

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

ESTABLISHING A SOCIAL COMMITTEE**

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, the Board desires to establish a Social Committee for the purpose of fostering a sense of community within the District and to encourage homeowner participation in the community.

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

1. Establishment and Purpose of the Social Committee. The Board hereby establishes a Social Committee for the purpose of organizing social events within Barefoot Lakes, assisting in the scheduling and management of social activities, and to foster a greater sense of community by enabling homeowner involvement within the community.

2. Authority of the Social Committee.

(A) The Social Committee is hereby authorized to assist in the organization of social events, make specific recommendations to the Board regarding social events, and assist in the scheduling and management of approved social events.

(B) The Social 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 Social Committee or directed by the Board. Such standardized report 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 Social Committee.

(C) The Social Committee shall meet a minimum of twice every calendar year.

(D) The Social Committee does not have the authority to give directions and/or instructions to contractors, management, consultants or employees of the District, unless otherwise approved by the Board.

3. Committee Members. The Social 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 Social 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 Social Committee members shall serve as volunteers and are not entitled to any compensation for their service on the Social Committee, but are entitled to reimbursement for any pre-approved out-of-pocket costs incurred by them for Social Committee purposes, subject to budget limitations. The Social Committee members shall, from among the membership of the Social Committee, select one of them to act as the chairperson of the Social Committee, and may further select one person to serve as the co-chairperson of the Social Committee.

4. Relationship to the Board and the District's Manager. The Social Committee's primary point of contact for planning, managing, and implementing approved social events shall be determined by the District's manager.


5. Amendment. The District expressly reserves the right to amend, revise, redact, and/or repeal the Social 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 Social Committee members, increase the number of Social Committee members, add to or reduce the authority of the Social Committee, eliminate the Social Committee or change the budget allocated to the Social Committee, in the Board's discretion.

6. 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.

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RESOLVED, ADOPTED AND APPROVED this 8th day of August, 2018.

ST. VRAIN LAKES METROPOLITAN
DISTRICT NO. 1



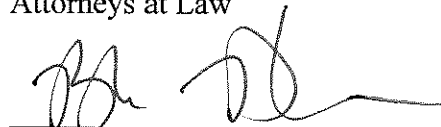
Officer of the District

ATTEST:



APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law



General Counsel to the District