the adverse fire related effects of the development through environmentally sound means. The adverse effects of the mitigation actions themselves as related to the fire environment (i.e. fire exclusion, increased understory fuel loads as growth is release due to overstory thinning) can be mitigated through long-term natural resource management which includes the maintenance of fuel mitigation initiatives:
- a. Implement fuels reduction in phases
 - b. Retreat project areas (defensible space or forested fuel breaks) with maintenance thinning/clean-up or prescribed fire
 - c. Place fuel reduction projects along already planned actions such as road, trail, home construction (Alpenfire, p. 13)
18. **Significant Short-Term Effects:**
- a. Potential negative effects during construction include:
 - i. Slash/construction debris accumulation
 - ii. Potential ignitions from equipment and tools
 - b. Potential positive effects during construction include:
 - i. Initial stages of fuel breaks
 - ii. Improved access for fire suppression
19. **Significant Cumulative and Long-Term Effects:** The cumulative long-term effects of the proposed fuel reduction efforts are generally beneficial and increase forest and ecosystem health through:
- a. Removing MPB killed trees (Alpenfire, p. 9)
 - b. Curbing MPB infestation (Alpenfire, p. 9)
 - c. Potentially increased forest health through creating clearings, rejuvenating aspen stands, thinning areas of dense forest (Alpenfire, p. 5)

- d. Effects which potentially reduce the state of the environment are generally not the result of the fire mitigation efforts in specific.
20. **Possible Alternatives:** Although no alternatives to the proposed project were analyzed, there are a variety of ways to implement the proposed wildfire mitigations actions, creating an inherent set of alternatives.
21. **Irreversible Environmental Changes:** N/A

V. **NOISE LEVELS AND ODOR CHARACTERISTICS** and any potential changes or impacts thereof;

A. **Noise Levels:**

1. **Preliminary Matters:** Chapter 16, Article III, MMC regulates the type and intensity of land uses within the Town of Minturn. It states that a land use shall not produce noise ... (or) odors ... and shall not operate at such hours or in such a manner as to create a public nuisance, nor disturb neighbors.
2. **Qualitative Analysis:** The activities associated with operation of the proposed project are not expected to result in any significant impacts to noise. The resulting noise from the proposed project should not create a public nuisance nor disturb neighbors.
3. **Quantitative Analysis:** Construction noise generated by the project shall conform with the requirements and restrictions of the Minturn Municipal Code. Noise from construction will be temporary and will add to existing highway noise. The resulting noise should be within a limit of 80-90 decibels for construction, as measured at the property boundary. This is consistent with noise level norms for this type of activity.
4. **Temporary Beneficial Effects (during construction):** N/A
5. **Temporary Detrimental Effects:** Construction noise generated by the project shall conform with the requirements of the Minturn Municipal Code. Noise from construction will be temporary and will add to existing highway noise. The resulting noise should be within a limit of 80-90 decibels for construction, as measured at the property boundary. This is consistent with noise level norms for this type of activity.
6. **Beneficial Long-Term Effects (after completion):** N/A
7. **Long-Term Detrimental Effects:** N/A
8. **Primary Effects on the Social Environment:** N/A
9. **Secondary Effects on the Social Environment:** N/A
10. **Primary Effects on the Cultural Environment:** N/A
11. **Secondary Effects on the Cultural Environment:** N/A
12. **Primary Effects on the Physical Environment:** The activities associated with operation of the proposed project are not expected to result in any

significant impacts to noise. The resulting noise from the proposed project should not create a public nuisance nor disturb neighbors.

13. **Secondary Effects on the Physical Environment:** N/A
14. **Primary Effects on the Economic Environment:**
15. **Secondary Effects on the Economic Environment:** N/A
16. **Adverse Effects which cannot be Avoided:** The activities associated with operation of the proposed project are not expected to result in any significant impacts to noise. The resulting noise from the proposed project should not create a public nuisance nor disturb neighbors.
17. **Mitigating Measures to Minimize Impact:** N/A
18. **Significant Short-Term Effects:** N/A
19. **Significant Cumulative and Long-Term Effects:** The activities associated with operation of the proposed project are not expected to result in any significant impacts to noise. The resulting noise from the proposed project should not create a public nuisance nor disturb neighbors.
20. **Possible Alternatives:** None analyzed
21. **Irreversible Environmental Changes:** N/A

B. Odor Characteristics:

1. **Preliminary Matters:** Chapter 16, Article III, MMC regulates the type and intensity of land uses within the Town of Minturn. It states that a land use shall not produce noise ... (or) odors ... and shall not operate at such hours or in such a manner as to create a public nuisance, nor disturb neighbors.
2. **Qualitative Analysis:** The proposed project is not anticipated to generate significant odors. The distance from the mixed use areas in the project area to the Town of Minturn and the climatic conditions will likely diffuse any such odors. The odors from the proposed project should not create a public nuisance nor disturb neighbors.
3. **Quantitative Analysis:** N/A
4. **Temporary Beneficial Effects (during construction):** N/A

