

**AMENDED AND RESTATED  
RESOLUTION  
OF THE  
BOARD OF DIRECTORS  
OF THE  
TALLYN'S REACH AUTHORITY**

**CONCERNING THE IMPOSITION OF AUTHORITY FEES**

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WHEREAS, the Tallyn's Reach Authority (the "**Authority**") is a separate legal entity that is a political subdivision and public corporation of the State of Colorado; and

WHEREAS, pursuant to the Tallyn's Reach Authority Establishment Agreement dated February 12, 2018 (the "**Agreement**"), § 29-1-203, C.R.S. and § 32-1-1001(1)(j)(I), C.R.S., the Authority has the power to fix and from time to time increase or decrease, fees, rates, tolls, penalties, or charges for services, programs, or facilities furnished by the Authority which, until paid, constitute a perpetual lien on and against the property serviced that may be foreclosed upon by the Authority; and

WHEREAS, the Board of Directors of the Authority (the "**Authority Board**") has determined it to be in the best interests of the Authority, and the property owners, taxpayers, and residents of the Authority, to acquire, operate and maintain certain amenities and facilities benefitting property and inhabitants within the Authority, which amenities and facilities generally include parks, recreation facilities and trails, improvements, facilities, appurtenances and rights-of-way (collectively, the "**Facilities**"); and

WHEREAS, the Authority Board has determined it to be in the best interests of the Authority, and the property owners, taxpayers, and residents of the Authority, to provide certain services to properties and inhabitants within the boundaries of the Authority, including without limitation, landscape maintenance and snow removal (collectively, the "**Services**"); and

WHEREAS, the Authority incurs certain direct and indirect costs associated with the repair, replacement, improvement, reconstruction operation and maintenance of the Facilities, as necessary, inclusive of the costs of utilities and capital replacement costs (collectively, the "**Facility Costs**") in order that the Facilities may be properly provided and maintained; and

WHEREAS, the Authority incurs certain direct and indirect costs associated with the provision of the Services in order that the Services may be properly provided, the property within the Authority maintained, and that the health, safety and welfare of the Authority and its inhabitants may be safeguarded (collectively, the "**Service Costs**"); and

WHEREAS, the establishment and continuation of a fair and equitable operations fee (the "**Operations Fee**") to provide a source of funding to pay for the Facility Costs and the Service Costs, (collectively, the "**Operations Costs**"), which Operations Costs are generally attributable

to the persons and/or properties subject to such Operations Fees, is necessary to provide for the common good and for the prosperity and general welfare of the Authority and its inhabitants and for the orderly and uniform administration of the Authority's affairs; and

WHEREAS, the establishment of a fair and equitable development fee (the "**Development Fee**") to provide a source of funding to pay for the initial capital and direct and indirect costs associated with the construction, installation and acquisition of the Facilities (the "**Development Facilities Costs**"), which Development Facility Costs are generally attributable to the persons and/or properties subject to the Development Fees, is necessary to provide for the common good and for the prosperity and general welfare of the Authority and its inhabitants; and

WHEREAS, the Authority finds that the fees, as set forth in this Resolution, are reasonably related to the overall cost of providing the Facilities and Services and paying the Operations Costs and Development Costs, and that imposition thereof is necessary and appropriate; and

WHEREAS, any fees, rates, tolls, penalties, liens, charges, legal fees and costs and/or any other amounts due under the Resolution of the Board of Directors of the Tallyn's Reach Authority Concerning the Imposition of Authority Fees adopted on May 1, 2018 and recorded on May 24, 2018 with the Clerk and Recorder of Arapahoe County at Reception Number D8050498, and as subsequently amended by the First and Second Amendments recorded on December 31, 2018 at Reception Number D8126645 and April 9, 2019 at Reception Number D9030710, and any prior resolutions, to the extent outstanding and unpaid (the "**Prior Resolutions**"), shall remain in effect until fully paid, shall be due to the Authority, shall not be eliminated hereby and the Authority shall have the full authority to collect all amounts due.

