

**ANNUAL ADMINISTRATIVE RESOLUTION OF  
ARABIAN ACRES METROPOLITAN DISTRICT (2018)**

STATE OF COLORADO    )  
  ) ss.  
COUNTY OF TELLER    )

At the Regular Meeting of the Board of Directors of the Arabian Acres Metropolitan District, Teller County, Colorado held on December 20, 2017 at 5:30 p.m. at the Shining Mountain Golf Club, 100 Shining Mountain Lane, Woodland Park, CO there were present:

<u>Board of Directors:</u>	<u>Office</u>	<u>Term/Expires</u>
Kalvin McBride	Director	2020
Jennifer McDowell	Director	2018
Rebecca Seaman	Secretary	2020
Betty Williams	Treasurer	2020
Robert (Elric) Winterer	President	2018

Also present were: Judy Bertrand, Metropolitan District Management, LLC, and Lynn Willow-Water Operator.

When the following proceedings were had and done, to wit:

It was moved by Director \_\_\_\_\_ to adopt the following Resolution and ratify actions taken in connection herewith:

WHEREAS, the Arabian Acres Metropolitan District (the "District") was organized as a special district pursuant to an Order of the District Court in and for Teller County, Colorado, and is located in said County; and

WHEREAS, the Board of Directors of the District (the "Board") has a duty to perform certain obligations in order to assure the efficient operation of the District; and

WHEREAS, the Directors may receive compensation for their services and for their services subject to the limitations imposed by § 32-1-902(3)(a)(I) and (II), C.R.S.; and

WHEREAS, § 32-1-103(15), C.R.S., requires the Board to publish certain legal notices in a newspaper of general circulation in the District; and

WHEREAS, § 32-1-903(1), C.R.S., requires that the Board shall meet regularly at a time and in a place to be designated by the Board; and

WHEREAS, in accordance with the Colorado Governmental Immunity Act, the Board is given authority to obtain insurance against liability for injuries for which the District may be liable under the Governmental Immunity Act, pursuant to § 24-10-115, C.R.S.; and

WHEREAS, §§ 32-1-901(2) and 32-1-902(2), C.R.S., requires the District to obtain an individual, schedule or blanket surety bond in an amount of no less than \$1,000 per director and \$5,000 for the Board Treasurer, and to file such bond with the District Court and the Division of Local Government; and

WHEREAS, § 32-1-306, C.R.S. requires the District to file a current, accurate map of its boundaries with the Division of Local Government, County Assessor, County Clerk and Recorder and the Division of Local Government on or before January 1 of each year; and

WHEREAS, § 32-1-104(2), C.R.S., requires that the District, on or before January 15, notify the Board of County Commissioners, Assessor, Treasurer, Clerk and Recorder, the governing body of any municipality in which the District is located, and the Division of Local Government, of the name of the Chairman of the Board, the contact person, the telephone number and the business address of the District; and

WHEREAS, § 32-1-809, C.R.S., requires that the District, between November 16 and January 15 of the subsequent year to provide notice to the eligible electors of the District (“Transparency Notice”), which notice shall contain the following information:

- The address and telephone number of the principal business office;
- The name and business telephone number of the manager or other primary contact person;
- The names of the members of the board, indicating each member whose office will be on the ballot at the next regular special district election;
- The times and places designated for regularly scheduled meetings of the board during the year, and the place where notice of board meetings is posted pursuant to § 24-6-402(2)(c) C.R.S.;
- The current mill levy, and total ad valorem tax revenue received during the last year;
- The date of the next regular special district election of board members;
- The procedure and time to submit a self-nomination form for election to the board;
- A statement that an application to request permanent mail-in voter status can be obtained from the County Clerk, or on-line from the Secretary of State, and can be returned to the County Clerk and Recorder of the county or counties in which the district is wholly or partially located;
- The address of any web site on which the special district’s election will be posted.

Said notice shall be mailed, posted on the official web site of the District or mailed to the Special District Association of Colorado (“SDA”) or filed with the Division of Local Affairs.

WHEREAS, the Local Government Budget Law of Colorado, §§ 29-1-101, *et seq.*, C.R.S., requires the Board to hold a public hearing on proposed budgets and amendments thereto, to adopt budgets, and to file copies of the budgets and amendments thereto; and

WHEREAS, § 32-1-104.8, C.R.S., requires the District to record a Special District Disclosure Document and a map of the boundaries of the District with the County Clerk and Recorder on or before December 31; and

WHEREAS, elections may be held pursuant to the Special District Act and the Uniform Election Code of 1992 for the purpose of 1) electing members of the District's Board of Directors, 2) to present certain ballot issues to the eligible electors of the District as required by Article X, § 20 of the Colorado Constitution, and 3) to present certain ballot questions to the eligible electors of the District; and

WHEREAS, § 1-1-111(2), C.R.S., states that all powers and authority granted to the governing body of a political subdivision may be exercised by the appointed Designated Election Official; and