5. **Temporary Detrimental Effects:** Temporary impacts to odor from the construction phase may result from exhaust gases from diesel equipment or from construction activities.
6. **Beneficial Long-Term Effects (after completion):** N/A
7. **Long-Term Detrimental Effects:** The types of activities that may be related to minimal sources of temporary odor would include storage of garbage, food preparation and handling, and exhaust gases from additional vehicle traffic. The distance from the mixed use areas in the project area to the Town of Minturn and the climatic conditions will likely diffuse any such odors.
8. **Primary Effects on the Social Environment:** N/A
9. **Secondary Effects on the Social Environment:** N/A
10. **Primary Effects on the Cultural Environment:** N/A
11. **Secondary Effects on the Cultural Environment:** N/A
12. **Primary Effects on the Physical Environment:** N/A
13. **Secondary Effects on the Physical Environment:** N/A
14. **Primary Effects on the Economic Environment:** N/A
15. **Secondary Effects on the Economic Environment:** N/A
16. **Adverse Effects which cannot be Avoided:** The activities associated with operation of the proposed project are not expected to result in any significant impacts to odor. The resulting odors from the proposed project should not create a public nuisance nor disturb neighbors.
17. **Mitigating Measures to Minimize Impact:** N/A
18. **Significant Short-Term Effects:** N/A
19. **Significant Cumulative and Long-Term Effects:** The activities associated with operation of the proposed project are not expected to result in any significant impacts to odor. The resulting odors from the proposed project should not create a public nuisance nor disturb neighbors.
20. **Possible Alternatives:** N/A
21. **Irreversible Environmental Changes:** N/A

VI. VISUAL CONDITIONS such as view corridors and scenic values and any potential changes, impacts or significant contrasts.

A. Preliminary Matters:

1. Assessing scenic values and determining visual impacts is a very subjective process; and as a result, identifying whether effects will be objectively beneficial or detrimental is a difficult task for this resource. Objectivity can be achieved by using the basic design elements of form, line, color, and texture. These elements have been used often to describe and evaluate landscapes. Projects that repeat these design elements are usually in harmony with their surroundings; contrast is created when the elements are not repeated in the project's design.
2. Please refer to the information prepared by International Alpine Design, which was presented at Planning and Zoning Commission hearings on January 24, 2007 and February 28, 2007. Also, please refer to the information prepared and presented by VAg Architects at the January 24, 2007 and March 28, 2007 public hearings on the Applications in connection with the bulk and scale of the proposed Bolts Lake village. Finally, please refer to the Battle Mountain Resort: Design Guidelines submitted as Exhibit GG for the record.

B. Qualitative Analysis:

1. Views and architecture are addressed in the November 1, 2007 Battle Mountain Application Submittal on pages 32, 57-59, 69, 70, 76, 78, 108, 109. Graphics are included in Appendix A. In addition, the Battle Mountain PUD Preliminary/Final Plan, Subdivision Preliminary Plat Submittal package prepared by VAg, Inc. and submitted with the Applications provides further qualitative analysis of the bulk, scale, and mass of the project.
2. Due to project design and clustering of development away from ridgelines, no development ridgeline development will be visible from the towns of Minturn or Red Cliff. Some lift and trail clearing in the Holy Cross Character Area will be visible from Minturn, and homes may be visible depending on the state of vegetation. Trail clearing and development zones will be visible from surrounding areas, such as the Holy Cross Wilderness Area. Proposed development in the Bolts Lake and Gilman Character Areas will be visible from Highway 24.

C. Quantitative Analysis: A combination of viewshed, profile and ridgeline analyses has determined the following impacts:

1. From Town of Minturn:

- a. Construction of the ski pod in the Holy Cross Character Area would be visible from within the Town. This proposed lift would also be visible from most locations, though both bottom and top terminals of the chairlift would be obscured by vegetation. Analysis has determined that with the maximum proposed building height of 35 feet for single-family homes, no home will be ridgeline from the Town.
 - b. No other proposed development will be visible from within the Town due to surrounding terrain, landscape features and existing vegetation.
2. From Highway 24:
- a. North Hwy 24 - Dowd Junction to Minturn: Driving south along Highway 24 approaching the project area, observers will see trail clearing to the north of Neighborhood R-G. All other proposed development will be obscured by existing vegetation and terrain features.
 - b. Hwy 24 - Within Project Area: Visual impacts along Highway 24 within the immediate project area include the proposed entrance road, Eco-trail and gondola alignment originating from Bolts Lake and crossing Highway 24. Analysis has determined elements visible on the East Property from Highway 24 are limited to the trail clearing to the north of Neighborhood R-G and limited trail clearing as the observer passes by the Rock Creek drainage. In addition, the Bolts Lake Village will be visible from Highway 24 at the intersection with Tigiwon Road stretching south for approximately 1.2 miles. Furthermore, due to the proximity of the proposed Gilman development to Highway 24, the majority of the developed area will be visible from Highway 24 as the observer approaches from the north and south. Gilman will not be visible north of the intersection of Highway 24 and Tigiwon Road.
 - c. South Hwy 24 - Red Cliff to Tennessee Pass: Portions of the project will be intermittently visible heading north along this stretch of Highway 24, including trail clearing, lift clearing, homesites and development zones.
3. From Town of Red Cliff: Analyses has determined that no elements of the proposed development will be visible from within the Town of Red Cliff, including Willow Creek Village and proposed employee housing village, due to the steep grades of the slopes immediately surrounding Red Cliff. Homesites will not obstruct the surrounding ridgeline and should be almost entirely hidden by surrounding vegetation.

