

**2024 ANNUAL OMNIBUS RESOLUTION  
OF THE BOARD OF DIRECTORS OF THE  
FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3**

At a regular meeting of the Board of Directors of Fossil Ridge Metropolitan District No. 3, Jefferson County, Colorado (“*District*”), held at 6:30 p.m. on the 8<sup>th</sup> day of January 2024, at 15250 W Evans Ave. Lakewood, Colorado 80228 and/or via virtual meeting, at which a quorum of the Board of Directors of the District (“*Board*”) was present, the following resolution was adopted by the Board:

**WHEREAS**, the Board is required by law to perform certain actions to ensure the efficient administration and operation of the District and to comply with State law; and

**WHEREAS**, Section 32-1-306, C.R.S. requires the District to file a current, accurate map of its boundaries with the Jefferson County Assessor (“*Assessor*”), the Jefferson County Clerk and Recorder (“*Clerk & Recorder*”), and with the Division of Local Government (“*Division*”) on or before January 1 of each year, or, if there has been no change in the boundaries, a letter advising the foregoing agencies that the boundaries have not changed; and

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

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

**WHEREAS**, Section 32-1-104(2), C.R.S. requires the District, on or before January 15, to file a copy of the notice required by Section 32-1-809, C.R.S. with the Jefferson County Board of County Commissioners (“*BOCC*”), the Assessor, the Jefferson County Treasurer (“*Treasurer*”), the Clerk & Recorder, the City of Lakewood (“*City*”), and the Division; and

**WHEREAS**, the Local Government Budget Law of Colorado, Sections 29-1-101 *et seq.*, C.R.S., requires the Board to: a) hold a public hearing each year on a proposed budget(s) and/or amendments thereto; b) adopt the budget(s) and/or budget amendments; and, c) file a certified copy of the budget(s) and any amendments thereto with the Division; and

**WHEREAS**, pursuant to Section 32-1-103(15), C.R.S., the legal notices of the District must be published one time in a newspaper of general circulation within the boundaries of the District; and

**WHEREAS**, pursuant to Section 24-6-402(2)(c)(I), C.R.S., at the first regular meeting of the calendar year, the Board must designate a physical location within the District’s boundaries for posting notices; and

**WHEREAS**, pursuant to Sections 32-1-903(2) and 24-6-402(2)(c)(I) & (III), C.R.S., in addition to any other means of full and timely notice, the Board shall be deemed to have given full and timely notice of a public meeting if the Board posts the notice on the District's public website or in the designated public place within the District's boundaries, no less than twenty-four (24) hours prior to the meeting; and

**WHEREAS**, Section 32-1-903(1), C.R.S. requires that the Board shall meet regularly at a time and location to be designated by the Board and such location may be physical, telephonic, electronic, other virtual place, or combination of such means where a meeting can be attended; provided that meetings that are held solely at physical locations must be held at physical locations that are within the boundaries of the District or within the boundaries of Jefferson County, or in any county so long as the meeting location does not exceed twenty (20) miles from the District's boundaries, unless the proposed change of location for a meeting appears on the agenda of a Board meeting and a resolution is adopted stating the reason for which the Board meeting(s) is to be held in a physical location other than under the provisions of Section 32-1-903(1.5), C.R.S. and further stating the date, time and physical location of such meeting(s); and

**WHEREAS**, pursuant to Section 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 Section 32-1-901(1), C.R.S., each member of the Board ("**Director**"), within thirty (30) days after their election or appointment to fill a Board vacancy, shall take an oath or affirmation in accordance with Section 24-12-101, C.R.S., and the oath must be filed with the Clerk & Recorder, and in accordance with Section 32-1-901(1), C.R.S. with the Clerk of the Court and with the Division; and

**WHEREAS**, in accordance with Section 32-1-901(2), C.R.S., at the time of filing said oath, there shall also be filed for each Director a bond; and

**WHEREAS**, in accordance with Section 24-14-102(2), C.R.S., the District may, in lieu of the required bond, purchase crime insurance to protect the District from any dishonesty, theft, or fraud; and

**WHEREAS**, pursuant to Section 32-1-902(1), C.R.S., the Board shall elect one of its Directors as chairman of the Board and president of the District, one of its Directors as a treasurer of the Board and District, and a secretary who may, but is not required to, be a Director; provided, that one individual may hold the offices of secretary and treasurer, in which case, the individual must be a Director; and

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

**WHEREAS**, Directors are governed by Section 32-1-902(3)(b), C.R.S., which requires any Director to disqualify themselves from voting on an issue in which they have a conflict of interest, unless the Director has properly disclosed such conflict in compliance with Section 18-8-308, C.R.S.; and

