

**ANNUAL RESOLUTION OF
THE BOARD OF DIRECTORS OF THE
GREEN MOUNTAIN WATER AND SANITATION DISTRICT**

At a regular meeting of the Board of Directors of the Green Mountain Water and Sanitation District, Jefferson County, Colorado, held at 6:00 P.M., on Tuesday, January 9, 2024, at Green Mountain Water and Sanitation District, 13919 West Utah Avenue, Lakewood, Colorado, at which a quorum was present, the following resolution was adopted:

WHEREAS, the Green Mountain Water and Sanitation District (the "District") was organized as a special district pursuant to an Order of the District Court in and for the County of Jefferson, Colorado, dated February 11, 1952 and is located within Jefferson County; and

WHEREAS, the Board of Directors of the District (collectively referred to as the "Board" or individually as "Director(s)") has a duty to perform certain obligations in order to assure the efficient operation of the District; and

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

WHEREAS, §§ 24-10-109 and 24-32-116, C.R.S. require that the District provide its name, its principal address and/or mailing address, the name of its agent and the agent's mailing address to the Department of Local Affairs (the "Department") and keep such information updated regularly; and

WHEREAS, § 32-1-809, C.R.S. requires that the Board provide notice, containing certain information about the District, to the eligible electors of the District no more than sixty (60) days prior to and not later than January 15; and

WHEREAS, § 32-1-104(2), C.R.S. requires that the District, on or before January 15, file a copy of the notice required by § 32-1-809, C.R.S. with the Board of County Commissioners, the County Assessor, the County Treasurer, the County Clerk and Recorder in each county in which the District is located, the governing body of any municipalities in which the District is located and the Division; and

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, § 29-1-205(1), C.R.S. requires the District to file a current list of all contracts in effect with other political subdivisions within thirty (30) days of receiving a request therefor from the Division; and

WHEREAS, in accordance with the Public Securities Information Reporting Act, §§ 11-58-101 *et seq.*, C.R.S., issuers of nonrated public securities shall make public within sixty (60)

days following the end of each of such issuer's fiscal year, an annual information report or reports with respect to any of such issuer's nonrated public securities which are outstanding as of the end of each such fiscal year; and

WHEREAS, in accordance with § 29-1-604(1), C.R.S., if expenditures and revenues of the District are not in excess of \$100,000, the District may file an exemption from audit with the State Auditor; or in accordance with § 29-1-604(2)(b), C.R.S., if expenditures and revenues of the District for any fiscal year commencing on or after January 1, 2015, are at least \$100,000, but not more than \$750,000, the District may file an exemption from audit with the State Auditor; or in accordance with § 29-1-603, C.R.S., the governing body of the District shall cause to be made an annual audit of the financial statements for each fiscal year; and

WHEREAS, the Unclaimed Property Act, §§ 38-13-101 *et seq.*, C.R.S., requires that governmental subdivisions, if applicable, file an annual report listing unclaimed property with the State Treasurer by November 1 of each year; and

WHEREAS, pursuant to § 32-1-103(15), C.R.S., the legal notices of the District must be published in one newspaper of general circulation in the District, and if there is not one such newspaper of general circulation, then in one newspaper in each county in which the District is located; and

WHEREAS, pursuant to § 24-6-402(2)(c), C.R.S., in addition to any other means of full and timely notice, the Board shall annually designate at the first meeting of the calendar year a posting place within the boundaries of the District for posting of notices; and

WHEREAS, § 32-1-903(2), C.R.S. which incorporates by reference § 24-6-402(2)(c), C.R. requires that notice of the time and place designated for all regular meetings shall be posted no less than 24 hours prior to the holding of meetings on the Green Mountain Water and Sanitation District website, which is accessible at www.greenmountainwater.org ; and

WHEREAS, § 32-1-903(1), C.R.S. requires that the Board shall meet regularly at a time and place to be designated by the Board that is within the boundaries of the District or within the boundaries of any county in which the District is located, in whole or in part, or in any county so long as the meeting location does not exceed twenty miles from the District boundaries, unless the proposed change of location for a meeting appears on the Board agenda of a regular or special meeting and a resolution is adopted stating the reason for which a meeting of the Board is to be held in a location other than under the provisions of § 32-1-903(1), C.R.S. and further stating the date, time and place of such meeting; and

WHEREAS, pursuant to § 32-1-904, C.R.S., the office of the District shall be at some fixed place to be determined by the Board; and

WHEREAS, pursuant to § 32-1-901(1), C.R.S., each Director, within thirty (30) days after his or her election or appointment to fill a vacancy, must take an oath of office which must be filed with the Clerk of the Court and with the Division; and

WHEREAS, in accordance with § 32-1-901(2), C.R.S., at the time of filing said oath, there shall also be filed for each Director an acknowledging the surety coverage policy maintained by the District ; and

WHEREAS, pursuant to § 32-1-902(1), C.R.S., the Board shall elect one of its members as chairman of the Board and president of the District, one of its members as a treasurer of the Board and a secretary who may be a member of the Board, or the secretary and treasurer may be one individual, who in such case is a member of the Board; and

