

**RESOLUTION OF THE BOARD OF DIRECTORS OF THE
WOODY CREEK METROPOLITAN DISTRICT CONCERNING
ANNUAL ADMINISTRATIVE MATTERS**

2024

WHEREAS, the Board of Directors of the Woody Creek Metropolitan District (the “District”) is to perform certain tasks on a recurring basis in the operation of the District;

NOW, THEREFORE, BE IT RESOLVED by the Woody Creek Metropolitan District within Pitkin County, Colorado, as follows:

1. Contact Person. The Board directs the Administrator to notify the Board of County Commissioners, the County Assessor, the County Assessor, the County Treasurer, the County Clerk and Recorder, and the Division of Local Government of the name of the Chairman of the Board, the contact person located within the District, if available telephone number and business address of the District on or before January 15, as required by Section 32-1-104 (2), CRS. The Board hereby names the Administrator as the contact person within the District. The contact person is authorized, under CRS 24-10-109(3)(b) to accept notices of claims against the District and, if any such claim is received, promptly notifies the President of the Board and the attorney for the District of such receipt.
2. Map. The Board directs their legal counsel to review and update if necessary an accurate map as specified by the Division of Local Government for filing with the Division, the County Assessor, and the County Clerk and Recorder on or before January 1, as required by C.R.S. 32-1-306, if required.
3. Budget. The Board directs its bookkeeper and the Metro District Treasurer to submit a proposed budget to the Board by October 15; to schedule a public hearing on the proposed budget; to prepare a final budget, budget resolution and budget message, the certification of mill levies, and any budget amendment (s) with the proper governmental entities in accordance with the Local Government Budget Law of Colorado Sections 29-1-101 to 29-1- 115 C.R.S. If no mil levy is to be certified, such actions may be completed by December 31.
4. Intergovernmental Agreements. If the District receives a written request from the Division of Local Government, the Board directs their legal representative to prepare and file within 30 days of such request, an informational listing of all the contracts in effect with other political subdivisions, in compliance with Section 29-1-205, C.R.S.

5. Notice to Electors (Transparency Notice). The Board directs that no more than sixty days prior and not later than January 15, it will prepare and distribute the Notice to Electors pursuant to and in a manner prescribed by Section 32-1-8-9, C.R.S. The Board further directs that the notice will be filed with the Division of Local Government and the County Clerk and Recorder and a copy made available for public inspection at the District's business office.

6. Annual Securities Report. If required, the board directs its legal counsel to prepare and file the annual public securities report for nonrated securities issued by the District (if any) , with the department of Local Affairs on or before March 1, in accordance with Section 11-58-101 to 11-58-107, C.R.S.

7. Audit/Audit Exemption. The Board directs that an audit of the financial statements be prepared and submitted to the Board before June 30, and further directs that the audit be filed with the State Auditor by July 31, as required by Section 29-1-603, C.R.S. In the event that the timetable will not be met, the auditor and BOD are directed to request extensions of time to file the audit as needed. If neither the revenues nor the expenditures are greater than \$100,000 but are less than or equal to \$750,000.00, then the Board directs that a long form application for exemption shall be prepared. The short form or the long form application shall be submitted to the Board and then filed with the State Auditor by March 31, as required by Section 29-1-604, C.R.S.

8. Unclaimed Property. The Board directs the Administrator to prepare the Unclaimed Property Act report and forward it to the State Treasurer by November if there is District property presumed abandoned and subject to custody as unclaimed property, in accordance with Section 38-13-110,C.R.S.

9. Public Records. The Board designates the Administrator as the official custodian of public records as such term is used in Section 24-72-202, C.R.S., with the functions thereof hereby delegated to the Administrator as the custodian as defined in 24-72-202 C.R.S. The custodian is authorized to develop such procedures as may be reasonably required for the protection and retention of such records. On behalf of the District, the custodian may charge the maximum fees allowed by law for copies, research and retrieval, development of privilege log, and other such services as allowed by law.

10. CORA Policy. Pursuant to Section 24-72-205, C.R.S., the board has adopted a policy concerning research and retrieval fees for public records. The Board directs the Administrator to update the Director's Notice to Electors (Transparency Notice) with the District's CORA policy information as required by statute.

11. E-mail Policy. Pursuant to Section 24-72-204.5, C.R.S., the Board hereby adopts a written policy that District management may monitor electronic mail communications at

any time, with or without cause, and further states that correspondence of any employee in the form of electronic mail may be a public record under the public records law and may be subject to public inspection under Section 224-72-203 C.R.S.