NOW, THEREFORE, be it resolved by the Board as follows:

1. **DEFINITIONS.** Except as otherwise expressly provided or where the context indicates otherwise, the following capitalized terms shall have the respective meanings set forth below:

"**Apartment Unit**" means a unit within an apartment building which unit is held for lease or rent for residential occupancy and for which a final certificate of occupancy has been issued.

"**Authority Boundaries**" means the legal boundaries of the Authority, as the same are established and amended from time to time pursuant to §§32-1-101, *et seq.*, C.R.S., as more particularly set forth in the map and legal description attached hereto as **Exhibit B** and incorporated herein by this reference.

"**Due Date**" means the date by which a fee is due, which Due Date is reflected on the Schedule of Fees or within this resolution.

"**End User**" means any third-party homeowner or tenant of any homeowner occupying or intending to occupy a Residential Unit. End User specifically excludes a tenant occupying an Apartment Unit.

“**Fee Schedule**” or “**Schedule of Fees**” means the schedule of fees set forth in **Exhibit A**, attached hereto and incorporated herein by this reference, until and unless otherwise amended and/or repealed.

“**Lot**” means each parcel of land established by a recorded final subdivision plat and which is located within the Authority Boundaries.

“**Real Property Owner**” means the title record owner of a property.

“**Residential Unit**” means each residential dwelling unit (including, without limitation, condominiums, townhomes, and any other attached dwelling unit and detached single family dwelling units) located within the Authority Boundaries which has been Transferred to an End User.

“**Transfer**” or “**Transferred**” shall include a sale, conveyance or transfer by deed, instrument, writing, lease or any other documents or otherwise by which real property is sold, granted, let, assigned, transferred, exchanged or otherwise vested in a tenant, tenants, purchaser or purchasers.

“**Vacant Lot**” means each parcel of land within the Authority established by a recorded final subdivision plan, but specifically excluding any parcel upon which one or more Residential Units or Apartment Units is situated and specifically excluding any parcel owned by the Authority.

## 2. OPERATIONS FEE.

a. The Authority Board has determined, and does hereby determine, that it is in the best interests of the Authority and its respective residents and property owners to impose, and does hereby impose an Operations Fee to fund the Operations Costs. The Operations Fee is hereby established and imposed in an amount as set forth by the Authority from time to time pursuant to an annual “Fee Schedule” and shall constitute the rate in effect until such schedule is amended or repealed. The initial Fee Schedule is set forth in **Exhibit A**, attached hereto and incorporated herein by this reference. The Operations Fee shall consist of a recurring payment (the “**Recurring Payment**”) and a separate payment imposed on transfers of a Residential Unit and Vacant Lots (the “**Administrative Transfer Payment**”), which together shall comprise the Operations Fee.

b. The Administrative Transfer Payment shall be imposed on all Transfers of a Residential Unit and a Vacant Lot by an End User. The Administrative Transfer Payment shall not apply to any of the following, except to the extent the Authority determines that such exception is being undertaken for the purpose of improperly avoiding the Operations Fee:

i. Any Transfer wherein the United States, or any agency or instrumentality thereof, the State of Colorado, any county, city and county, municipality, district or other political subdivisions of this State, is either the grantor or the grantee.

ii. Any Transfer by document, decree or agreement partitioning, terminating or evidencing termination of a joint tenancy, tenancy in common or other co-ownership; however, if additional consideration or value is paid in connection with such partition or termination the Administrative Transfer Payment shall apply and be based upon such additional consideration.

iii. Any Transfer of title or change of interest in real property by reason of death, pursuant to a will, the law of descent and distribution, or otherwise.

iv. Any Transfer made and delivered without consideration for the purpose of: confirming, correcting, modifying or supplementing a Transfer previously made; making minor boundary adjustments; removing clouds of title; or granting easements, rights-of-way or licenses.

v. Any decree or order of a court of record quieting, determining or resting title, except for a decree of foreclosure.

vi. Transfers to secure a debt or other obligation, or releases other than by foreclosure, which is security for a debt or other obligation.

vii. Transfers pursuant to a decree or separation of divorce.