WHEREAS, §§ 1-11-103 and 32-1-104(1), C.R.S., require the District to notify the Division of Local Government of the results of any elections held by the District, including business address, telephone number and the contact person; and

WHEREAS, § 32-1-1101.5, C.R.S., requires the District to certify results of any election to incur general obligation indebtedness to the board of county commissioners of each county in which the special district is located or to the governing body of the municipality that has adopted a resolution of approval of the District; and

WHEREAS, § 32-1-1604, C.R.S., requires within 30 days of incurring or authorizing general obligation debt that the District shall record a notice of such debt with the County Clerk and Recorder, on a form prescribed by the Division of Local Government; and

WHEREAS, in accordance with §§ 32-1-1101.5(1.5) and (2), C.R.S., either the Board of County Commissioners or each county in which the special district is located, or the governing body of the municipality that has adopted a resolution of approval of the District, may require the District to file an application for quinquennial finding of reasonable diligence; and

WHEREAS, special district directors are governed by § 32-1-902(3), C.R.S., which requires such director to disqualify himself or herself from voting on an issue in which he or she has a conflict of interest unless the director has properly disclosed such conflict in compliance with law; and

WHEREAS, § 32-1-902, C.R.S., requires the Board to elect officers, including a Chairman of the Board and President of the District, a Treasurer of the Board and District, and a Secretary, who may be a member of the Board; and

WHEREAS, the Board of Directors desires to engage a firm for the District to assist with providing financial services and to assist with the financial operations of the District, and who shall also be designated as the budget officer required to prepare and submit to the Board a proposed District budget by October 15, pursuant to §§ 29-1-104 and 105(3)(d), C.R.S.; and

WHEREAS, the Board of Directors desires to engage a management firm to manage the operations and affairs of the District; and

WHEREAS, concerning the public records of the District, § 24-72-202(2), C.R.S. defines “Official Custodian” to mean and include any officer or employee of any political subdivision of the state who is responsible for the maintenance, care, and keeping of public records, regardless of whether the records are in his or her actual personal custody and control. The maintenance, care and keeping of public records shall be in accordance with the Colorado Special District Records Management Schedule.

WHEREAS, § 24-33.5-707(6), C.R.S., requires the Board of Directors to appoint an elected official to act as liaison officer to facilitate the cooperation and protection of the District in the work of disaster prevention, preparedness, response and recovery because the District does not have its own disaster agency and has not made arrangements to secure or participate in the services of another local disaster agency.

WHEREAS, The Board may adopt standard *rules of procedure* to govern how Board meetings are conducted. Such rules provide desirable order and efficiency” (SDA Board Member Manual, Updated May 15, 2015). The Board desires to run an effective and efficient meeting and insure there is no disruption. Criminal statutes make it a misdemeanor to disrupt public meetings.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF ARABIAN ACRES METROPOLITAN DISTRICT, TELLER COUNTY, COLORADO AS FOLLOWS:

1. The Board of the District determines that each director may receive compensation in the amount of \$100.00 per meeting attended up to \$2,400 per annum for their service on the Board, based on available funds. Each Director shall elect whether or not to take compensation for the year at the first meeting of the year. Directors fees shall not be deferred.

2. The Board designates the *Pikes Peak Courier* as the newspaper of general circulation within the boundaries of the District, or in the vicinity of the District if none is circulated within the District, and directs that all legal notices shall be published in accordance with applicable statutes.

3. The Board determines to hold regular meetings at 5:30 p.m. on the third Wednesday of the month at ~~Shining Mountain Golf Club~~, 100 Shining Mountain Lane, Woodland Park, CO 80863. In addition, regular and special meeting notices shall be posted at a total of three locations within the boundaries of the District (1) the bus stop at the entrance to Arabian Acres at the intersection of Denwood Drive and County Road #42, inside the enclosed case; (2) the bus stop at the entrance to Trout Haven at the intersection of County Road #42 and Trout Haven Road; (3) along Trout Lake road between Kutsu Ridge Road and County Road #42, inside the enclosed case, and in the offices of the Teller County Clerk and Recorder pursuant to the 72-hour notice requirement found in Title 32, C.R.S.

4. The Board directs management to obtain and maintain insurance for the District, to insure the Directors acting within the scope of employment by the Board against all or any part of such liability for an injury; to insure against the expense of defending a claim for injury

against the District or its Board. Additionally, the Board directs management to obtain bonds or equivalent insurance coverage as required by §§ 32-1-901(2) and 32-1-902(2), C.R.S., in an amount of no less than \$1,000 per Director and \$5,000 for the Board Treasurer, and to file the bond or certificate of insurance with the District Court and the Division of Local Government.

5. The Board directs management to file an accurate boundary map, as specified by the Division of Local Government with the County Assessor, County Clerk and Recorder and the Division as may be required by statute.

