

**TALLYN'S REACH AUTHORITY
ANNUAL ADMINISTRATIVE RESOLUTION
(2020)**

At the special meeting of the Board of Directors (the "**Board**") of the Tallyn's Reach Authority (the "**Authority**"), held at 6:00 p.m., on November 25, 2019, at 24900 E. Park Crescent Drive, Aurora, Colorado, it was moved to adopt the following Resolution:

WHEREAS, the Authority was created by virtue of the Establishment Agreement (the "**Agreement**") by and between Tallyn's Reach Metropolitan District Nos. 2 & 3 (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 Authority (the "**Board**") has a duty to perform certain obligations in order to assure the efficient operation of the Authority and hereby directs its consultants to take the following actions.

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

1. The Board directs the Authority 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 Authority'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 Authority's accountant to: 1) obtain proposals for auditors to be presented to the Board; 2) to cause an audit of the annual financial statements of the Authority 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 31st, 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 Authority's accountant to apply for and obtain an audit exemption from the State Auditor on or before March 31st in accordance with § 29-1-604, C.R.S.

4. The Board directs legal counsel, if the Authority has authorized but unissued general obligation debt as of the end of the fiscal year, to cause to be submitted to the Board of County Commissioners or the governing body of the municipality that adopted a resolution of approval of the Authority, the Authority's audit report or a copy of its application for exemption from audit in accordance with § 29-1-606(7), C.R.S.

5. The Board directs the Authority's accountant to submit a proposed budget to the Board by October 15th, to prepare the final budget and budget message, including any amendments thereto, if necessary, and directs legal counsel to schedule a public hearing on the proposed budget and/or amendments, and to post or publish notices thereof, to prepare all budget resolutions and to

file the budget, budget resolution and budget message with the Division on or before January 30th, all in accordance with §§ 29-1-101, *et seq.*, C.R.S.

6. The Board directs the Authority's accountant to monitor expenditures and contracted expenditures and, if necessary, to notify the Authority Manager, legal counsel and the Board when expenditures or contracted expenditures are expected to exceed appropriated amounts, and directs legal counsel to prepare all budget amendment resolutions and directs legal counsel 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.

7. 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 1st if there is property presumed abandoned and subject to custody as unclaimed property, in accordance with § 38-13-110, C.R.S.

8. The Board designates the *Aurora Sentinel* as a newspaper of general circulation within the boundaries of the Authority and directs that all legal notices shall be published in the *Aurora Sentinel*, unless otherwise designated by the Board or legal counsel.

9. As provided for in the Agreement, the Board determines that each director shall receive compensation for their services as directors subject to the limitations set forth in §§ 32-1-902(3)(a)(I) & (II), C.R.S.

10. The Authority hereby acknowledges, in accordance with § 32-1-902, C.R.S., the following officers for the Authority:

President:	David Patterson
Vice President/Assistant Secretary:	BJ Pell
Treasurer:	Harry Yosten
Assistant Secretary:	Craig Wagner
Assistant Secretary:	Mike Dell'Orfano
Recording Secretary:	Authority Manager

11. 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 §§ 32-1-902(3)(b) and 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.

12. 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.

13. The Board hereby appoints the Authority 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 its legal counsel, accountant, manager and all other consultants to adhere to the Colorado Special District Records Retention Schedule as adopted by the Authority.

14. Pursuant to § 32-1-903(2) and § 24-6-402(2)(c), C.R.S., the Board hereby designates www.tallynsreachmetrodistrict.com as the Authority's website for the posting of its regular and special meeting notices at least twenty-four (24) hours in advance of the meeting, and hereby directs the Authority Manager, to the extent feasible, to make the notices accessible at no charge to the public, searchable by the type of meeting, date of meeting, time of meeting, agenda contents, and any other categories deemed appropriate by the Board and the Authority Manager and to consider linking the notice to any appropriate social media accounts of the Authority. The Board also hereby designates the Tallyn's Reach Clubhouse (24900 E. Park Crescent Drive, Aurora) as the location the Authority will post notices of meetings at least twenty-four (24) hours prior to the meeting in the event of exigent or emergency circumstances which prevent the Authority from posting notice of the meeting on the Authority's website. The Board directs the Authority 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.

15. The Board determines to hold regular meetings on the second Tuesday of March, July, September, and November, 2020, at 6:00 p.m. at 24900 E. Park Crescent Drive, Aurora, Colorado. Notice of the time and place for all regular meetings shall be posted in accordance with § 24-6-402, C.R.S.

16. 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.

17. The Board directs the Authority Manager to obtain proposals and/or renewals for insurance, as applicable, to insure the Authority against all or any part of the Authority's liability, in accordance with §§ 24-10-115, *et seq.*, C.R.S. The Board directs the Authority's accountant to pay the annual SDA membership dues, agency fees and insurance premiums, as applicable, in a timely manner. The Board appoints the Authority Manager as its proxy for the SDA Annual meeting for voting and quorum purposes.

26. The Board hereby opts to include elected or appointed officials as employees within the meaning of § 8-40-202(1)(a)(1)(A), C.R.S., and hereby directs the Authority Manager to obtain workers' compensation coverage for the Authority.

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


28. 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 25th day of November, 2019.

TALLYN'S REACH AUTHORITY

By:  _____
Officer of the Authority

Attest:
By:  _____

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law



General Counsel to the Authority

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 25, 2019, at 24900 E. Park Crescent Drive, Aurora, Colorado.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 25th day of November, 2019.

Signature

Printed Name