

**BRIGHTON CROSSINGS METROPOLITAN DISTRICT OPERATIONS BOARD**  
**ANNUAL ADMINISTRATIVE RESOLUTION**  
**(2022)**

---

WHEREAS, the Brighton Crossings Operations Board (the “**Operations Board**”) was created by virtue of the Establishment Agreement (the “**Agreement**”) by and between Brighton Crossing Metropolitan District Nos. 4-8 (the “**Districts**”) pursuant to C.R.S. § 29-1-203 and in conformity with C.R.S. § 29-1-203.5, upon the mutual execution of the Agreement by the Districts; and

WHEREAS, the Board of Directors of the Operations Board (the “**Board**”) has a duty to perform certain obligations in order to assure the efficient operation of the Operations Board and hereby directs its consultants to take the following actions.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:

1. The Board directs Pinnacle Consulting Group, Inc. (the “**Operations Board Manager**”) to prepare and file with the Division, within thirty (30) days of a written request from the Division, an informational listing of all contracts in effect with other political subdivisions, in accordance with § 29-1-205, C.R.S.

2. The Board directs the Operations Board’s accountant to cause the preparation of and to file with the Department of Local Affairs the annual public securities report for nonrated public securities issued by the Authority within sixty (60) days of the close of the fiscal year, as required by §§ 11-58-101, *et seq.*, C.R.S.

3. The Board directs the Operations Board’s accountant to: 1) obtain proposals for auditors to be presented to the Board; 2) to cause an audit of the annual financial statements to be prepared and submitted to the Board on or before June 30; and 3) to cause the audit to be filed with the State Auditor by July 31<sup>st</sup>, or by the filing deadline permitted under any extension thereof, all in accordance with §§ 29-1-603(1) and 29-1-606, C.R.S. Alternatively, if warranted by § 29-1-604, C.R.S., the Board directs the Operations Boards accountant to apply for and obtain an audit exemption from the State Auditor on or before March 31<sup>st</sup> in accordance with § 29-1-604, C.R.S.

4. The Board directs the Operations Board’s accountant to submit a proposed budget to the Board by October 15<sup>th</sup>, to prepare the final budget and budget message, including any amendments thereto, if necessary, and directs the Operations Board Manager to schedule a public hearing on the proposed budget and/or amendments, to post or publish notices thereof, and to prepare all budget resolutions and to file the budget, budget resolution and budget message with the Division on or before January 30<sup>th</sup>, all in accordance with §§ 29-1-101, *et seq.*, C.R.S.

5. The Board directs the Operations Board’s accountant to monitor expenditures and contracted expenditures and, if necessary, to notify the Operations Board Manager, legal counsel and the Board when expenditures or contracted expenditures are expected to exceed appropriated amounts, and directs the Operations Board Manager to prepare all budget amendment resolutions, to schedule a public hearing on a proposed budget amendment and to post or publish notices

thereof and to file the amended budget with the Division on or before the date of making such expenditure or contracting for such expenditure, all in accordance with §§ 29-1-101, *et seq.*, C.R.S.

6. The Board directs legal counsel to cause the preparation of the Unclaimed Property Act report and submission of the same to the State Treasurer by November 1<sup>st</sup> if there is property presumed abandoned and subject to custody as unclaimed property, in accordance with § 38-13-110, C.R.S.

7. The Board directs that all legal notices shall be published in accordance with § 32-1-103(15), C.R.S.

8. The Board determines that each director shall not receive compensation for their services as directors.

9. The Authority hereby acknowledges the following officers for the Authority:

Chairman/President:	Ashley Taruffelli
Treasurer:	Neil Simpson
Secretary:	John Strider
Assistant Secretary:	Jeffrey Schum
Assistant Secretary:	Justin Wells
Recording Secretary:	Operations Board Manager

10. The Board hereby determines that each member of the Board shall, for any potential or actual conflicts of interest, complete conflicts of interest disclosures and directs legal counsel to file the conflicts of interest disclosures with the Board and with the Colorado Secretary of State at least seventy-two (72) hours prior to every regular and special meeting of the Board, in accordance with § 18-8-308, C.R.S. Written disclosures provided by Board members required to be filed with the governing body in accordance with § 18-8-308, C.R.S. shall be deemed filed with the Board when filed with the Secretary of State. Additionally, at the beginning of each year, each Board member shall submit information to legal counsel regarding any actual or potential conflicts of interest and, throughout the year, each Board member shall provide legal counsel with any revisions, additions, corrections or deletions to said conflicts of interest disclosures.

11. The Board confirms its obligations under § 24-10-110(1), C.R.S., with regards to the defense and indemnification of its public employees, which, by definition, includes elected and appointed officers.