12. Fair Campaign Practices Act – Gifts and Honoraria. The Board is reminded that in accordance with the Fair Campaign Practices Act, each Board member is required to report to, and in a manner prescribed by, the Secretary of State certain items received in connection with their service, such report to be filed on or before January 15 of the year following receipt of the items, as required by Sections 1-45-109 and 24-6-203, C.R.S. No report needs to be filed unless a Director receives \$25 or more in cash or in loans, or real or personal property having a value of \$50 or more. Further, the Board is reminded that in accordance with C.R.S. Section 24-6-203, if a Board member receives annual compensation from the District of more than \$1,600.00, then the Board member is required to file a quarterly report in the prescribed manner with the Secretary of State.

13. Newspaper. The Board designates the Aspen Times 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 the afore named newspaper, in accordance with section 32-1-103(15) C.R.S. If publication in such a newspaper is impossible or impracticable, then any legal newspaper published in the county may be an alternative.

14. Director Compensation. The Board of Directors of the District determines that each Director shall not receive compensation for services as directors.

15. Director Qualification. Pursuant to Section 32-1-901 C.R.S., the District determines that each present and future member of the board shall have in the District files, with annual confirmation thereof by the district's custodian of public records, a complete and executed Certificate of Appointment (if Board member is appointed) current Oath of Office and applicable surety bond, and that copies of each be submitted to the local Division of Local Government and the District Court as necessary and as may be requested.

16. Officers. The District has elected or appointed, in accordance with Section 32-1-902, C.R.S., the following officers in the District:

President: Don McAllister

Treasurer & Secretary: Patty Hamilton

Director: Susie Jiminez

Director: Grant Purcell

Director: Curtis Wackerle

The Board of Directors consists of Three (3) Directors serving Four (4) year terms and Two (2) serving Two (2) year terms.

17. Director Indemnification. The Board of Directors of the District extends the current indemnification resolution to allow the resolution to continue in effect as written. In the event an indemnification resolution is not in effect, then the approval of this administrative matters resolution shall be deemed to authorize indemnification of the Directors of the District when acting in good faith within the scope of their duties and in the best interest of the District, to the fullest extent allowed by law.

18. Designated Posting Location. The Board of Directors of the District designates the following location as the designated posting place for the posting of meeting notices and the posting location for meeting agendas, if available, in accordance with Section 24-6-402(2)©, C.R.S. at the Laundry Building, 125 Woody Creek Plaza, Woody Creek, Colorado, 81656. Meeting notices will be available, and deemed to have given full and timely notice, on the website in accordance with the August 2, 2019 revision in accordance with Section 24-6-402(2)©(III), C.R.S.

19. Meetings. The Board has determined to hold regular meetings six times yearly, odd months, including one budget hearing yearly. In addition, regular and special meeting notices shall be posted at: the designated posting location as identified above; at one other public place; and at the Clerk and Recorder's Office, and on the website, all in accordance with Section 32-1-903, C.R.S. The Board directs the Administrator to prepare notices for posting at three public locations within the boundaries of the District, one of which is the designated posting location. Legal Counsel shall revise the notices when the board intends to make a final determination to issue or refund general obligation indebtedness, to consolidate the District, to dissolve the District, to file a plan for adjustment of debt under federal bankruptcy law, or to enter into a private contract with a director, or not to make a scheduled bond payment.

20. Elections. The District Board of Directors may opt to conduct the election system they see fit in accordance lawfully under the Colorado Local Government Election Code (Article 13.5 of Title 1, C.R.S.) and certain provisions of the Uniform Election Code of 1992 (Articles 1 to 13 of Title 1, C.R.S.). Seter & Vander Wall, P.C. will serve as the district's designated election official.

21. Notice of Indebtedness. In accordance with Sections 32-1-1604, C.R.S. and 1101.5(1), the Board directs the Administrator to issue the notice of indebtedness to the board of County Commissioners and to record such notice with County Clerk and Recorder within 30 days of incurring or authorizing any indebtedness.

22. Quinquennial Findings. If requested, the Board directs the Administrator to prepare and file with the Board of County Commissioners, the quinquennial finding of reasonable diligence, in accordance with Section 32-1-1101.5(1.5) & (2), C.R.S.

23. Annual Report. If requested or required, the Board directs the Administrator to prepare and file the special district annual report, in accordance with Sections 32-1-207(3)©, C.R.S.

24. Disclosure of Potential Conflict of Interest. The Board has determined that Legal Counsel may file general conflict of interest disclosure forms, if any, provided by board members with the Secretary of State each year, which forms may be updated on an annual basis through information given to Legal Counsel by board members. If a specific conflict arises regarding a certain transaction of the board, the Board member is required to notify Legal Counsel at least five days prior to the date of the meeting so that the transactional disclosure form may be filed in a timely manner, in accordance with Sections 32-1-902(3) and 18-8-308, C.R.S. Additionally, at the beginning of every term, Legal Counsel may request that each board submit information regarding actual or potential conflicts of interest.

