

County Clerk and Recorder, the County of Jefferson, Colorado and the Division of the name of the chairman of the Board, the contact person, the telephone number and the business address of the District; and

WHEREAS, the Local Government Budget Law of Colorado, §§ 32-1-101, *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 with the Division; and

WHEREAS, § 39-5-128, C.R.S., requires the District to certify its mill levy with the Board of County Commissioners on or before December 15; and

WHEREAS, § 29-1-205, C.R.S., requires the District to prepare an informational listing on an annual basis of all contracts in effect with other political subdivisions and submit said list to the Division on or before February 1; and

WHEREAS, in accordance with the Public Securities Information Reporting Act, §§ 11-58-101, *et seq.*, C.R.S., issuers of non-rated public securities must file an annual report with the Department of Local Affairs within sixty (60) days of the close of the fiscal year; and

WHEREAS, 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 within six (6) months after the close of the fiscal year of the District and shall submit said report to the State Auditor within thirty (30) days after receipt of the audit or file an audit exemption application if the District meets the statutory requirements; and

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

WHEREAS, § 32-1-103(15), C.R.S., requires the District to publish certain legal notices in a newspaper of general circulation in the District; and

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

WHEREAS, pursuant to § 32-1-902(1), C.R.S., the Board shall elect officers of the District; and

WHEREAS, directors are governed by § 32-1-902(3)(b), C.R.S., which requires a director to disqualify himself or herself from voting on an issue in which s/he has a conflict of interest, unless the director has properly disclosed such conflict in compliance with law and files said conflict disclosure statements at least seventy-two (72) hours prior to any regular or special meeting of the District; and

WHEREAS, pursuant to § 24-10-110, C.R.S., the District shall defend and indemnify public employees pursuant to the Colorado Governmental Immunity Act; and

WHEREAS, § 24-6-402(2)(c), C.R.S., specifies the duty of the Board to designate a posting place for notices of meetings which are not otherwise posted under Title 32, C.R.S., as regular or special meetings; and

WHEREAS, § 32-1-903, C.R.S., requires that the Board shall meet regularly at a time and in a place to be designated by the Board and requires that notice of such meetings be posted in at least three (3) public places within the boundaries of the District and in the County Clerk and Recorder's Office at least three (3) days prior to said meeting; and

WHEREAS, elections may be held pursuant to the Special District Act, §§ 32-1-101, *et seq.*, C.R.S., and the Uniform Election Code of 1992, §§ 1-1-101, *et seq.*, C.R.S., for the purpose of: 1) electing members of the District's Board; 2) presenting certain ballot issues to the eligible electors of the District as required by Article X Section 20 of the Colorado Constitution; and 3) presenting certain ballot issues and questions to the eligible electors of the District; and

WHEREAS, § 1-5-102, C.R.S., specifies that the Board shall designate polling places for nonpartisan elections, other than coordinated elections, no later than twenty-five (25) days prior to an election, and, in accordance with § 1-5-102.5, C.R.S., no later than ninety (90) days prior to a coordinated election, the County Clerk and Recorder, in consultation with the other Designated Election Officials of each political subdivision, shall assure one polling place be designated; and

WHEREAS, § 1-11-103(3) and §32-1-1101.5, C.R.S., require the District to notify the Division of the results of any elections held by the District and to certify results of any election to incur general obligation indebtedness via certified mail to the Board of County Commissioners or the governing body of a municipality within forty-five (45) days after the election; and

WHEREAS, § 32-1-1604, C.R.S. requires the Board to record a notice of authorization of or notice to incur general obligation debt with the County Clerk and Recorder within thirty (30) days of authorizing or incurring said indebtedness; and

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

WHEREAS, pursuant to § 32-1-207(3)(c), C.R.S., the District, if requested by the County Commissioners, may be required to file an annual report with the County, the Division, the State Auditor, the County Clerk and Recorder and any interested parties entitled to notice pursuant to § 32-1-204(1), C.R.S.; 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, in accordance with the Workers' Compensation Act of Colorado, §§ 8-40-101 – 8-47-101, *et seq.*, C.R.S., the District is required to carry workers' compensation coverage for its employees, but the Board members may opt out of such coverage by the methods prescribed in the Workers' Compensation Act of Colorado.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE DANCING WILLOWS METROPOLITAN DISTRICT, AS FOLLOWS:

