

**RESOLUTION  
OF  
THE BOARD OF DIRECTORS  
OF  
BRIGHTON CROSSING MASTER HOMEOWNERS ASSOCIATION, INC.**

**RECITALS**

WHEREAS, Carma Colorado, Inc., a Nevada corporation, created the Brighton Crossing community by recording that certain Master Declaration of Brighton Crossing (the “**Declaration**”) in the real property records of the Clerk and Recorder of Adams County, Colorado on December 13, 2002, at Reception Number C1067328; and

WHEREAS, Brighton Crossing Master Association, Inc. (the “**Association**”) was incorporated as a nonprofit corporation in the State of Colorado by the filing of the Articles of Incorporation of Brighton Crossing Master Association, Inc. (the “**Articles**”) on December 18, 2002, and is the community association named in the Declaration to manage and govern the Brighton Crossing community, as set forth in the Declaration; and

WHEREAS, all capitalized terms used herein shall have the same meaning as set forth in the Declaration unless otherwise provided or defined herein; and

WHEREAS, the Articles provide that the Association may dissolved resolution of the Board of Directors approved by Members holding at least 80% of the votes in the Association, and that upon dissolution, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association is created; and

WHEREAS, pursuant to Article 4, Sections 4.4, 4.5, and 4.6 of the Declaration, the community is divided into Delegate Districts, and the Members within each Delegate District elect one Delegate to exercise the voting power of all the Members within that Delegate District; and

WHEREAS, the Board of Directors of the Association desires to recommend dissolution of the Association and approval of an Amended and Restated Master Declaration for Brighton Crossing which will amend the Declaration to place the Association’s functions related to covenant enforcement and design review with Brighton Crossing Metropolitan District Nos. 4-8, as to be assigned to the Brighton Crossings Authority.

NOW, THEREFORE, the Board of Directors of the Association hereby resolves as follows:

1. It is in the best interest of the Association to dissolve and for the Association's design review and covenant enforcement functions to be assigned to and consolidated into the Brighton Crossings Authority via an Amended and Restated Master Declaration for Brighton Crossing (collectively, the "**Dissolution**").

2. The Board of Directors proposes that the Association effectuate the Dissolution, and recommends the Delegates, voting on behalf of the Members of the Association, approve the following to effectuate the same:

(a) The Amended and Restated Master Declaration for Bright Crossing (the "**Amended Declaration**"), attached hereto as Exhibit A;

(b) The filing of Articles of Dissolution to dissolve the Association.

3. The Dissolution shall be contingent upon the Delegates approving the documents and actions set forth in Section 2 above, with the Dissolution being effective upon the filing of the Articles of Dissolution and the recording of the Amended Declaration.

4. Pursuant to Article XIII of the Articles, upon dissolution of the Association, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. As such, upon dissolution of the Association, the assets of the Association, if any, shall be conveyed or assigned to the Authority.

5. Any officer of the Association is hereby authorized and directed, in the name of the Association, to execute, acknowledge, seal and sign the Amended Declaration and the Articles of Dissolution, and to the record the same with the Clerk and Recorder of Adams County, Colorado and/or to file the same with the Colorado Secretary of State, as appropriate. Any officer of the Association shall be and is further authorized to take any and all other actions and to execute, acknowledge, seal, file and record any and all instruments and documents necessary or proper, and upon recording and/or filing, and after payment of all Association creditors, to distribute any remaining funds of the Association to the Authority.

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APPROVED AND ADOPTED THIS \_\_ DAY OF \_\_\_\_\_, 2022.

BRIGHTON CROSSING MASTER  
HOMEOWNERS ASSOCIATION, INC.

\_\_\_\_\_  
President

ATTEST:

\_\_\_\_\_  
Secretary

**EXHIBIT A**

**AMENDED DECLARATION**