### 3. DEVELOPMENT FEE.

a. The Authority Board has determined, and does hereby determine, that it is in the best interests of the Authority and its respective residents and property owners to impose, and does hereby impose a Development Fee to fund the Development Facilities Costs. The Development Fee is hereby established and imposed in an amount as set forth by the Authority from time to time pursuant to the Fee Schedule as set forth in **Exhibit A** and shall constitute the rate in effect until such schedule is amended or repealed.

b. The Authority Board has determined, and does hereby determine, that the Development Fee is reasonably related to the overall cost of providing the Facilities, and is imposed on those who are reasonably likely to benefit from or use the Facilities.

c. The revenues generated by the Development Fee will be accounted for separately from other revenues of the Authority. The Development Fee revenue will be used solely for the purpose of paying Development Facilities Costs, and may not be used by the Authority to pay for general administrative costs of the Authority. This restriction on the use of the Development Fee revenue shall be absolute and without qualification.

d. The Authority Board has determined, and does hereby determine, that the Development Fee is calculated to defray the cost of funding the Facilities and reasonably distributes the burden of defraying the Development Facilities Costs in a manner based on the benefits received by persons paying the fees and using the Facilities.

4. APARTMENT BUILDINGS.

a. The property consisting of the apartment buildings (the “**Apartment Buildings**”) described in **Exhibit B** shall be subject to the following provisions:

i. In accordance with the Rules and Regulations Governing the Authority, the residents of the Apartment Buildings shall have no right or entitlement to the services provided by the Authority relating to the clubhouse(s), pool(s) or other related amenities.

ii. The Real Property Owner shall only be assessed all applicable fees discussed herein after a certificate of occupancy has been obtained for a particular apartment building.

iii. All residents of the Apartment Buildings may choose to pay the full Residential Unit Operations Fee for access to and use of the Authority’s amenities, including the clubhouse(s), pool (s) or other related amenities.

iv. The residents of the Apartment Buildings shall be subject to the Development Fee. This Development Fee amount is based on the percentage of contribution allocated to the Apartment Buildings for amenities within the Authority and operations and maintenance of such amenities.

v. The residents of the Apartment Buildings shall not be subject to the Administrative Transfer Fee.

vi. For all purposes contemplated in this Section, the party charged with the fees due from residents of the Apartment Buildings shall be the Real Property Owner.

5. LATE FEES AND INTEREST. Pursuant to § 29-1-1102(3), C.R.S., any fees not paid in full within ten (10) days after the scheduled due date will be assessed a late fee in the amount of Fifteen Dollars (\$15.00) or up to five percent (5%) per month, or fraction thereof, not to exceed a total of twenty-five percent (25%) of the amount due. Interest will also accrue on any outstanding fees, exclusive of assessed late fees, penalties, interest and any other costs of collection, specially including, but not limited, to attorney fees, at the rate of 18% per annum, pursuant to § 29-1-1102(7), C.R.S. The Authority may institute such remedies and collection procedures as authorized under Colorado law, including, but not limited to, foreclosure of its perpetual lien. The defaulting property owner shall pay all fees and costs, specifically including, but not limited to, attorneys’ fees and costs and costs associated with the collection of delinquent fees, incurred by the Authority and/or its consultants in connection with the foregoing.

6. PAYMENT. Payment for all fees, rates, tolls, penalties, charges, interest and attorney fees shall be made by check or equivalent form acceptable to the Authority, made payable to “Tallyn’s Reach Authority” and sent to the address indicated on the Fee Schedule. The Authority may

change the payment address from time and time and such change shall not require an amendment to this Resolution.