**WHEREAS**, pursuant to Section 32-1-1001(1)(o), C.R.S. the Board has the power to authorize the use of electronic records and electronic signatures, and adopt rules, standards, policies, and procedures for use of electronic records or signatures in accordance with the Uniform Electronic Transaction Act, Sections 24-71.3-101 *et seq.*, C.R.S.; and

**WHEREAS**, Sections 32-1-1604 and 32-1-1101.5(1), C.R.S. require the District to issue notice of the authorization or incurrence of general obligation indebtedness to the City and to record such notice with the Clerk & Recorder within thirty (30) days of incurring or authorizing such indebtedness; and

**WHEREAS**, Section 32-1-1101.5(1), C.R.S. requires the District to certify the results of ballot issue elections to incur general obligation indebtedness to the City within forty-five (45) days after the election, or at least thirty (30) days before issuing any general obligation debt if not previously certified, and requires the District to file a copy of such certificate with the Division of Securities within that timeframe; and

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

**WHEREAS**, the Colorado Open Meetings Law at Section 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, except where advice of legal counsel is provided, and, pursuant to Section 24-6-402(2)(d.5)(II)(E), C.R.S., such electronic recording shall be retained for at least ninety (90) days after the date of the executive session; and

**WHEREAS**, in accordance with the Public Deposit Protection Act, Sections 11-10.5-101 *et seq.*, C.R.S., the Board shall designate an official custodian with plenary authority to deposit public funds in any bank which has been designated by the Colorado Banking Board as an eligible public depository; and

**WHEREAS**, elections may be held pursuant to the Special District Act, Article 1 of Title 32, C.R.S.; the Uniform Election Code of 1992, Articles 1 to 13 of Title 1, C.R.S.; and the Colorado Local Government Election Code, Article 13.5 of Title 1, C.R.S., for the purpose of a) electing members of the Board; and b) presenting certain ballot questions to the eligible electors of the District; and

**WHEREAS**, Sections 1-1-111(2), 1-13.5-108 and 32-1-804(2), C.R.S. provide that all powers and authority granted to the Board may be exercised by a Designated Election Official (“**DEO**”) designated by the Board.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3 AS FOLLOWS:**

1. The Board directs the District’s engineer (“**Engineer**”) to prepare an accurate map of the District’s boundaries in accordance with the standards specified by the

Division or directs the District's manager ("**Manager**") to prepare a letter stating there have been no changes in the District's boundaries, as applicable, for filing with the Assessor, the Clerk & Recorder, and the Division, as required by Section 32-1-306, C.R.S., on or before January 1.

2. The Board directs the Manager 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 Sections 24-10-109 and 24-32-116, C.R.S.
3. The Board directs the Manager to: a) provide notice, containing certain information about the District, to the District's eligible electors, not earlier than November 16 and not later than January 15, in one or more of the ways set forth in Section 32-1-809(2), C.R.S.; and b) in accordance with Section 32-1-104(2), C.R.S., file a copy of the notice with the BOCC, the Assessor, the Treasurer, the Clerk & Recorder, the City, and 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 Accountant for the District ("**Accountant**") to: a) submit a proposed budget to the Board by October 15; b) schedule a public hearing on the proposed budget; c) prepare a final budget, including any resolutions adopting the budget, appropriating moneys and fixing and certifying the rate of any mill levy; d) if necessary, prepare resolutions amending an adopted budget; e) certify the mill levies on or before December 15; and, f) 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. . Notwithstanding the foregoing, adoption of the 2024 Budget and certification of the District's mill levy(ies), if any, shall occur no later than January 10, 2024.
5. The Board directs the Accountant to cause an audit of the financial statements to be 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.
6. Regular Board meetings for the calendar year 2024 shall be held on the following dates at 6:30 p.m.

Monday, January 8th  
Monday, March 11th  
Monday, May 13th  
Monday, July 15th  
Monday, August 26th  
Monday, October 14th  
Wednesday, December 9th

Special meetings of the Board shall be held as often as the needs of the District require, upon notice to each Director. For purposes of this Resolution, a study session is included in the term “special meeting.”

