

RESOLUTION NO. 2023-12-01

**RESOLUTION OF THE BOARD OF DIRECTORS
OF EBERT METROPOLITAN DISTRICT
CONCERNING ANNUAL ADMINISTRATIVE MATTERS
2024**

WHEREAS, the Board of Directors of the Ebert 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 Ebert Metropolitan District within the City and County of Denver, Colorado, as follows:

1. **Contact Person** - The Board of Directors of the District (the "Board") directs Legal Counsel to notify the City Council, the Assessor, the Treasurer, the 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), C.R.S. The Board hereby names the District Manager as the contact person within the District. District Manager contact information is posted under "Contact Us" on the Home page of the District website at ebertmd.colorado.gov. The contact person is authorized, under Section 24-10-109(3)(b), C.R.S., to accept notices of claims against the District as the District's agent and, if any such claim is received, shall promptly notify the President of the Board and the attorney for the District of such receipt.
2. **Map** - The Board directs the District Manager to prepare an accurate map as specified by the Division of Local Government for filing with the Division, the Assessor, and the Clerk and Recorder on or before January 1, as required by Section 32-1-306, C.R.S. If there have been no changes to the boundaries of the District since the filing of an accurate map, Legal Counsel may notify the above-mentioned entities in a letter that no changes have been made to the map.
3. **Budget** - The Board directs its Accountant and District Manager 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 mil levies, and any budget amendment(s) needed; to certify the mil levies on or before December 15; and to file the approved budget and 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.

The Board directs its Accountant to set the “General Obligation Bonds and Interest” mil levy to the rate necessary to:

- 1) Pay the scheduled Yearly Debt Service Payment (per the Ebert Metropolitan District “Schedule of Debt Service Requirements to Maturity,” per column “Total All Bonds”), and
- 2) To maintain the Rate Stabilization Reserve (RSR) at \$6,636,000, and
- 3) Limit the Debt Service Fund “SURPLUS” to between \$40,000 - \$60,000. Any sum in excess of this range shall be applied to reduce the “General Obligation Bonds and Interest” mil levy for the budgeted year. [Admin Note: The intent here is to preclude excessive taxation.]

The Board directs that the Rate Stabilization Reserve shall serve exclusively to fund the shortage, if any, of the Debt Service Fund “Revenue” necessary to satisfy the scheduled Yearly Debt Service Payment in the budget year. Any withdrawal from the RSR for this purpose, shall be fully refunded the following calendar year by, if necessary, a one-time Debt Service mill levy increase for this purpose.

4. **Intergovernmental Agreements (IGA’s)** - If the District receives a written request from the Division of Local Government, the Board directs Legal Counsel to prepare and file within thirty days of such request, an informational listing of all 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 to and not later than January 15, the District’s Legal Counsel will prepare and distribute the “Notice to Electors” pursuant to and in a manner prescribed by Section 32-1-809, C.R.S. The Board further directs that in compliance with Section 32-1-104(2), C.R.S., the Notice will be filed with the City Council, the Assessor, the Treasurer, the Clerk and Recorder, and the Division of Local Government and a copy made available for public inspection at the District’s business office.

6. **Annual Securities Report** - If required, the Board directs the District’s Accountant and Legal Counsel to prepare and file the annual public securities report for nonrated public securities issued by the District (if any), with the Department of Local Affairs on or before March 1, in accordance with Sections 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 29-1-606, C.R.S. The Board further directs its District Accountant to coordinate, arrange for, and support as necessary, the annual Audit. In the event that the timetable will not be met, the auditor and the District’s Auditor are directed to request extensions of time to file the audit as needed. If neither the revenues nor the expenditures for the past year exceed \$100,000, then the Board directs that a short form application for exemption from audit shall be prepared. If either revenues or expenditures are greater than \$100,000 but are less than or equal to \$750,000, then the Board directs that a long

form application for exemption from audit shall be prepared. The short form or 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 Legal Counsel to prepare the Unclaimed Property Act report and forward it to the State Treasurer by November 1 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 District's Legal Counsel as the official custodian of public records as such term is used in Section 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 such other services as are authorized by law.

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

11. **Data Privacy Policy** - Pursuant to Sections 24-73-101, et seq., C.R.S., the Board has adopted a written policy for the destruction of documents containing personal identifying information, for implementing reasonable security procedures and practices to protect personal identifying information, and for notifying Colorado residents of a security breach or possible security breach.

12. **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 24-72-203, C.R.S.

The Board further directs that when and if the District has employees, the following electronic mail policy will be in effect:

All employees of the District may have access to the District's electronic mail communications system, which access may include utilization of a District-assigned email address for use in both internal and external email communications.

Employees shall expect no right of privacy in their use of the District's electronic communications system.

Employees understand, acknowledge and agree that all communications in the form of electronic mail may be considered a public record pursuant to CORA and may be subject to public inspection pursuant to C.R.S. Section 24-72-203 of CORA.