- D. **Temporary Beneficial Effects** (during construction): The Applicant has undertaken, and will continue to pursue, vegetation clearing associated with the MPB epidemic. These activities reduce the number of unsightly infected trees presently visible.
- E. **Temporary Detrimental Effects:** Potential detrimental effects to the quality of visual resources could result from dust and particulate matter during construction; however, Applicant will implement BMPs to minimize this air quality issue.
- F. **Beneficial Long-Term Effects** (after completion): N/A
- G. **Long-Term Detrimental Effects:** Vegetation clearing associated with the MPB epidemic and proposed development as well as construction of buildings within the proposed development will alter the existing condition for visual resources.
- H. **Primary Effects on the Social Environment:** N/A
- I. **Secondary Effects on the Social Environment:** N/A
- J. **Primary Effects on the Cultural Environment:** N/A
- K. **Secondary Effects on the Cultural Environment:** N/A
- L. **Primary Effects on the Physical Environment:** The change in landscape and vegetation patterns associated with trail clearing and development zones will have direct effects on the quality of the visual resources in the area by altering existing vegetative patterns, forms and colors.
- M. **Secondary Effects on the Physical Environment:** N/A
- N. **Primary Effects on the Economic Environment:** N/A
- O. **Secondary Effects on the Economic Environment:** N/A
- P. **Adverse Effects Which Cannot be Avoided:** Current landscape characteristic changes due to trail clearing and development zones.
- Q. **Mitigating Measures to Minimize Impact:**
1. Trail design utilizes feathered edges, existing open pockets and low-density tree stands to minimize abrupt changes in vegetation patterns and give appearance of trails existing as naturally-occurring open meadow to minimize changes in existing vegetation patterns.
 2. Homesites have been restricted to a maximum buildable height of 35 feet to avoid ridgeline obstructions.

3. All MU development zones (Bolts Lake, Willow Creek, Mountain Core) also utilize maximum buildable heights to avoid or minimize visibility of the mixed-use zones from high-priority and high-traffic areas such as the Towns of Minturn and Red Cliff and the Highway 24 corridor immediately adjacent to the project area.
 4. All homesites and development zones will utilize selected materials and colors to blend with the surrounding environment, pursuant to the project's design guidelines.
 5. A revegetation plan has been proposed for homesites and mixed-use buildings to assist in improving the visual quality of the project area post-construction.
 6. The Applicant has incorporated into the PUD Guide lighting standards to reduce adverse light impacts to the night sky within the proposed development.
- R. **Significant Short-Term Effects:** Potential short-term effects to visual effects exist as a result of burning slash piles.
- S. **Significant Cumulative and Long-Term Effects:**
1. **Long-Term Effects:** The change in landscape and vegetation patterns associated with trail clearing and development zones will have long-term effects on the quality of the visual resources in the area by altering existing vegetative patterns, forms and colors.
 2. **Cumulative Effects:** Cumulative effects of the proposed project include future MPB infestation and mitigation measures on and adjacent to the project area. Future MPB infestation will cause further destruction of existing tree stands, thereby changing canopy cover and forest color as infestation occurs. Where future MPB infestation would reveal homesites and/or development zone buildings, revegetation BMPs will be implemented to replace vegetation lost due to MPB infestation. Furthermore, the natural environment will continue to shape the landscape and vegetation over time due to wind, rain, fire, MPB infestation, etc. irrespective of project implementation.
- T. **Possible Alternatives:** Various alternatives have been presented for the proposed building height and village layout at the Bolts Lake Village. Applicant believes that the building height "Preferred Solution", implementing a hierarchy and diversification of building form, mass and height to create a "Village" ambience that integrates indoor and outdoor spaces is the preferred alternative to preserve and enhance visibility characteristics.
- U. **Irreversible Environmental Changes:** None.

