

CERTIFIED COPY OF ANNUAL ADMINISTRATIVE RESOLUTION OF MOUNTAIN SKY METROPOLITAN DISTRICT (2024)

STATE OF COLORADO)
) ss.
COUNTY OF WELD)

At a special meeting of the Board of Directors of the Mountain Sky Metropolitan District, City of Fort Lupton, Weld County, Colorado, held remotely at 2:00 p.m., on Wednesday, October 25, 2023, the following Directors were present:

Gene Osborne
Kimberly Martel
Stefan Newcomb

Also present were Joan Fritsche, Attorney, Fritsche Law LLC; Eric Weaver, Marchetti & Weaver, LLC; and Angela Elliott and Evan Redman, Teleos Management Group.

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

It was moved by Director Newcomb to adopt the following Resolution and ratify actions taken in connection herewith.

WHEREAS, the Mountain Sky Metropolitan District (the "District") was organized as a special district pursuant to an Order of the District Court in and for Weld County, Colorado, and is located within said County and within the City of Fort Lupton; and

WHEREAS, the Board of Directors of the District (the "Board") has a duty to perform certain obligations in order to comply with State law and assure the efficient operation of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of Mountain Sky Metropolitan District, Weld County, Colorado as follows:

1. The Board of the District determines that each Director shall not receive compensation for services as Director.
2. The Board designates the *Fort Lupton Press* 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 § 32-1-103(15), C.R.S.
3. The Board determines to hold regular 2024 meetings at 10:00 a.m. on March 4, June 3 and October 21, 2024, remotely. Regular and special meeting notices shall be posted on the District's website: <https://www.mountainskymetrodistrict.org/>

4. The Board designates the playground located in Tract J between Morning Tide Avenue and Morning Sky Avenue, which is within the boundaries of the District as the emergency physical 24-hour posting place for meeting notices in the event the District's website is unavailable.

5. The Board directs management to post notice of an Annual Meeting to be held just prior to the October 21, 2024 meeting. The Annual Meeting will include a presentation on the District's projects and unaudited financial statements, with time for questions from community members, pursuant to SB23-110. No action will be taken during the Annual Meeting.

6. 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 general counsel 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.

7. 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 in accordance § 32-1-306, C.R.S.

8. The Board directs management to provide the Notice to Electors ("Transparency Notice") to the eligible electors of the District, City of Fort Lupton, Weld County Board of County Commissioners, Assessor, Treasurer, Clerk and Recorder, and the Division of Local Government pursuant to § 32-1-809, C.R.S.

9. The Board directs management to maintain the District's website and to periodically update the website with the following information:

- a. The names, terms, and contact information for the current directors and the manager of the metropolitan district;
- b. Current fiscal year budget and, any amendments to the budget;
- c. The prior year's audited financial statements, or an application for exemption from an audit prepared in accordance with the "Colorado Local Government Audit Law;
- d. A Call for Nominations pursuant to section 1-13.5-501 (1);
- e. Not more than thirty days after an election, certified election results for an election held within the current fiscal year;
- f. Current map depicting the boundaries of the metropolitan district; and

- g. No less than 24 hours prior to each meeting, the Meeting Notice containing the information required by section 24-6-402 (2)(c)(iii), C.R.S.

10. The Board designates the District's accountant to serve as the budget officer, and to submit a proposed budget to the Board by October 15th for the following year, and, in cooperation with general counsel, 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 15th; and to file the approved budgets and amendments thereto with the proper governmental entities in accordance with the Local Government Budget Law of Colorado.

11. If necessary, the Board directs management to publish notice of a public hearing at least ten days in advance of such hearing of the District's intent to certify mill levies above the property tax limit as defined in Section 29-1-306 (c), C.R.S., pursuant to SB23-303.

12. The Board directs the accountant 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 1st in accordance with § 11-58-101, *et seq.*, C.R.S., if applicable.

13. The Board directs general counsel to provide the Disclosure Document and a map of the District's boundaries to the County Clerk and Recorder, for recording, at the same time an inclusion order is recorded.