6. The Board directs management to notify the governing body of the municipality in which the District is located, the County Assessor, Treasurer, Clerk and Recorder and the Division of Local Government, of the name of the Chairman of the Board/President of the District, the contact person, telephone number and business address of the District.

7. The Board directs management to file a Transparency Notice with the Division of Local Affairs or post on the Special District Association website, between November 16 and no later than January 15 of the subsequent year.

8. The Board designates the District Manager to serve as the Budget Officer, and to submit a proposed budget to the Board by October 15<sup>th</sup> for the following year, to schedule a public hearing on the proposed budget; to prepare a final budget, budget resolutions and amendments to the budget, if necessary; to certify the mill levies on or before December 15; and to file the approved budgets and amendments thereto with the proper governmental entities in accordance with the Local Government Budget Law of Colorado.

9. The Board directs management to prepare and file the annual public securities report for nonrated public securities issued by the District, with the Department of Local Affairs on or before March 1<sup>st</sup>.

10. The Board directs the District Manager to prepare or cause to be prepared for filing with the State Auditor an audit of the financial statements by June 30 of the subsequent year; further, the Board directs that the Audit be filed with the State Auditor by July 31 in accordance with its Bond Covenants.

11. The Board hereby appoints Metropolitan District Management as the "Designated Election Official" of the District for any elections to be held during 2018 and any subsequent year. The Board hereby grants all powers and authority for the proper conduct of the election to the Designated Election Official, including but not limited to appointing election judges, appointing a canvass board and cancellation, if applicable, of the election.

12. The Board deems it expedient for the convenience of the electors that it shall conduct all regular and special elections of the District via a mail ballot election unless a polling place election is deemed necessary and expressed in a separate election resolution.

13. The District directs the Designated Election Official to notify the Division of Local Government of the results of any elections held by the District, including business address, telephone number and the contact person.

14. The District directs the Designated Election Official to certify results of any election to incur general obligation indebtedness to the Teller County Board of County Commissioners. Note: N/A at this time.

15. Whenever the District authorizes or incurs general obligation debt, the Board directs the Designated Election Official to record a notice of such debt with the Teller County Clerk and Recorder, within 30 days of authorizing or incurring the debt, on a form prescribed by the Division of Local Government. Note: N/A at this time.

16. The Board directs the District Manager to prepare and file with the Board of County Commissioners of each County in which the special district is located, or to the governing body of the municipality that has adopted a resolution of approval of the District, if requested, the quinquennial finding of reasonable diligence in accordance with §§ 32-1-1101.5(1.5) and (2), C.R.S.

17. The District hereby elects the following officers for the District:

President/Chairman of the Board  
Assistant Vice President  
Treasurer  
Secretary  
Director

18. The Board directs legal counsel to file annual conflict of interest disclosures provided by the Board members with the Secretary of State. At the discretion of legal counsel or the District Manager, transactional conflict of interest disclosures shall be filed seventy-two (72) hours prior to meeting of the Board, when applicable or at a Board member's request. In addition, written disclosures required to be filed with the governing body in accordance with § 18-8-308, C.R.S., shall be deemed filed with the Board of Directors of the District when filed with the Secretary of State.

20. The Board engages the firm Metropolitan District Management, LLC to provide accounting, financial and management services (with the exception of the Annual Audit) for the District, through 2018.

21. The Board engages JA Excavation (Lynn Willow) to provide water operations services and perform as the ORC for the District.

22. The Board designates Jason Downie of Susemihl, McDermott & Cownan, PC as the general legal counsel for the District.

23. The Board designates Metropolitan District Management, LLC to serve as the official custodian of public records and to follow the Colorado Special District Records

Management Schedule through 2018.

24. The Board designates the President/Chairman of the Board as liaison officer responsible for facilitating the work of disaster prevention and emergency management.

25. The Board, at its discretion, may determine whether to allow Public Comments at meetings and the length of time each member of the public is allowed to speak. Members of the Public that interrupt Board discussion and functioning or whose comments exceed the limit placed by the Board (currently at 3 minutes) will be requested to leave the meeting. If the Board loses control of the meeting the President will terminate the meeting immediately.

WHEREUPON, the motion was seconded by Director \_\_\_\_\_ and upon vote, unanimously carried. The President declared the motion carried and so ordered.

ADOPTED AND APPROVED THIS 20th DAY OF DECEMBER 2017.

ARABIAN ACRES METROPOLITAN DISTRICT

By: \_\_\_\_\_  
President Robert (Elric) Winterer

By: \_\_\_\_\_  
Secretary Rebecca Seaman

By: \_\_\_\_\_  
Treasurer Betty Williams

By: \_\_\_\_\_  
Director Calvin McBride

By: \_\_\_\_\_  
Director Jennifer McDowell

Attest:

\_\_\_\_\_  
Judy Bertrand, District Manager