



3. The Board determines to hold regular 2023 meetings at 5:30 p.m. on the fourth Tuesday of January, April, July and October, 2023 remotely. Regular and special meeting notices shall be posted on the District's website: <http://littletonvillagemd2.com>.

4. The Board designates the southwest corner of the intersection of E. Fremont Avenue and S. Logan Street, Littleton, Colorado, which is within the boundaries of the District, as the emergency physical 24-hour posting place for meeting notices in the event the District's website is unavailable, in accordance with § 24-6-402(2)(c)(III), C.R.S.

5. The Board directs management to obtain and maintain insurance for the District, to insure the Directors acting within the scope of employment by the Board against all or any part of such liability for an injury; to insure against the expense of defending a claim for injury against the District or its Board. Additionally, the Board directs management to obtain bonds or equivalent insurance coverage as required by §§ 32-1-901(2) and 32-1-902(2), C.R.S., in an amount of no less than \$1,000 per director and \$5,000 for the Board Treasurer, and to file the bond or certificate of insurance with the District Court and the Division of Local Government, when necessary.

6. The Board directs management to file an accurate boundary map, as specified by the Division of Local Government, with the County Assessor, County Clerk and Recorder and the Division in accordance § 32-1-306, C.R.S.

7. The Board directs management to provide the Notice to Electors ("Transparency Notice") to the eligible electors of the District, Arapahoe County Board of County Commissioners, City of Littleton, Arapahoe County Assessor, Treasurer, Clerk and Recorder, and the Division of Local Government pursuant to § 32-1-809, C.R.S.

8. The Board directs management to maintain the District's website and to periodically update the website with the following information:

- a. The names, terms, and contact information for the current directors and the manager of the metropolitan district;
- b. Current fiscal year budget and, any amendments to the budget;
- c. The prior year's audited financial statements, or an application for exemption from an audit prepared in accordance with the "Colorado Local Government Audit Law;
- d. A Call for Nominations pursuant to § 1-13.5-501(1), C.R.S.;
- e. Not more than thirty days after an election, certified election results for an election held within the current fiscal year;
- f. Current map depicting the boundaries of the metropolitan district; and
- g. No less than 24 hours prior to each meeting, the Meeting Notice containing the information required by § 24-6-402 (2)(c)(iii), C.R.S.

9. The Board designates the District's accountant to serve as the budget officer, and to submit a proposed budget to the Board by October 15th for the following year, and, in cooperation with general counsel, to schedule a public hearing on the proposed budget; to prepare a final budget, budget resolutions and amendments to the budget, if necessary; to certify the mill levies on or before December 15th; and to file the approved budgets and amendments thereto with the proper governmental entities in accordance with the Local Government Budget Law of Colorado.

10. The Board directs the accountant to prepare and file the annual public securities report for nonrated public securities issued by the District, with the Department of Local Affairs on or before March 1st in accordance with § 11-58-101, *et seq.*, C.R.S., if applicable.

11. The Board directs general counsel to provide the Disclosure Document and a map of the District's boundaries to the County Clerk and Recorder, for recording, at the same time an inclusion order is recorded.

12. The Board directs the accountant to prepare or cause to be prepared for filing with the State Auditor either an Application for Exemption from Audit for the prior fiscal year by March 31<sup>st</sup>; or an audit of the financial statements by June 30<sup>th</sup> to be filed with the State Auditor by July 31<sup>st</sup>.

13. The Board directs management to prepare the Unclaimed Property Act report and forward the report to the State Treasurer by November 1<sup>st</sup>, in accordance with the Unclaimed Property Act, § 38-13-101, *et seq.*, C.R.S.

14. The Board hereby appoints Mandi Kirk as the "Designated Election Official" of the District for any elections to be held during 2023 and any subsequent year. The Board hereby grants all powers and authority for the proper conduct of the election to the Designated Election Official, including but not limited to appointing election judges, appointing a canvass board and cancellation, if applicable, of the election, pursuant to the authority set forth in § 1-1-111, C.R.S.

15. The Board deems it expedient for the convenience of the electors that it shall conduct all regular and special elections of the District via a mail ballot election unless a polling place election is deemed necessary and expressed in a separate election resolution.

16. Pursuant to SB21-262, for each regular District election, the Designated Election Official shall distribute notice of the election and the Call for Nominations ("Notice") by emailing the Notice to each active registered elector of the District as specified in the registration list provided by the county clerk and recorder. If an email address is not on file with the county clerk and recorder, the Notice shall be mailed to each address at which one or more active registered electors of the District resides.

