

**VENTURE OUT AT MESA, INC.
CONDOMINIUM BOARD OF DIRECTORS'
TELECONFERENCE MEETING
Tuesday, June 19, 2007- 9:00 a.m. MST – Oasis**

DIRECTORS PRESENT BY TELEPHONE:

Ron LUCIUK, President	Alan WILKINSON, Director
Doug GALE, Vice President	Gary ROBBINS, Director
Sue WARREN, Secretary	Marlice FENSKE, Director
Russ MORFELD, Director	Dave DeBARRE, Director

PRESENT IN PERSON: Mary SCHMIT, General Manager; Carol PERKINSON, Communications Technology Committee; Approximately 40 Lot Owners

ABSENT: Dave CATHRO, Treasurer

GUEST: Wade GARDNER of DISH/EchoStar joined the call at 9:30 a.m.

There were no motions made at this meeting.

Vice President GALE gave an update on the PINNEY/OSBORN case. The attorney for the defendants filed an appeal to the Superior Court June 11, 2007. Following this information, it was the consensus of the Board, with agreement from Attorney FREEMAN, to file for reimbursement of additional legal fees.

The Ad Hoc Cable Television Committee is composed of Dave CATHRO, Sue WARREN, Marlice FENSKE, Gary ROBBINS and Mary SCHMIT. The committee received concerns and suggestions from the other Board members. Director FENSKE gave an update on the committee's meeting by teleconference call on May 31, 2007.

The committee discussed exclusivity. As the contract states, Echo/Star would be the sole exclusive provider of video, audio data and interactive programming on the property without limitation. The committee asked that this be changed to read Echo/Star would have exclusive rights to their lines only and every owner would have the right to choose their service provider. The owners would still be included in the bulk billing. The committee agreed all references to "internet", i.e. data systems, would be removed from the contract. The committee would like to see a five to seven year contract with a one to three year renewal. They would, however, go along with a ten-year term if the other term was not acceptable to EchoStar provided there was a buy out clause at the end of the ten-year contract. Venture Out would have paid Echo/Star in excess of \$2,000,000.

Director FENSKE and Manager SCHMIT were requested by the Board to negotiate the contract and the company was to have a revised contract returned by June 11th but as of this date, it has not been received. Echo/Star has verbally turned Venture Out down on the less than 10 year term, no buy out clause and Venture Out will not own the equipment at the end of the contract.

Echo/Star representative Wade GARDNER updated the Board stating Echo/Star has been able to work with Satellite Television Systems and have an agreement in principle with them. Echo/Star is buying additional programming and there is more than seven miles of upgrade in the distribution plan. He said Echo/Star has a cost involved to bring the equipment up to standard and maintaining it on an ongoing basis. They are basing their numbers on seasonality, and what the owners may be purchasing. He said his department is truly committed to upgrading the plan, purchasing the STS equipment, upgrading and servicing the property to provide the owners' choices. The company would also like to provide high-speed internet services in the future. He stated a ten-year term is necessary due to Echo/Star's capital expense of \$350,000 just to do the upgrade. Mr GARDNER left the teleconference call at 10:20 a.m.

Following further discussion among Board members, it was the consensus of the Board to approve the ten-year term. The ad hoc Cable Television Committee will red-line the contract and submit to Echo/Star for their input.

The teleconference call ended at 10:45 a.m.

s/s Coreen Renner, Corporate Secretary

APPROVED: 10/25/07