12. The Board hereby appoints the Operations Board Manager as the official custodian for the maintenance, care and keeping of all public records of the Authority, in accordance with §§ 24-72-202, *et seq.*, C.R.S. The Board hereby directs legal counsel, accountant, manager, and all other consultants to adhere to the Colorado Special Authority Records Retention Schedule as adopted by the Authority.

13. The Board directs the Operations Board Manager to post notice of all regular and special meetings in accordance with § 32-1-903(2) and § 24-6-402(2)(c), C.R.S. The Board hereby designates [www.brightoncrossings-connect.com](http://www.brightoncrossings-connect.com) as the Operations Board's website for the posting of its regular and special meeting notices. The Board also hereby designates, unless otherwise designated by the Board, the Venture Center as the location the Operations Board will post notices of meetings in the event of exigent or emergency circumstances which prevent the District from posting notice of the meeting on the District's website. The Board directs Operations Board Manager to provide the website address set forth above to the Department of Local Affairs for inclusion in the inventory maintained pursuant to § 24-32-116, C.R.S.

14. 18. The Board determines to hold regular meetings on March 14, June 13 September 12 and December 5, 2022, at 6:30 p.m.. The June 13 Meeting shall be held at 5225 Longs Peak St, Brighton, Colorado, and by telephone, electronic, or other means not including physical presence. All other regular meetings shall be held by telephone, electronic, or other means not including physical presence.

All notices of meetings shall designate whether such meeting will be held by electronic means, at a physical location, or both, and shall designate how members of the public may attend such meeting, including the conference number or link by which members of the public can attend the meeting electronically, if applicable.

15. In the event of an emergency, the Board may conduct a meeting outside of the limitations prescribed in § 24-6-402(2)(c), C.R.S., provided that any actions taken at such emergency meeting are ratified at the next regular meeting of the Board or at a special meeting conducted after proper notice has been given to the public.

16. Pursuant to the authority set forth in § 24-12-103, C.R.S., the Board hereby designates, in addition to any officer of the District, George M. Rowley of the law firm of WHITE BEAR ANKELE TANAKA & WALDRON, Attorneys at Law as a person with the power to administer all oaths or affirmations of office and other oaths or affirmations required to be taken by any person upon any lawful occasion.

17. The Board directs the Operations Board Manager to obtain proposals and/or renewals for insurance, as applicable, to insure the Operations Board against all or any part of the Operations Board liability, in accordance with §§ 24-10-115, *et seq.*, C.R.S. The Board directs the Operations Board accountant to pay the annual agency fees and insurance premiums, as applicable, in a timely manner.

18. The Board hereby opts to exclude elected or appointed officials as employees within the meaning of § 8-40-202(1)(a)(I)(A), C.R.S., and hereby directs the Operations Board Manager to file a statement with the Division of Workers' Compensation in the Department of Labor and Employment not less than forty-five (45) days before the start of the policy year for which the option is to be exercised, in accordance with § 8-40-202(1)(a)(I)(B), C.R.S.]

19. In accordance with § 38-35-109.5(2), C.R.S, the District hereby designates the President of the Board as the official who shall record any instrument conveying title of real property to the District within 30 days of any such conveyance.

20. The Board directs the Operations Board accountant to prepare and submit the documentation required by any continuing disclosure obligation signed in conjunction with the issuance of debt by the Authority.

21. The Board directs legal counsel to monitor, and inform the Board of, any legislative changes that may occur throughout the year.

*[Remainder of page intentionally left blank, signature page follows.]*

ADOPTED this 9<sup>th</sup> day of November, 2021.

**BRIGHTON CROSSINGS OPERATIONS BOARD**

DocuSigned by:  
**Ashley Tarufelli**  
By: \_\_\_\_\_  
Officer of the Operations Board

Attest:

DocuSigned by:  
*John Strider*  
By: \_\_\_\_\_  
1724843AF25E4DF...

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON  
Attorneys at Law

DocuSigned by:  
*Eve Velasco*  
\_\_\_\_\_  
3582C030FFC44E4...  
General Counsel to the Operations Board

**CERTIFICATION OF RESOLUTION**

I hereby certify that the foregoing constitutes a true and correct copy of the resolution of the Board adopted at a meeting held on November 9, 2021, via teleconference.

IN WITNESS WHEREOF, I have hereunto subscribed my name this \_\_\_ day of November, 2021.

DocuSigned by:  
*Andrew Kunkel*  
\_\_\_\_\_  
1506515F1F0F4D5...  
Signature

Andrew Kunkel

\_\_\_\_\_  
Printed Name