1. The Board directs the District's manager to prepare an accurate map as specified by the Division for filing with the Division as required by statute.
2. The Board directs the District's manager to notify the Board of County Commissioners, the County Assessor, the County Treasurer, the County Clerk and Recorder, and the Division of the name of the chairman of the Board, the contact person, telephone number and business address of the District.
3. The Board directs the District's manager to submit a proposed budget to the Board by October 15, to prepare a final budget, including any amendments thereto, if necessary, and directs the manager to schedule a public hearing on the proposed budget, to prepare all budget resolutions and to file the budget resolution with the Division on or before January 30.
4. The Board directs the District's manager to certify the mill levy with the County on or before December 15.
5. The Board directs the District's manager to prepare and file with the Division an informational listing of all contracts in effect with other political subdivisions on or before February 1.
6. The Board directs the District's manager to prepare and file with the Department of Local Affairs the annual public securities report for nonrated public securities issued by the District within sixty (60) days of the close of the fiscal year, if applicable.
7. The Board directs the District's manager to coordinate the preparation of an audit or audit exemption application at the discretion of the Board. Further, the Board directs that the audit be filed with the State Auditor on or before July 31, or the audit exemption application be filed no later than March 31.
8. The Board directs the District's manager to prepare the Unclaimed Property Act report and submit the same to the State Treasurer.
9. The Board designates the The Golden Transcript News-Press as the newspapers of general circulation within the boundaries of the District and directs that all legal notices shall be published in accordance with applicable statutes in The Golden Transcript News-Press.

10. The Board determines that each director shall receive compensation for services as directors in accordance with §§ 32-1-902(3)(a)(I) & (II), C.R.S.
11. The District hereby elects the following officers for the District:

President:	Robert E. Vaninger Jr.
Treasurer:	Nancy Carson
Vice President:	Susan Root
Secretary:	William Anderson
Secretary:	Bobby Thomas
12. The Board designates the offices of Community Resource Services as the District's 24-hour posting place for notices of meetings which were not otherwise posted under §§ 32-1-101, *et seq.*, C.R.S.
13. The Board determines to hold regular meetings Quarterly starting on the second Thursday in March at 6:30 p.m. at the Dancing Willows Club House, 11893 West Long Circle, Littleton, Colorado. Special meetings may be called at the discretion of the Board. In addition, regular and special meeting notices shall be posted at the locations listed on Exhibit A.
14. Sue Blair of Community Resource Services, is hereby appointed as the "Designated Election Official" of the Board for any elections to be held during 2011 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.
15. The Board deems it expedient for the convenience of the electors that it shall establish a polling place for all regular and special elections of the District. There shall be one (1) polling place for the elections. This polling place shall be used for any regular or special elections to be held in 2015, and in each fiscal year thereafter until such polling place is changed by duly adopted resolution of the Board. Such polling place shall be located at the offices of Community Resource Services. All voters for the District shall vote at the designated polling place. Handicapped and nonresident voters shall vote at the same polling place.
16. In accordance with § 1-11-103(3) and § 32-1-1101.5, C.R.S., the District directs the Designated Election Official to notify the Division of the results of any elections held by the District and to certify results of any election to incur general obligation indebtedness to the County.
17. In accordance with § 32-1-1604, C.R.S., the Board directs its manager to record a notice of authorization of or notice to incur general obligation debt with the

County Clerk and Recorder within thirty (30) days of authorizing or incurring any indebtedness.

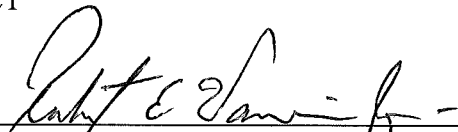
18. The Board directs its manager to prepare and file with the Board of County Commissioners, if requested, the quinquennial finding of reasonable diligence in accordance with §§ 32-1-1101.5(1.5) and (2), C.R.S.
19. The Board directs the District's manager to prepare and file, if requested, the special district annual report.
20. The Board directs the District's 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; 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.
21. 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 a statement with the Division of Workers' Compensation in the Department of Labor and Employment for the State of Colorado within 45 days of the start of the policy year in order to effect such waiver of coverage.

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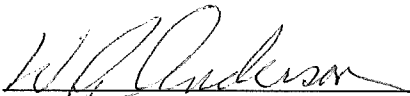
Whereupon, the motion was seconded by Director Carson, and upon vote, unanimously carried.

ADOPTED AND APPROVED THIS 3rd DAY OF DECEMBER, 2014.

DANCING WILLOWS METROPOLITAN
DISTRICT

By: 
Robert E. Vaninger Jr., President

ATTEST:

By: 
Bobby Thomas, Secretary
William Anderson

CERTIFICATION

William Anderson

I, ~~Bobby Thomas~~, Secretary of the Board of the Dancing Willows Metropolitan 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 with Community Resources Services.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the District, in the County of Jefferson, Colorado, this 3rd day of December, 2014.

W. G. Anderson

Bobby Thomas, Secretary
William Anderson