7. Regular and special meetings that are conducted in whole or in part at a physical location will be held at 15250 W. Evans Ave. Lakewood CO 80228. The Board may determine on a meeting-by-meeting basis whether a given meeting will only be held at a physical location, only via an electronic audio and video platform, or a combination of both. The public notice for each meeting will indicate how the meeting will be conducted and, if public access will be made available through an electronic audio and video platform, the electronic access information and public comment procedures will be made available to the public in advance. **Final information regarding the location, time and manner of meeting will be included on the District's meeting notice and agenda, and posted at least 24 hours in advance on the District's website or physical posting location, as designated in paragraphs 8 and 10 below.**
8. All notices of regular or special Board meetings shall be posted on the District's website at least 24 hours prior to each meeting at the following website address:  
  
\_www.solterra-connect.com
9. Such website address will be provided to the Division and, to the extent practicable, a) such notices shall be searchable by type of meeting, date of meeting, time of meeting, agenda contents, and any other category deemed appropriate by the Board, and b) a link to the notices also will be posted on at least one of the social media platforms utilized by the District, if any. The Board directs the Manager to maintain and update the official website of the District in compliance with Section 32-1-104.5(3)(a), C.R.S.
10. If a meeting notice cannot be posted on the District’s website due to internet service disruption, website unavailability, or other reason, the Board designates the following location for physically posting a notice:  
  
15250 West Evans Avenue, Lakewood CO 80228
11. Emergency meetings may be called without notice, if notice is not practicable, by the president of the Board or any two (2) Directors 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 all Directors 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. 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.

12. Pursuant to Section 32-1-904, C.R.S., the Board has determined that the office of the District shall be at 7995 E. Prentice Avenue, Suite 103E, Greenwood Village, Colorado 80111.
13. The Board directs the Manager to prepare, administer and file an oath or affirmation in accordance with Sections 32-1-901 and 24-12-101, C.R.S. In addition to the oath or affirmation, the Board directs the Manager to procure either crime insurance in accordance with Section 24-14-102(2), C.R.S. or a bond for each Director as required by Section 32-1-901, C.R.S. in the total amount of \$10,000, and to file copies of the crime insurance or bond with the Clerk of the Court and the Division.
14. The Board hereby elects the following officers for the District:

President/Chairman: Aaron Hochstein  
Vice-President: Andrew Amend  
Treasurer: Mike McCleary  
Secretary: Greg Taylor  
Assistant Secretary: Alana Bissonnette

15. The Board directs that each Director may receive compensation for services as Directors in accordance with Sections 32-1-902(3)(a)(I) & (II), C.R.S.
16. The Board authorizes the use of electronic records and electronic signatures. Use of electronic records and electronic signatures, when conducting transactions and in relation to the administration of the affairs of the District, will be performed and governed in accordance with the Uniform Electronic Transactions Act, Sections 24-71.3-101 *et seq.*, C.R.S.
17. The Board does not operate or maintain an electronic mail communication system devoted to the District but recognizes that its Directors and consultants may utilize electronic mail to conduct matters on behalf of the District and that such communications may be a public record under the Colorado Open Records Act and may be subject to public inspection under Section 24-72-203, C.R.S.
18. The Board directs the Manager to prepare and file with the City of Lakewood an annual report as required under the Service Plan for the District and Section 32-1-207(3)(c), C.R.S., as applicable.
19. The District is currently a member of the Special District Association (“*SDA*”) and insured through the Colorado Special Districts Property and Liability Pool. The

Board directs the Accountant to pay the annual SDA membership dues and insurance premiums in a timely manner and complete all necessary conditions of the third-party insurance agent, as applicable.

- 20. 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 on the ninety-first (91<sup>st</sup>) day after the date of the executive session. Pursuant to the Open Meetings Law, an executive session where advice of legal counsel will be provided shall not be electronically recorded.
- 21. The Board hereby designates the Accountant as its official custodian over public deposits in accordance with Sections 11-10.5-101 *et seq.*, C.R.S.
- 22. Sue Blair of Community Resource Services is hereby appointed as the DEO of the Board for any special elections to be held during 2024 unless another DEO is appointed by resolution. The Board hereby grants all powers and authority for the proper conduct of the special election to the DEO, including, but not limited to, appointing election judges, appointing a canvass board, cancelling the election, if applicable, and certifying election results.
- 23. The Board hereby authorizes Legal Counsel, the Manager, and the Accountant to use the District's name and a brief description of the work performed for the District for marketing purposes, including identifying the District in presentations, proposals, and publications, provided that no confidential information about the District is revealed.

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

**ADOPTED AND APPROVED THIS 8th DAY OF JANUARY 2024.**

FOSSIL RIDGE METROPOLITAN DISTRICT NO. 3

DocuSigned by:

*Aaron Hochstein*

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Aaron Hochstein, President

ATTEST:

DocuSigned by:

*Gregory J Taylor*

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Greg Taylor, Secretary

## CERTIFICATION

I, Greg Taylor, Secretary of the Board of the Fossil Ridge Metropolitan District No. 3, do hereby certify that the annexed and foregoing 2024 Annual Omnibus Resolution is a true copy from the records of the proceedings of the Board of said District on file in the office of the Manager.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the District, at the County of Jefferson, Colorado, this 8<sup>th</sup> day of January 2024.

DocuSigned by:  
*Gregory J Taylor*  
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Greg Taylor, Secretary

[SEAL]