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

WHEREAS, Directors are governed by § 32-1-902(3)(b), C.R.S., in effect since 1981, which requires any 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, Directors are governed by § 32-1-902(4), C.R.S., which requires any Director who owns undeveloped land that constitutes at least twenty percent (20%) of the territory included in the District to properly disclose such fact in compliance with the law; and

WHEREAS, §§ 32-1-1604 and 32-1-1101.5(1), C.R.S. require the Board to issue notice of indebtedness to the Board of County Commissioners and to record such notice with the County Clerk and Recorder in each county in which the District is located within thirty (30) days of incurring or authorizing indebtedness; and

WHEREAS, in accordance with §§ 32-1-1101.5(1.5) and (2), C.R.S., the Board of County Commissioners may require the District to file an application for the quinquennial finding of reasonable diligence; and

WHEREAS, in accordance with §§ 32-1-207(3)(c) and (d), C.R.S., the Board of County Commissioners or the governing body of a municipality in which the District is wholly or partially located may require the District to file a special district annual report; and

WHEREAS, in accordance with the Colorado Governmental Immunity Act, §§ 24-10-101, *et seq.*, C.R.S., the Board is given authority to obtain insurance; and

WHEREAS, the Colorado Open Meetings Law at § 24-6-402(2)(d.5)(II)(A), C.R.S. specifies that discussions that occur in an executive session of a local public body shall be electronically recorded; and

WHEREAS, pursuant to § 24-6-402(2)(d.5)(I)(E)(I)(B), C.R.S., if all or a portion on the discussion during executive session constitutes a privileged attorney client communication, no record or recording shall be required to be kept;

WHEREAS, pursuant to § 24-6-402(2)(d.5)(II)(E), C.R.S., such electronic recording of executive sessions shall be retained for at least ninety (90) days after the date of the executive session; and

WHEREAS, in accordance with § 32-1-104.8, C.R.S., the District must record a public disclosure document and a map of the boundaries of the District with the County Clerk and Recorder of each county in which the District is located at any time thereafter that an order or decree confirming the inclusion of real property into the District is recorded.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE GREEN MOUNTAIN WATER AND SANITATION DISTRICT AS FOLLOWS:

1. The Board directs the District's engineer to prepare an accurate map as specified by the Division for filing with the County Assessor, County Clerk and Recorder and the Division as required by statute on or before January 1, if applicable.
2. The Board directs legal counsel to notify the Department of the District's name, principal address and/or mailing address, agent's name and agent's mailing address in accordance with §§ 24-10-109 and 24-32-116, C.R.S.
3. The Board directs the District manager to: (1) provide notice, containing certain information about the District, to the eligible electors of the District, not earlier than November 16 and not later than January 15, in the manner set forth in § 32-1-809, C.R.S; and (2) in accordance with § 32-1-104(2), C.R.S., file a copy of the notice with the Board of County Commissioners, County Assessor, County Treasurer, County Clerk and Recorder's Office in each county in which the District is located, the governing body of any municipality in which the District is located and with the Division. The Board further directs that a copy of the notice shall be made available for public inspection at the principal business office of the District.
4. The Board directs the District manager to submit, or arrange for the submission of, a proposed budget to the Board by October 15; to schedule a public hearing on the proposed budget; to prepare a final budget, including any resolutions adopting the budget, appropriating moneys and fixing the rate of any mill levy; to prepare budget resolutions, including certification of mill levies 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 not later than thirty (30) days after the beginning of the fiscal year of the budget adopted, in accordance with the Local Government Budget Law of Colorado.
5. The Board directs the District manager to prepare and file, or arrange for the preparation and filing of, a current list of all contracts in effect with other political subdivisions with the Division within thirty (30) days of receiving a request therefor from the Division, if applicable.

6. The Board directs the District manager to prepare and file, or arrange for the preparation and filing of, the annual public securities report for nonrated public securities issued by the District with the Department within sixty (60) days following the end of the District's fiscal year, if applicable.
7. The Board directs the District manager to file, or arrange for the filing of, either an audit exemption application with the State Auditor within three (3) months after the close of the District's fiscal year or that an audit of the financial statements is prepared and submitted to the Board within six (6) months after the close of the District's fiscal year. Further, the Board directs that the audit report be filed with the State Auditor within thirty (30) days after the Board's receipt of the audit report from the auditor.
8. The Board directs the District manager to prepare, or arrange for the preparation of, the Unclaimed Property Act report and forward to the State Treasurer by November 1, if applicable.
9. The Board designates the Golden Transcript as a 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 in the Golden Transcript.
10. The Board designates Green Mountain Water and Sanitation District website at www.greenmountainwater.org as the posting place for notices of meetings in 2024 for purposes of § 24-6-402(2)(c), C.R.S. , except that in exigent or emergency circumstances such as a power outage or interruption in internet service that prevents the public from accessing the notice online, the posting place for notices of meetings in 2024 shall be at the office of the District at 13919 West Utah Avenue, Lakewood, Colorado, and
11. In addition the Board determines that regular and special meeting notices shall be posted on the Green Mountain Water and Sanitation District website at www.greenmountainwater.org ; and
12. Emergency meetings may be called without notice, if notice is not practicable, by the president of the Board or any two (2) Board members in the event of an emergency that requires the immediate action of the Board in order to protect the public health, safety and welfare of the property owners and residents of the District. If possible, notice of such emergency meeting may be given to the members of the Board by telephone or whatever other means are reasonable to meet the circumstances of the emergency, and shall be provided to the public via any practicable means available, *if any*, including, but not limited to, posting notice of such emergency meeting on the District's website, if any. At such emergency meeting, any action within the power of the Board that is necessary for the immediate protection of the public health, safety and welfare may be taken;