The District reserves the right to monitor an employee's electronic mail communication(s) including, but not limited to, circumstances where the District, in its sole discretion, reasonably believes that such communication(s) may be considered a public record pursuant to C.R.S. § 24-72-203 of CORA.

13. **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, report certain items received in connection with their service, such report to be filed on or before January 15, April 15, July 15, and October 15 of each year, as required by Sections 1-45-109 and 24-6-203, C.R.S. No report needs to be filed unless a director receives \$53 or more in cash or loans, or real or personal property having a value of \$53 or more. Further, the Board is reminded that in accordance with Section 24-6-203, C.R.S., if a Board member receives annual compensation from the District of more than \$2,400, then the Board member is required to file a quarterly report in the prescribed manner with the Secretary of State.

14. **Newspaper** - The Board designates the Denver Post 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 newspaper is impossible or impracticable, then any legal newspaper published in the county may be used as an alternative.

15. **Director Compensation/FICA** - The Board of Directors of the District determines that each director shall receive compensation for services as directors, at the maximum rate allowed by law, in accordance with 32-1-902(3)(a)(I) & (II), C.R.S. The Board recognizes that the Internal Revenue Service has determined that directors of special districts are considered employees of the District and as such, must pay federal employment taxes on the compensation they receive for services performed as a director. The Board, therefore, directs the District's Accountant to withhold federal employment taxes from the amount that the directors receive in compensation and to furnish each director with an annual IRS W-2 form.

Directors, as volunteer members of the public, may be reimbursed for expenses incurred conducting District business (e.g., mileage (IRS rate) driving to & from in person meetings concerning District matters, meals, office supplies, etc. – at cost), as well as for attendance at Special District Association Annual Conferences or Seminars (e.g., SDA hotel room rate, meals, mileage, registration fees, etc.). The District authorizes up to \$1,500 for these purposes, per Director, per annum from Jan 1 thru Dec 31. Requests for reimbursement shall be accompanied by a written/printed receipt indicating vendor/supplier name and address, and which may be submitted in digital form (e.g. photo scan).

- a. **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 the director is appointed), current Oath of Office and applicable Surety Bond, and that copies of each be submitted to the Division of Local Government and the District Court as necessary and as may be requested.
- b. **Officers** - The District has elected/appointed, in accordance with Section 32-1-902, C.R.S., the following officers for the District:

Name	Title
Bruce Shibles	President & Co-Treasurer
Murray Hawthorne	Treasurer
Cynthia Barclae	Secretary
Louis Kennedy	Assistant Secretary
Leslie Young	Assistant Secretary

Unless the District acts to elect/appoint new officers, or an officer resigns his or her office, such officers shall serve indefinitely.

- c. **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 interests of the District, to the fullest extent allowed by law.

- d. **Designated Posting Location for the Posting of Meeting Notices** - Pursuant to Sections 24-6-402(2)(c)(I) and 32-1-903, C.R.S., the Board of Directors of the District has adopted a Resolution Concerning Online Notice of Public Meetings, which authorizes the Board to post notices of its public meetings, including specific agenda information, on the following public website: <https://www.ebertmd.colorado.gov> no less than twenty-four hours prior to the holding of the meeting. In the event the District is unable to post a notice online in exigent or emergency circumstances, such as a power outage or an interruption in internet service that prevents the public from accessing the notice online, in accordance with Section 24-6-402(2)(c)(III), C.R.S., the Board designates the following location within the District's boundaries as the official designated posting place for the posting of meeting agendas no less than twenty-four hours prior to the meeting: Green Valley Ranch Recreation Center, 4890 Argonne Way, Denver, CO.

e. **Meetings** - The Board determines to hold regular meetings on the following dates and times in 2024:

March 26, 2024 at 7:00 PM.

June 11, 2024 at 7:00 PM

September 10, 2024 at 7:00 PM

December 3, 2024 at 7:00 PM

The location of the meetings will be virtual. In addition, regular and special meeting notices shall be posted as identified above in accordance with Section 24-6-402(2)(c), C.R.S. The Board directs the District Manager to prepare notices for posting in accordance with Section 32-1-903, C.R.S. 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, to enter into a private contract with a director, or not to make a scheduled bond payment.

f. **Elections** - The District Manager shall name and appoint a Designated Election Official of the Board for any elections to be held by the District unless another Designated Election Official is appointed by resolution of the Board. In accordance with Section 1-1-111(2), C.R.S., 13.5 of Title 1, C.R.S., or applicable law, the Board hereby grants all powers and authority for the proper conduct of the election to the Designated Election Official and that the election shall be held and conducted in accordance with the Local Government Election Code, applicable portions of the Uniform Election Code of 1992, as amended and supplemented by Const. Colo. Art. X, Sec 20, the Current Rules and Regulations Governing Election Procedures of the Secretary of State of the State of Colorado, and Title 32, Article I, Part 8, Colorado Revised Statutes, and other relevant Colorado and federal law. Further, the Board directs the Designated Election Official to notify the Division of Local Government of the results of any election held by the District, including business address, telephone number and the contact person; and to certify the results of any election to incur general obligation indebtedness to the Board of County Commissioners or the governing body of a municipality, in accordance with Sections 1-11-103, 32-1-104(1), and 32-1-1101.5, C.R.S.