VII. **LAND USE CONDITIONS**, such as characteristics of uses, compatibility with officially adopted land use and open space policies and objectives including the Community Plan, Parks and Recreation Master Plan and potential changes or impacts

A. **Preliminary Matters:**

1. In addition to the evidence presented at the public hearings on the Applications, Land Use Conditions, both quantitative and qualitative, are addressed in: Battle Mountain Application Submittal, dated November 1, pages 9 - 27, 29-36, 57-59, 63-85, 91, 101-121, and plans and graphics included in Appendix A.
2. Please refer to the Final Report of a Cultural Resource Inventory prepared by Metcalf Archaeological Consultants, Inc. in August 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, for a cultural resource inventory within the project area.

B. **Qualitative Analysis:** The Applications request entitlement approval with respect to 4,340 acres of land south of Minturn: 745 acres of which are proposed for residential development, 242 acres of which are proposed for mixed use development, and 3353 acres of which are proposed for Recreation/Open Space. The Applications break the development property into five character areas, which request land uses as follows:

1. Bolts Lake Character Area:

<u>Zones</u>	<u>Use</u>	<u>Acres</u>	<u># of Units</u>
R-I	Residential (Single/Multiple Family)	4.50	0*
R-J	Residential (Single/Multiple Family)	7.10	0*
MU 1	Mixed Use (Residential/Commercial)	61.88	702
ROS	Recreation Open Space	<u>466.92</u>	<u>N/A</u>
Total		541	702

2. Gilman Character Area

<u>Zones</u>	<u>Use</u>	<u>Acres</u>	<u># of Units</u>
MU 2	Mixed Use (Residential/Commercial)	77.8	265*
ROS	Recreation Open Space	<u>22.2</u>	<u>N/A</u>
Total		100	265

*Employee Housing Units are in addition to the 265 units.

3. Willow Creek Character Area

Zones	Use	Acres	# of Units
R-A	Residential	105.09	60
MU 4	Mixed Use	67.90	232
ROS	Recreation Open Space	927.01	N/A
Total		1,100	292

4. Rock Creek Character Area

Zones	Use	Acres	# of Units
R-B	Residential	75.28	89
R-C	Residential	77.54	41
R-D	Residential	53.68	49
R-E	Residential	79.86	73
R-F	Residential	103.74	86
MU 3	Mixed Use	34.08	20
ROS	Recreation Open Space	912.82	N/A
Total		1,337	358

5. Holy Cross Character Area

Zones	Use	Acres	# of Units
R-G	Residential	224.99	83
R-H	Residential	13.20	0*
ROS	Recreation Open Space	1,023.81	N/A
Total		1,262	83

*Refer to PUD Guide

The proposed land uses will directly affect two National Register eligible historic sites (Gilman and Eagle Mine Aqueduct)

C. **Quantitative Analysis:** The proposed development will maintain more than 70% of the property as open space. The land use planning for the development has been designed to be consistent with Minturn's community plans, and to situate development in areas where impacts on the Town will be avoided or minimized. The proposed development will result in the loss of significant portions of the contaminated Eagle Mine Aqueduct, as well as the razing of the Gilman town site. Applicant has, however, committed to retain some portion of the Eagle Mine Aqueduct. In addition, Applicant has committed to rebuilding a portion of the Gilman townsite in its historic character as an employee village.

D. **Temporary Beneficial Effects** (during construction): N/A

E. **Temporary Detrimental Effects:** N/A

- F. **Beneficial Long-Term Effects** (after completion): The proposed project will provide increased revenues to the Town as a result of the proposed land uses. The Town can use these increased revenues to address fiscal, environmental, or other concerns that exist now or may arise in the future as a result of the proposed development. The proposed development will remediate mining contamination with the introduction of new land uses. Preservation of a portion of the Eagle Mine Aqueduct will benefit historical research as well as provide for public interpretation of local history. Similarly, reconstruction of a portion of the Gilman townsite in its historic character will preserve the nostalgia that many Town residents have for the Gilman townsite and its heyday.
- G. **Long-Term Detrimental Effects:** The proposed land uses present no direct detrimental effects to the environment or fiscal health of the Town due to appropriate land planning and mitigation.
- H. **Primary Effects on the Social Environment:** The revenue generated to the Town from the proposed development will substantially improve the fiscal health of the Town based on revenues derived by the proposed land uses. The Town may use these revenues as it determines appropriate, which may include enhancing the social environment of the Town. In addition, Applicant has committed to making the project's amenities available to Minturn and Red Cliff residents pursuant to the terms of the Battle Mountain Community Partnership Pass Membership Plan. The revenues generated by the proposed land use conditions will enable the Applicant to make these first-class amenities available to residents of these towns, enhancing the Town's social environment.
- I. **Secondary Effects on the Social Environment:** The proposed land uses will allow for additional job opportunities for area residents. The proposed land uses will create revenues that will allow the local community to improve community facilities and services not currently attainable by the community.
- J. **Primary Effects on the Cultural Environment:** The proposed development will substantially improve the fiscal health of the Town based on revenues derived by the proposed land uses. The proposed development will maintain a substantial amount of land area as open space and recreation area. Two National Register eligible historic sites will be substantially altered by the project to achieve human health standards on two Superfund sites.
- K. **Secondary Effects on the Cultural Environment:** The proposed development and land uses will produce revenues which may be used by the community to preserve and enhance cultural amenities.
- L. **Primary Effects on the Physical Environment:** Proposed land uses will remediate mining contamination present on the property, and return the property to an area suitable for human habitation. The golf course and building

foundations proposed at Bolts Lake have been designed to be the preferred remedy to the clean-up of the Superfund site. Development of the project will preserve significant areas of open space.