14. The Board directs the accountant to prepare or cause to be prepared for filing with the State Auditor either an Application for Exemption from Audit for the prior fiscal year by March 31st; or an audit of the financial statements by June 30th to be filed with the State Auditor by July 31st.

15. The Board directs the accountant to prepare the Unclaimed Property Act report and forward the report to the State Treasurer by November 1st, in accordance with the Unclaimed Property Act, § 38-13-101, *et seq.*, C.R.S.

16. The Board hereby appoints Mandi Kirk as the "Designated Election Official" of the District for any elections to be held during 2024 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, pursuant to the authority set forth in § 1-1-111, C.R.S.

17. 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.

18. Pursuant to SB21-262, for each regular District election, the Designated Election Official shall distribute notice of the election and the Call for Nominations ("Notice") by emailing the Notice to each active registered elector of the District as specified in the registration list provided by the county clerk and recorder. If an email address is not on file with the county clerk

and recorder, the Notice shall be mailed to each address at which one or more active registered electors of the District resides.

In addition, the Designated Election Official shall also provide the Notice by any one of the following means:

- posting the Notice on the District's website;
- publishing the Notice in a newspaper of general circulation within the District; or
- including the Notice as a prominent part of a newsletter, annual report, billing insert, billing statement, letter, voter information card or other notice of election, or other informational mailing sent by the metropolitan district to the eligible electors of the metropolitan district.

19. In accordance with § 1-13.5-103(3), C.R.S., the Board hereby 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.

20. The Board directs the Designated Election Official to certify results of any election to incur general obligation indebtedness to the Weld County Board of County Commissioners that adopted a resolution of approval of the District and with the Division of Securities.

21. 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 Weld County Clerk and Recorder, within 30 days of authorizing or incurring the debt, on a form prescribed by the Division of Local Government, in accordance with § 32-1-1604, C.R.S..

22. The Board directs general counsel to prepare and file with 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.

23. Pursuant to SB21-262, unless the annual report requirement is waived by the City of Fort Lupton or requested earlier, prior to October 1st, the Board directs general counsel to prepare and file the prior year's special district annual report with the City of Fort Lupton, Weld County Board of County Commissioners, the Division of Local Government, and the State Auditor and to deposit a copy of such report with the County Clerk and Recorder. The Board directs management to post the special district annual report on the District's website.

24. The District hereby directs each present and future member of the Board to periodically execute an Affidavit of Qualification of Director, to be retained in the District's files.

25. The Board hereby elects the following officers:

President/Chairman of the Board – Gene Osborne
Vice President – Christopher Pelton

Treasurer – Kimberly Martel
Secretary – Stefan Newcomb

26. The Board directs general counsel to file conflict of interest disclosure forms provided by Board members with the Secretary of State no less than seventy-two (72) hours prior to meetings of the Board, if necessary, 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.

27. The Board extends the current indemnification resolution to allow the resolution to continue in effect as written.

28. The Board continues the engagement of Fritsche Law LLC as general counsel for the District.

29. The Board continues the engagement of the firm of Marchetti & Weaver, LLC to provide accounting services for the District.

30. The Board continues the engagement of Teleos Management Group to provide management services to the District.

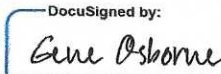
31. The Board continues the engagement of Independent District Engineering Services, LLC (IDES) as an independent consulting engineer.

32. The Board designates the firm of Teleos Management Group to serve as the official custodian of public records and directs compliance with the Colorado Special District Records Management Manual.


WHEREUPON, the motion was seconded by Director Martel and upon vote, unanimously carried. The Chairman declared the motion carried and so ordered.

ADOPTED AND APPROVED THIS 25TH DAY OF OCTOBER.

MOUNTAIN SKY METROPOLITAN DISTRICT

By: 
Gene Osborne, Chairman

Attest:



Stefan Newcomb, Secretary

CERTIFICATION

I, Stefan Newcomb, Secretary of the Board of the Mountain Sky Metropolitan District do hereby certify that the attached and foregoing Resolution is a true copy from the records of the proceedings of the Board of said District.

Effective this 25th day of October, 2023.

DocuSigned by:



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Secretary