

**RESOLUTION  
OF THE BOARD OF DIRECTORS OF  
ST. VRAIN LAKES METROPOLITAN DISTRICT NO. 1**

**ELIMINATING THE LANDSCAPING COMMITTEE  
AND ESTABLISHING A MODIFICATIONS COMMITTEE**

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WHEREAS, St. Vrain Lakes Metropolitan District No. 1 (the "District") is a quasi-municipal corporation and political subdivision of the State of Colorado, duly organized and existing pursuant to §§ 32-1-101, *et seq.*, C.R.S.; and

WHEREAS, pursuant to § 32-1-1001(1)(h), C.R.S., the Board of Directors of the District (the "Board") is empowered with management, control, and supervision of all business and affairs of the District; and

WHEREAS, pursuant to § 32-1-1001(1)(m), C.R.S., the Board is authorized to adopt, amend, and enforce bylaws and rules and regulations not in conflict with the constitution and laws of Colorado for carrying on the business, objects, and affairs of the Board and the District; and

WHEREAS, on August 8, 2018, the Board adopted that certain Resolution Establishing a Landscaping Committee for the purpose of ensuring efficient and effective landscaping services are provided throughout all property owned and/or maintained by the District; and

WHEREAS, the Board has determined it to be in the best interests of the District to clarify and reorient the authority of the Landscaping Committee and to rename is as the Modifications Committee; and

WHEREAS, the Board desires to establish the Modifications Committee for the purpose of gathering community input, recommending capital enhancement and improvement projects on District owned and/or maintained property and carrying out enhancement projects approved by the Board.

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

1. Elimination of the Landscaping Committee. The Board hereby eliminates the Landscaping Committee established by the Resolution Establishing a Landscaping Committee dated August 8, 2018.

2. Establishment and Purpose of the Modifications Committee. The Board hereby establishes a Modifications Committee for the purpose gathering community input, recommending capital enhancement and improvement projects on District owned and/or maintained property and carrying out enhancement projects approved by the Board.

3. Authority of the Modifications Committee.

(A) Scope of Authorization. The Modifications Committee is hereby authorized to assist the Board in the enhancement and improvement of property owned and/or maintained by the District and to make specific recommendations to the Board regarding ways to improve such properties. The Modifications Committee does not have the authority to give directions and/or instructions to contractors, management, consultants or employees of the District,

(B) Reporting Requirements. The Modifications Committee shall present a standardized report to the Board at regular and special meetings of the Board at least once per quarter, and more often as desired by the Modifications Committee or directed by the Board. Such standardized report shall be prepared by the Modifications Committee Chairperson, as defined below, and shall be provided to the District's manager in writing no later than one week before any such meeting, and shall be signed by the chairperson of the Modifications Committee. Such report should include detailed status updates regarding current approved projects, descriptions of planned projects pending approval, and comments on budgeting priorities for the next budget year.

(C) Meetings. The Modifications Committee shall meet a minimum of twice every calendar year. The Modifications Committee shall be entitled to meet as often as it determines is necessary and helpful in achieving its authorized purposes. The District Manager and/or the District Manager's authorized representative may attend up to four meetings of the Modifications Committee per year. The Chairperson of the Modifications Committee shall provide the District Manager and/or the District Manager's authorized representative with notice of any scheduled Modifications Committee meeting at least one-week prior to such meeting.

4. Committee Members. The Modifications Committee members will be appointed by the Board from time to time as reflected in the minutes of the Board meeting at which such appointment is made, but shall not exceed a total of seven (7) members. The Modifications Committee members shall serve at the pleasure of the Board and may be removed at any time, with or without cause, by the Board. The Modifications Committee members shall serve as volunteers and are not entitled to any compensation for their service on the Modifications Committee, but are entitled to reimbursement for any pre-approved out-of-pocket costs incurred by them for Modifications Committee purposes, subject to budget limitations. The Modifications Committee members shall, from among the membership of the Modifications Committee, select one of them to act as the Chairperson of the Modifications Committee, and may further select one person to serve as the co-chairperson of the Modifications Committee.

5. Relationship to the Board and the District's Manager. The Modifications Committee's primary point of contact for coordinating its reports is the District's manager and/or the District Manager's authorized representative.

6. Amendment. The District expressly reserves the right to amend, revise, redact, and/or repeal the Modifications Committee's authority granted in this Resolution in whole or in part, from time to time in order to further the purpose of carrying on the business, objects, and affairs of the District. The foregoing shall specifically include, but not be limited to, the right to remove Modifications Committee members, increase the number of Modifications Committee Members, add to or reduce the authority of the Modifications Committee, eliminate the Modifications Committee or change the budget allocated to the Modifications Committee, in the Board's discretion.

7. Severability. If any term or provision of this Resolution is found to be invalid or unenforceable by a court of competent jurisdiction or by operation of any applicable law, such invalid or unenforceable term or provision shall not affect the validity of the remainder of the resolution or rules and regulations, as a whole, but shall be severed, leaving the remaining terms or provisions in full force and effect. In addition, in lieu of such void or unenforceable provision, there shall automatically be added a provision similar in terms to such illegal, invalid or unenforceable provision so that the resulting reformed provision is legal, valid and enforceable.

*Remainder of Page Intentionally Left Blank. Signature page follows.*

RESOLVED, ADOPTED AND APPROVED this 4<sup>th</sup> day of February, 2020.

ST. VRAIN LAKES METROPOLITAN  
DISTRICT NO. 1

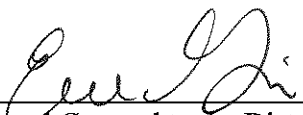
  
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Officer of the District

ATTEST:

  
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APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON  
Attorneys at Law

  
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General Counsel to the District