provided however, that any action taken at an emergency meeting shall be ratified at the first to occur: (a) the next regular meeting of the Board, or (b) the next special meeting of the Board.

13. The Board determines to hold regular meetings the second Tuesday of each month at 6:00 p.m. at Green Mountain Water and Sanitation District, 13919 West Utah Avenue, Lakewood, Colorado.
14. Pursuant to § 32-1-904, C.R.S., the Board determined that the office of the District shall be at 13919 West Utah Avenue, Lakewood, Colorado.
15. Pursuant to § 32-1-901, C.R.S., the Board directs legal counsel to prepare, administer and file an oath of office and procure a surety bond for each Director as required by § 32-1-901, C.R.S. in the total amount of \$10,000 and to file copies of each with the Clerk of the Court and the Division.
16. The District hereby elects the following officers for the District:

President:	Karen Morgan
Vice President:	David Garner
Treasurer:	Todd Hooks
Secretary:	David Wiechman

17. The Board directs that each director may receive compensation for services as Directors in accordance with §§ 32-1-902(3)(a)(I) and (II), C.R.S.
18. The Board has determined that legal counsel will file conflict-of-interest disclosures provided by Directors with the Secretary of State seventy-two (72) hours prior to each meeting of the Board. In addition, written disclosures provided by Directors required to be filed with the governing body in accordance with § 18-8-308, C.R.S. shall be deemed filed with the Directors of the District when filed with the Secretary of State.
19. In accordance with §§ 32-1-1604 and 32-1-1101.5(1), C.R.S., the Board directs the District manager to issue, or arrange for the issuance of, notice of indebtedness to the Board of County Commissioners and to record such notice with the County Clerk and Recorder in each county in which the District is located within thirty (30) days of incurring or authorizing any indebtedness.
20. The Board directs the District manager to prepare and file with the Board of County Commissioners, if requested, the quinquennial finding of reasonable diligence in accordance with §§ 32-1-1101.5(1.5) & (2), C.R.S.
21. The Board directs the District manager to prepare and file, if requested, the special

district annual report in accordance with §§ 32-1-207(3)(c) and (d), C.R.S.

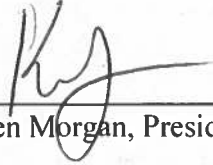
22. Prior to renewal of current policies, the Board directs the District manager to obtain proposals for insurance to insure the District against all or any part of the District's liability for injury, to insure the Directors acting within the scope of employment by the Board against all or any part of such liability for an injury and to insure against the expense of defending a claim for injury against the District or its Board. The Board will annually review all insurance policies in effect.
23. The Board directs the custodian of all electronic recordings of executive sessions to retain all electronic recordings of executive sessions for purposes of the Colorado Open Meetings Law for ninety (90) days after the date of the executive session. The Board further directs the custodian to systematically delete all recordings of executive sessions made for purposes of the Colorado Open Meetings Law at its earliest convenience after the ninetieth (90th) day after the date of the executive session.
24. The Board directs the District manager to prepare, or arrange for the preparation of, the special district public disclosure statement in accordance with § 32-1-104.8, C.R.S. and record the statement with the County Clerk and Recorder at any such time as a decree or order of inclusion of real property into the District's boundaries is recorded.

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Whereupon, a motion was made and seconded, and upon a majority vote this Annual Resolution was approved by the Board.

ADOPTED AND APPROVED THIS 9 DAY OF JANUARY 2024.

**GREEN MOUNTAIN WATER AND SANITATION
DISTRICT**



Karen Morgan, President

ATTEST:

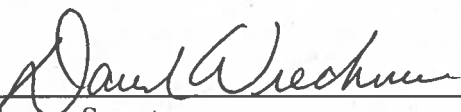


Dave Wiechman, Secretary

CERTIFICATION

I, _____, Secretary of the Board of the Green Mountain Water and Sanitation District, do hereby certify that the annexed and foregoing Resolution is a true copy from the records of the proceedings of the Board of said District, on file at the District office and with Dylan Woods, general counsel to the District.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the District, at the County of Jefferson, Colorado, this _____, day of January 2024.



Dave Wiechman, Secretary