g. **Independent Mail Ballot Elections** - The Board deems it expedient for the convenience of the electors that all regular and special elections of the District shall be conducted as an independent mail ballot election in accordance with Section 1-13.5-1101, C.R.S., unless a polling place election is deemed necessary and expressed in a separate election resolution.

h. **Notice of Indebtedness** - In accordance with C.R.S. Sections 32-1-1604 and 1101.5(1), the Board directs the District Accountant and Legal Counsel to issue notice of indebtedness to the City Council and to record such notice with the Clerk and Recorder within 30 days of incurring or authorizing of any indebtedness.

i. **Quinquennial Findings** - If requested, the Board directs the District Accountant to prepare and file with the City Council the quinquennial finding of reasonable diligence, in accordance with Sections 32-1-1101.5(1.5) and (2), C.R.S.

j. **Annual Report** - If requested or required, the Board directs Legal Counsel to prepare and file the special district annual report, in accordance with Section 32-1-207(3)(c), C.R.S.

k. **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 the directors with the Secretary of State each year, which forms may be updated on an annual basis through information the directors give to Legal Counsel. If a specific conflict arises regarding a certain transaction of the Board, the director 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 member submit information regarding actual or potential conflicts of interest.

l. **Special District Association** - If the District is currently a member of the Special District Association ("SDA"), the Board directs its Accountant to pay the annual SDA membership dues in a timely manner.

m. **Insurance** - The Board directs the District Manager to at least annually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained, and to ensure appropriate insurance coverage is in place.

n. **Promissory Notes** - The District has no outstanding promissory note(s).

o. **Outstanding General Obligation Indebtedness** - The District has the following outstanding general obligation bonds or multiple fiscal year financial obligations as of December 31, 2018: Limited Tax General Obligation Refunding Bonds, Series 2018A-1 in the amount of \$86,350,000 and Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018A-2 in the amount of \$16,365,000. A current copy of each Bond's amortization schedule is included with the district's annual budget.

p. **Continuing Disclosure** - The District Accountant shall provide continuing disclosure service if and as applicable to the bonds and other financial obligations of the District.

Workers' Compensation – In accordance with § 8-40-202(1)(a)(I)(B), C.R.S., the Board hereby waives workers' compensation coverage for individual Board members by opting that the individual Board members not be deemed employees as that term is defined in the Workers' Compensation Act of Colorado, and directs legal counsel to file statements with the Division of Workers' Compensation in the Department of Labor and Employment for the State of Colorado at least forty-five (45) days before the start of the 2024 policy year in order to effect such waiver of coverage.

- q. **PDPA** - Pursuant to the provisions of the Colorado Public Deposit Protection Act, Section 11-10.5-101, et seq., C.R.S., the Board appoints the Treasurer as the official custodian of public deposits.
- r. **Undocumented Worker Certification** - In compliance with Section 8-17.5- 101 et seq., C.R.S., 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.
- s. **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.
- t. **Public Disclosure Statement** - Pursuant to Section 32-1-104.8, C.R.S., the Board directs Legal Counsel to prepare and record a special district public disclosure document, including a map showing the boundaries of the District, with the Clerk and Recorder at the same time as any subsequent order or decree approving an inclusion of property into the District.
- u. **Underground Facility Locating** - If applicable, the Board directs Legal Counsel to provide accurate information regarding the boundaries of the District's service area, the type of underground facility(ies) 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 concerning underground facilities that the District owns or 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 1" member, if applicable.
- v. **Recording of Conveyances of Real Property to the District** - Pursuant to Section 38-35-109.5(2), C.R.S., Legal Counsel is designated as an appropriate official to record conveyances of real property to the District within thirty days of such conveyance.
- w. **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 of the Board taken in 2023.
- x. **Emergency Liaison Officer** - The Board designates the President 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 District in 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 agents as (s)he shall determine appropriate to perform any and all acts necessary to facilitate the responsibilities of the Emergency Liaison Officer.

y. **Dates Herein** - All dates set forth in this Resolution shall be in 2024 unless otherwise specified.

z. **Renewal** - This Resolution shall be deemed renewed each year until terminated or a new resolution is adopted.

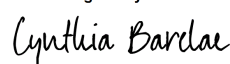
[Remainder of Page Intentionally Left Blank]

RE: RESOLUTION OF THE BOARD OF DIRECTORS OF EBERT METROPOLITAN DISTRICT CONCERNING ANNUAL ADMINISTRATIVE MATTERS 2024

**RESOLUTION APPROVED AND ADOPTED ON DECEMBER 5, 2023.
EBERT METROPOLITAN DISTRICT**

BY:  DocuSigned by:
C4344A21E82A47C

Bruce Shibles, President

ATTEST:  DocuSigned by:
B1954C9A5F32478

Cynthia Barclae, Secretary