- M. **Secondary Effects on the Physical Environment:** The proposed development and land uses will produce revenues which may be used by the community to preserve and enhance the physical environment and its amenities.
- N. **Primary Effects on the Economic Environment:** The proposed project will provide increased revenues to the Town due to the proposed land uses.
- O. **Secondary Effects on the Economic Environment:** The proposed development and land use will provide for additional job and service opportunities to area residents and businesses. In addition, the proposed project will generate significant increased revenues which the Town may use to enhance the economic viability of the community.
- P. **Adverse Effects Which Cannot be Avoided:** Direct effects to the Eagle Mine Aqueduct and the Gilman town site cannot be avoided to achieve human health standards on two Superfund sites.
- Q. **Mitigating Measures to Minimize Impact:**
1. The Applicant has implemented conscientious planning of land uses by clustering development areas and maintaining large areas of open space in order to avoid and minimize impacts of the development. Historical documentation, archival photography, archaeological studies, partial preservation of the Eagle Mine Aqueduct, and historical reconstruction of the Gilman townsite, are proposed for mitigation.
 2. The Applicant will incorporate green building practices and other conservation and energy reducing practices and requirements to increase energy efficiency and reduce energy consumptions within the development. These practices and requirements will be included in the final design guidelines. To the extent that there are facilities that are not subject to the design guidelines, the stated practices and requirements will apply to such facilities.
- R. **Significant Short-Term Effects:** Proposed land uses will remediate mining contamination found on the property. These clean-up activities will occur in the early phases of development and will improve the state of the environment. The Applicant will implement BMPs to minimize construction impacts on the state of the environment.
- S. **Significant Cumulative and Long-Term Effects:** Proposed land uses will remediate mining contamination found on the property and will enhance the

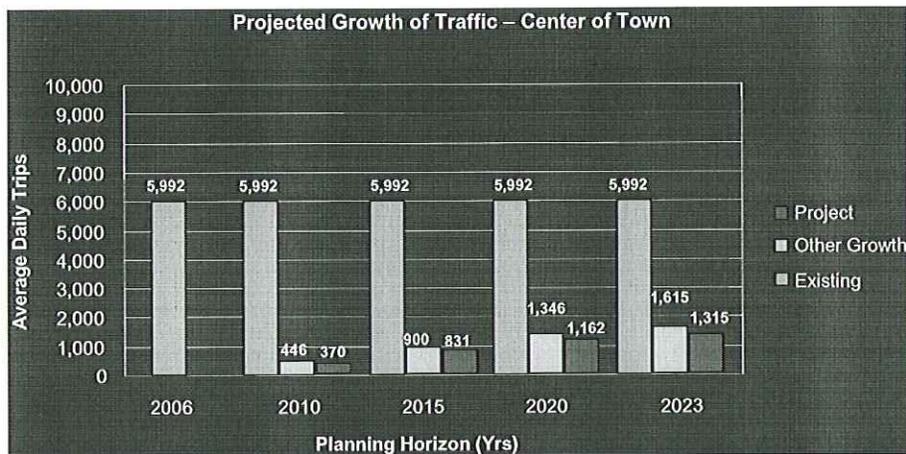
state of the physical and economic environment. Proposed open space land uses will provide for enhance vegetation and wildlife management. Further, the proposed land uses will generate revenues which may be used by the Town to enhance the quality of life for the Town's residents.

- T. **Possible Alternatives:** Throughout the more than two year planning process, Applicant has considered many variations of land use proposals for the project area. However, the development plan proposed is the only viable alternative that satisfies the project purpose while maximizing the beneficial impacts, and minimizing the adverse impacts, of the proposed development on the social, cultural, physical and economic environment of the Town and surrounding areas.

- U. **Irreversible Environmental Changes:** Proposed land uses will remediate mining contamination found on the property and will enhance the state of the environment. Less than 25% of the property will be developed for commercial and residential uses. Despite proposed mitigation measures, there will be an irreversible loss of cultural resources associated with the Gilman town site and the majority of the Eagle Mine Aqueduct.