25. Special District Association. If the District is currently a member of the Special Districts Association (“SDA”) and the Board directs its Treasurer to pay the annual SDA membership dues in a timely manner.

26. Insurance. The Board directs the Treasurer to at least biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

27. Promissory Notes. The District has no outstanding promissory notes.

28. Outstanding General Obligation Indebtedness. The District has no outstanding general obligation bonds or multiple fiscal year financial obligations.

29. Continuing Disclosure. The Administrator shall provide continuing disclosure service if and as applicable to the bonds and financial indebtedness of the District.

30. Workers’ Compensation. Pursuant to Section 8-40-202(1)(a)(I)(B), C.R.S., the elected and appointed officials of the District shall be deemed to be an employee within the meaning of Section 8-40-202(1)(a), C.R.S. The Board directs the Treasurer to pay the annual worker’s compensation premium on behalf of the District in a timely manner.

31. PDPA. Pursuant to the provisions of the Colorado Public Deposit Protection Act Sections 11-10.5-101 et seq., C.R.S., the Board appoints the Treasurer as the official custodian of public deposits.

32. Public Disclosure Statement. Pursuant to Section 32-1-104.8, C.R.S., the Board directs Seter & Vander Wall, P.C., legal representative, to prepare and record a special district public disclosure document, including a map showing the boundaries of the district, with the County Clerk and Recorder. Such recording shall have been made on or before December 31, or as soon as practical after the approval of this Resolution, and at the same time as any subsequent order or decree approving any inclusion of property into the District is recorded with the Clerk and Recorder.

33. Water or Sewer Rates. The Board directs that any Board action to fix or increase fees, rates, tolls, penalties, or charges for domestic water or sanitary sewer service rates will be taken into consideration at a public meeting. Such public meetings will be held at least thirty days after providing notice to the customers receiving the water or sanitary sewer services from the District. Notice will be made pursuant to and in a manner described by Section 32-1-1001(2)(a), C.R.S.

34. Undocumented Worker Certification. In compliance with C.R.S. Section 8-17.5-101 et seq., the Board directs that each existing and prospective service contract entered into by the District must contain specific language regarding the prohibition of the use of illegal aliens to perform work under a public contract for services.

35. Inclusions/Exclusions of Property. The Board directs Legal Counsel to handle all procedures required under the Colorado state statutes regarding the inclusion and exclusion of property into and out of the District's boundaries.

36. Underground and Above Ground Storage Tanks. If applicable, the Board directs the Administrator to register and renew annually all underground and/or aboveground storage tanks with the state inspector of oil.

37. Underground Facility Locating. If applicable, the Board directs the property manager to provide accurate information regarding the boundaries of the District's service area, the type of underground facility that may be encountered within such service area, and the name, address and telephone number of a person who shall be the designated contact person for the information regarding the District's underground facilities along with information regarding the District's underground facilities that the District owns and operates which are not located within the designated service area to the Utility Notification Center of Colorado. The Board further authorizes the District to maintain its membership in the notification association as a "Tier 2" member, if applicable.

38. Recording of Conveyances of Real Property to the District. Pursuant to C.R.S. 38-35-109.5(2), the President is designated as an appropriate official to record conveyances of real property to the District within 30 days of such conveyance.

39. Ratification of Past Actions. The Board members have reviewed the minutes of every meeting of the Board conducted in 2023, and the Board, being fully advised of the premises, hereby ratifies and affirms each and every action taken by the Board in 2023.

40. Emergency Liaison Officer. The Board designates the president (or chair) of the District, in his/her capacity as elected official for the District, as the Emergency Liaison Officer responsible for facilitating the cooperation and protection of the work of disaster prevention, preparedness, response, and recovery with the Colorado Office of Emergency Management and any local disaster agencies. The Emergency Liaison Officer shall have the authority to designate such agent(s) as he or she determines appropriate to perform any and all acts necessary to facilitate the responsibilities of the Emergency Liaison Officer.

41. Legal Representation The Board has appointed Seter & Vander Wall, P.C. as the district's legal council.

41. Legal Liaison. The Board has appointed the legal liaison position to an administrator duty and directs the District administrator to manage communications between the Board and Seter & Vander Wall, P.C.

42. Dates Herein. All dates set forth in this resolution shall be in 2024 unless otherwise specified.

This resolution shall be deemed renewed each year until terminated or a new resolution is adopted.

Adopted and Approved this 6th day of November, 2023.

WOODY CREEK METROPOLITAN DISTRICT

By:  DRM
DRM (Nov 21, 2023 20:09 MST)

President, Treasurer, or Director

ATTEST:

By: 

Administrator