7. LIEN. The fees imposed hereunder, together with any and all late fees, interest, penalties and costs of collection, shall, until paid, constitute a statutory, perpetual lien on and against the property served, and any such lien may be foreclosed in the manner provided by the laws of the State of Colorado for the foreclosure of mechanic's liens, pursuant to § 32-1-1001(1)(j)(I), C.R.S. Said lien may be foreclosed at such time as the Authority, in its sole discretion, may determine. The lien shall be perpetual in nature (as defined by the laws of the State of Colorado) on the property and shall run with the land. This Resolution shall be recorded in the offices of the Clerk and Recorder of Arapahoe County, Colorado.

8. SEVERABILITY. If any portion of this Resolution is declared by any court of competent jurisdiction to be void or unenforceable, such decision shall not affect the validity of any remaining portion of this Resolution, which shall remain in full force and effect. In addition, in lieu of such void or unenforceable provision, there shall automatically be added as part of this Resolution a provision similar in terms to such illegal, invalid or unenforceable provision so that the resulting reformed provision is legal, valid and enforceable.

9. THE PROPERTY. This Resolution shall apply to all property within the Authority's boundaries, including, but not limited to, the property set forth in **Exhibit B**, attached hereto and incorporated herein by this reference, and any additional property included into the Authority after the date of this Resolution.

10. EFFECTIVE DATE. This Resolution shall become effective as of July 1, 2019.

*[Remainder of Page Intentionally Left Blank. Signature Page to Follow]*

ADOPTED this 16<sup>th</sup> day of July, 2019.

**TALLYN'S REACH AUTHORITY**, a political  
subdivision of the State of Colorado


  
\_\_\_\_\_  
Officer of the Authority

ATTEST:

  
\_\_\_\_\_

APPROVED AS TO FORM:

**WHITE BEAR ANKELE TANAKA & WALDRON**  
Attorneys At Law

  
\_\_\_\_\_  
General Counsel to the Authority

*Signature Page to Resolution Concerning the Imposition of Authority Fees dated July 1, 2019*

**EXHIBIT A**

**TALLYN'S REACH AUTHORITY**  
**Schedule of Fees**  
**Effective July 1, 2019 (except as otherwise noted)**

<b>Schedule of Fees</b>		
<b>Fee Type</b>	<b>Classifications</b>	<b>Rate</b>
<b>General Operations Fee - Recurring Payment</b>	Residential Unit and Vacant Lot*	\$200/quarter
	Apartment	\$30,600/quarter
The Due Date for each General Operations Fee – Recurring Payment is the 1 <sup>st</sup> day of each quarter.		
<b>Administrative Transfer Payment Fee</b>	Residential Unit and Vacant Lot**	\$250/transfer/non foreclosure sales \$350/transfer/foreclosure sales
	The Due Date for each Administrative Transfer Fee is the date upon which the Transfer occurs.	
<b>Development Fee</b>	Residential Unit Detached	\$6,850/unit
	Residential Unit Attached	\$3,425/unit
	Apartment Unit	\$1,700/unit
The Due Date for each Development Fee is not later than thirty (30) days after which a building permit is issued.		

**PAYMENTS:** Payment for each fee shall be made payable to the “Tallyn’s Reach Authority” and sent to the Manager at the following address for receipt by the due date:

Kim Herman, Manager  
 CliftonLarsonAllen, LLP  
 8390 E. Crescent Parkway, Suite 5000  
 Greenwood Village, Colorado 80111

*\*Imposition of the General Operations Fee – Recurring Payment for Vacant Lots was adopted by the Board at the February 12, 2019 special meeting. The effective date for this fee was April 1, 2019.*

*\*\*Payment for Residential Administrative Transfer Fee shall be made payable to CliftonLarsonAllen, LLP and sent to Kim Herman at the above address for receipt by the due date.*



**EXHIBIT B**

**TALLYN'S REACH AUTHORITY**

**Authority Boundaries**

**TALLYN'S REACH AUTHORITY MAP**

TALLYN'S REACH AUTHORITY MAP  
DATE: 11/15/2010  
SCALE: 1" = 100'