VIII. CIRCULATION AND TRANSPORTATION CONDITIONS, such as volumes and traffic-flow patterns, transit service needs, alternative transit systems and potential changes or impacts

- A. **Preliminary Matters:** Please refer to the Traffic Impact Analysis prepared by Leftwich Consulting Engineers, Inc. in October 2006 for more detailed information, including maps, photographs and other appropriate illustrative material, about traffic within the project area. Additionally, several presentations have been made to the Planning and Zoning Commission in the course of public hearings on the Applications; information from these presentations has been incorporated into this EIR Summary.
- B. **Qualitative Analysis:** The traffic projections for the Battle Mountain development were developed in a different manner than most other projects. The projections first took into account the site conditions and then backed into an overall resort rate that was the least impactful on the surrounding environment and the Town. These projections will then be used as a budget which creates predetermined thresholds for when appropriate mitigations are required - now and in the future.
- C. **Quantitative Analysis:** Figures 3 and 6 within the report present existing and proposed buildout conditions for traffic along Highway 24 from Interstate 70 and High Street (Red Cliff). Based on the projections, the overall range for traffic increase created by the project is approximately 6% to 17% above background. It should be noted that the percentage of increase varies between segment and season (i.e. summer versus winter). See an example of the growth in the attached chart.



- D. **Temporary Beneficial Effects (during construction):** None.
- E. **Temporary Detrimental Effects:** Project construction will be seen until buildout is reached. However, a higher level of construction activities will be seen for the

first 3 to 5 years while the remediation and infrastructure is being completed. It is Applicant's expectation that these activities will be managed in effort to reduce the overall number of vehicle trips on the highway. Management efforts such as shuttling employees, providing onsite services, material management, preferred builders program and possible use of the railroad for materials delivery will be implemented as available and necessary. There will be an increase in traffic caused by construction activities, but proper management will be the basis for reducing vehicle trips on the highway.

- F. **Beneficial Long-Term Effects** (after completion): As demonstrated by the Applicant, the projected growth of traffic through the center of Town is anticipated to grow with or without the Battle Mountain project. Most of this traffic is generated by commuters: those living south of the Town and commuting through Town to employment or other opportunities. Currently, the Town has limited financial or political ability to address the projected growth in this background (without the project) traffic. With Applicant's traffic management plans, together with the revenues generated to the Town by the proposed project, the impacts of project traffic will not only be minimized, but the Town will have a mechanism through which to address this background traffic. In addition, CDOT has agreed to work with the Applicant and the Town to adjust the highway right of way to reflect as-built conditions.
- G. **Long-Term Detrimental Effects:** N/A
- H. **Primary Effects on the Social Environment:** N/A
- I. **Secondary Effects on the Social Environment:** N/A
- J. **Primary Effects on the Cultural Environment:** N/A
- K. **Secondary Effects on the Cultural Environment:** N/A
- L. **Primary Effects on the Physical Environment:** The largest "physical environment" impact caused by traffic will be near the entrances into the development and onsite. These physical impacts consist of access points on Highway 24 and roadways circulating traffic onsite. No proposed widening or other offsite improvements have been proposed. Because the proposed land uses have been clustered, the onsite systems were kept to a minimum.
- M. **Secondary Effects on the Physical Environment:** Secondary effects (i.e. impacts to wildlife) caused by the increase in traffic are discussed in the resource-specific reports (i.e. Wildlife Assessment Report, Rocky Mountain Ecological Services, Inc., October 2006).
- N. **Primary Effects on the Economic Environment:** N/A

- O. **Secondary Effects on the Economic Environment:** N/A
- P. **Adverse Effects which cannot be Avoided:** The proposed project will result in increased traffic, for which the Applicant has presented various minimization and mitigation options.
- Q. **Mitigating Measures to Minimize Impact:** A monitoring program will be established to verify if the proposed projections represent actual conditions in future years. The monitoring program will determine if mitigation measures must be taken to ensure the project related traffic does not push beyond the acceptable thresholds. Monitoring program is discussed on pages 22 and 23 of the traffic report. Mitigation that has been discussed in the current Planning and Zoning Commission hearings have included: payment of an impact fee to be used by Town for transportation improvements should project exceed traffic budget, final pavement overlay once major construction is complete and performance of general street maintenance during construction. The main mitigation is for the project to implement a project specific trip management plan to ensure it remains within its developed budget and therefore lessening its impacts on the Town and environment. The Applicant will provide plans detailing Applicant's commitments with respect to managing (1) traffic within Town, (2) resort owner, guest and employee traffic, and (3) construction traffic.
- R. **Significant Short-Term Effects:** Leftwich 2006 addresses construction traffic associated with the proposed remediation of the Bolts Lake Character Area, which includes large amounts of materials and fill. Subsequent presentations to the Town have outlined construction traffic anticipated during the phases of development. (Need more here)
- S. **Significant Cumulative and Long-Term Effects:** The proposed project will result in increased traffic on Highway 24 in both directions from the project area; however, Applicant's proposal includes measures that will minimize the impacts of such increased traffic.
- T. **Possible Alternatives:** Applicant has analyzed, and continues to analyze, various alternatives that will effectively manage anticipated effects of the project on the circulation and transportation conditions of the Town. However, because the specific of volumes and traffic-flow patterns, transit service needs, alternative transit systems are dependent on a variety of factors, including but not limited to market conditions, availability of the rail line for transportation of materials, selection of contractors, phasing schedules, etc., the specifics of appropriate management plans are not determinable at this time. Within "frameworks" to be presented to the Town, the Applicant is proposing a variety of possible alternatives to address traffic impacts, some or all of which may be implemented over the life of the project depending on the nature and timing of the effects that are realized.

- U. **Irreversible Environmental Changes:** As it is shown, the projected increase in traffic is the outcome of many factors. Project, local and regional growth all contribute in some manner to the incremental increase in traffic on Highway 24. Because the existing traffic is the largest contributor to the overall traffic volumes, working to better manage the existing vehicles in addition to those that come on line due to growth remains critical.

IX. **POPULATION CHARACTERISTICS** such as growth rates, residential densities, neighborhood patterns, potential displacement of residents or businesses and potential changes or impacts

A. **Preliminary Matters:**

1. Ginn has proposed a density of 1700 residential units on approximately 4300 acres. Generally, these 1700 units are distributed among five character areas, some of which are further broken down into various neighborhoods which each may have a unique characteristic.
2. Because the limited commercial facilities available within the development are intended to be amenities to the residential component of the project, these facilities are not anticipated to compete with existing Minturn businesses. Therefore, it is not likely that the proposed development will cause displacement of existing businesses.
3. **Supporting Reports and Presentations:** Please refer to the Fiscal Impact Analysis, School Impact Report Memo, and the Battle Mountain Housing Analysis Memo prepared by BBC Research and Consulting in September 2006 for more detailed information about the economic impact on the Town of Minturn as a result of the proposed development.

B. **Qualitative Analysis:** A qualitative analysis of the impacts of the proposed development on population characteristics is necessarily subjective. Some residents of the Town may welcome the economic, social, cultural, and population changes generated by the proposed development; others may prefer to see the Town stay the way it is. As the Applicant has demonstrated at the public hearings on the Applications, the location of the proposed development is geographically remote from the existing Town of Minturn. In preparing a land plan, the Applicant has been mindful of the possible impacts of the development on the residents of the Town, and has therefore (i) situated the golf course closest to the existing Town, (ii) clustered the development that is visible from Highway 24, and (iii) situated the mountain development out of the Red Cliff and Minturn viewsheds. The Applicant has also been mindful of the small town character of the Town, and has planned its development to be consistent with that character and to avoid displacement of current residents and businesses.

C. **Quantitative Analysis:**

1. Increase in residential units (1,700 units), BBC Fiscal Impact Analysis, p.4
2. Increase in population by year (4,673 people on peak winter day by build-out), BBC Fiscal Impact Analysis, p.16
3. Increase in full-time residents (398 people) BBC Fiscal impact Analysis, p.17
4. Residential Density/Neighborhood Patterns:
 - a. Bolts Lake: 1 unit / 0.77 acres
 - b. Gilman: 1 unit / 0.38 acres

- c. Willow Creek: 1 unit / 3.77 acres
 - d. Rock Creek: 1 unit / 3.73 acres
 - e. Holy Cross: 1 unit / 15.20 acres
- D. **Temporary Beneficial Effects** (during construction): Fiscal benefits to the Town will be realized immediately upon annexation of the Battle Mountain property and will continue to grow annually throughout buildout, BBC Fiscal Impact Analysis, p.24.
- E. **Temporary Detrimental Effects:** None identified.
- F. **Beneficial Long-Term Effects** (after completion):
- 1. Increase in net tax revenue (\$9 million net impact), BBC Fiscal impact Analysis, p.26,
 - 2. New job creation (776 jobs), BBC Battle Mountain Housing analysis, p. 2
 - 3. Availability of new recreational amenities to Town residents pursuant to the terms of the Battle Mountain Community Partnership Pass Membership Plan.
- G. **Long-Term Detrimental Effects:**
- 1. Increase in municipal service costs (\$2.6 million), BBC Fiscal impact analysis, p.26
- H. **Primary Effects on the Social Environment:**
- 1. Increase in residential units (1,700 units), BBC Fiscal Impact Analysis, p.4
 - 2. Increase in population (4,673 people on peak winter day), BBC Fiscal Impact Analysis, p.16
 - 3. Increase in Full-time residents (398 people) BBC Fiscal Impact Analysis, p.17
 - 4. New Eagle County resident workers (621 workers) and school children (137 children), BBC School Impact Report, p.2
 - 5. New job creation (776 jobs), BBC Battle Mountain Housing Analysis, p. 2
- I. **Secondary Effects on the Social Environment:** The Battle Mountain project will produce a \$9 million surplus for the Town, which may be used at the Town's discretion to enhance amenities, services, and quality of life for all Minturn residents, BBC Fiscal Impact Analysis, p. 25-26.
- J. **Primary Effects on the Cultural Environment:** N/A
- K. **Secondary Effects on the Cultural Environment:** The Battle Mountain project will produce a \$9 million surplus for the Town, which may be used at the Town's

discretion to enhance the cultural environment of the Town, BBC Fiscal Impact Analysis, p. 25-26.

- L. **Primary Effects on the Physical Environment:** The Applicant has made a commitment to guarantee the Town up to \$100,000.00 toward costs actually expended by the Town towards development and improvement of wildlife habitats within the municipal boundaries of the Town. In addition, the Applicant has proposed a Wildlife Mitigation and Enhancement Plan that provides a \$500,000 mitigation payment to compensate for the loss of elk winter range and to enhance nearby winter range in the vicinity of the project and the Town.

- M. **Secondary Effects on the Physical Environment:** The Battle Mountain project will produce a \$9 million surplus for the Town, which may be used at the Town's discretion to enhance the physical environment of the Town, BBC Fiscal Impact Analysis, p. 25-26.

- N. **Primary Effects on the Economic Environment:**
 - 1. Increase in net annual tax revenue (\$9 million annual net impact), BBC Fiscal Impact Analysis, p.26
 - 2. Revenue detail presented throughout the report

- O. **Secondary Effects on the Economic Environment:**
 - 1. The Battle Mountain project will produce a \$9 million annual surplus for the Town, which could be used at the Town's discretion to enhance amenities and services for all Minturn residents, BBC Fiscal Impact Analysis, p. 25-26.
 - 2. Additionally, the Battle Mountain project will likely create economic opportunities in Minturn for new and existing businesses to support project construction, operations, and services.

- P. **Adverse Effects which Cannot be Avoided:** N/A

- Q. **Mitigating Measures to Minimize Impact:**
 - 1. In preparing a land plan, the Applicant has been mindful of the possible impacts of the development on the residents of the Town, and has therefore (i) situated the golf course closest to the existing Town, (ii) clustered the development that is visible from Highway 24, and (iii) situated the mountain development out of the Red Cliff and Minturn viewsheds. The bulk and mass of development visible from Highway 24 has been designed to be consistent with its natural and man-made surroundings.

2. The commercial elements of the development will be amenities to the residential element, and not operated for the primary purpose of generating a profit, thereby preventing competition with existing Minturn businesses and avoiding or minimizing the possibility of displacement of existing businesses.
 3. The Applicant has mitigated adverse financial impacts on the Town by privately funding many aspects of the project that would customarily be publicly funded.
- R. **Significant Short-Term Effects:** See temporary effects identified above.
- S. **Significant Cumulative and Long-Term Effects:**
1. Increase in residential units (1,700 units), BBC Fiscal Impact Analysis, p.4
 2. Increase in population (4,673 people on peak winter day), BBC Fiscal impact analysis, p.16
 3. Increase in full-time residents (398 people) BBC Fiscal impact Analysis, p.17
 4. Increase in net tax revenue (\$9 million net impact), BBC Fiscal impact Analysis, p.26
 5. Revenue detail presented throughout entire report
- T. **Possible Alternatives:** Pursuant to direction from the Planning Commission, the Applicant is analyzing the merits of funding some of the project-associated costs through the use of a special district.
- U. **Irreversible Environmental Changes:** None analyzed

CONCLUSION

This EIR Summary supports the conclusion stated in the EIR, the Battle Mountain project will have both direct (primary) and indirect (secondary) effects, both beneficial and detrimental, to the natural, social, cultural, and economic environments of the project area and the existing Town of Minturn. The proposed development has adopted a strategy of avoidance, where feasible, and minimization of effects throughout the character areas. Where adverse effects cannot be avoided, mitigation measures have been recommended to further reduce the potential effects to those resources during implementation of the proposed project.

The positive impacts to all environments as a result of the proposed remedy enhancements and retrofits in the Bolts Lake and Gilman Character Areas cannot be overlooked. Future remediation will positively affect the area's natural environment. Socially and economically, the Battle Mountain project - enabled by the cleanup - will result in substantial financial benefit to the existing Minturn community. In general, the proposed development will affect the area's natural resources, but it will not threaten the continued existence of or ability to enjoy these resources.

This EIR Summary has been provided as a supplement to Applicant's Environmental Impact Report Supporting Applications for Preliminary Development Plan (File No. PUD PDP 06-01), Amendment to Zone District Map (File No. PUD AZDM 06-01), and Preliminary Subdivision Plat (File No. PUD PP 06-01). Article 20 of Section 16 of the Minturn Municipal Code sets forth specific criteria to be included and analyzed in an Environmental Impact Report. This EIR Summary specifies each such criteria and demonstrates Applicant's compliance therewith in order to enable the Planning Commission and the Town Council to judge the environmental impacts of the proposal and to judge measures proposed to reduce or mitigate any harmful impacts.