In addition, the Designated Election Official shall also provide the Notice by any one of the following means:

- posting the Notice on the District's website;

- publishing the Notice in a newspaper of general circulation within the District; or
- including the Notice as a prominent part of a newsletter, annual report, billing insert, billing statement, letter, voter information card or other notice of election, or other informational mailing sent by the metropolitan district to the eligible electors of the metropolitan district.

17. The Board hereby directs the Designated Election Official to notify the Division of Local Government of the results of any elections held by the District, including business address, telephone number and the contact person in accordance with § 1-13.5-103(3), C.R.S.

18. The Board directs the Designated Election Official to certify results of any election to incur general obligation indebtedness to the Arapahoe County Board of County Commissioners that adopted a resolution of approval of the District and with the Division of Securities.

19. Whenever the District authorizes or incurs general obligation debt, the Board directs the Designated Election Official to record a notice of such debt with the Arapahoe County Clerk and Recorder, within 30 days of authorizing or incurring the debt, on a form prescribed by the Division of Local Government, in accordance with § 32-1-1604, C.R.S.

20. The Board directs general counsel to prepare and file with the governing body of the municipality that has adopted a resolution of approval of the District, if requested, the quinquennial finding of reasonable diligence in accordance with §§ 32-1-1101.5(1.5) and (2), C.R.S.

21. Pursuant to SB21-262, unless the annual report requirement is waived by the City of Littleton or requested earlier, prior to October 1<sup>st</sup>, the Board directs general counsel to prepare and file the prior year's special district annual report with the City of Littleton, Arapahoe County Board of County Commissioners, the Division of Local Government, and the State Auditor and to deposit a copy of such report with the County Clerk and Recorder. The Board directs management to post the special district annual report on the District's website.

22. The District hereby directs each present and future member of the Board to periodically execute an Affidavit of Qualification of Director, to be retained in the District's files.

23. The Board has elected the following officers:

President/Chairman of the Board – Phil Cernanec  
Treasurer – Maria McAfee  
Secretary – Zach Tedeschi  
Asst Secretary – Holly Bundschu  
Asst Secretary – Jim Bowlby, Jr.

24. The Board directs general counsel to file conflict of interest disclosure forms provided by Board members with the Secretary of State after each Board election. At the discretion of general counsel, transactional conflict of interest disclosures shall be filed seventy-two (72) hours prior to meetings of the Board, when applicable, or at a Board member's request. In addition, written disclosures required to be filed with the governing body in accordance with § 18-8-308,

C.R.S., shall be deemed filed with the Board of Directors of the District when filed with the Secretary of State.

25. The Board extends the current indemnification resolution to allow the resolution to continue in effect as written.

26. The Board continues the engagement of Fritsche Law LLC as general counsel for the District.

27. The Board continues the engagement of the firm of CliftonLarsonAllen, LLP to provide accounting services for the District.

28. The Board continues the engagement of the firm of Public Alliance, LLC to provide district management and administration services for the District.

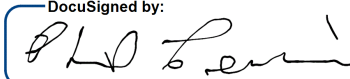
29. The Board continues the engagement of Wipfli LLP to serve as the District's auditor and to provide auditing services for the District.

30. The Board designates Public Alliance, LLC to serve as the official custodian of public records and directs compliance with the Colorado Special District Records Management Manual.

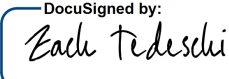
WHEREUPON, the motion was seconded by Director Bundschu and upon vote, unanimously carried. The Chairman declared the motion carried and so ordered.

ADOPTED AND APPROVED this 24th day of January, 2023.

LITTLETON VILLAGE METROPOLITAN DISTRICT NO. 2

By:  Phil Cernanec, Chairman  
DocuSigned by: 106949E747C7440...

Attest:

 Zach Tedeschi, Secretary  
DocuSigned by: EAE84475DF90489...

## LITTLETON VILLAGE METROPOLITAN DISTRICT NO. 2

### A RESOLUTION DETERMINING NOT TO PROVIDE WORKERS' COMPENSATION INSURANCE COVERAGE FOR UNCOMPENSATED MEMBERS OF THE BOARD OF DIRECTORS

WHEREAS, the Littleton Village Metropolitan District No. 2 (the "District") is a quasi-municipal corporation and political subdivision of the State of Colorado duly organized and existing pursuant to Article 1 of Title 32, Colorado Revised Statutes; and

WHEREAS, the members of the Board of Directors (the "Board") of the District are not compensated for their service on the Board, except for reimbursement of actual out-of-pocket expenses related to Board service; and

WHEREAS, pursuant to Section 8-40-202(1)(a)(I)(B), C.R.S., the Board may annually determine that it is in the best interest of the District not to provide workers' compensation insurance coverage to its uncompensated elected officials; and

WHEREAS, the Board has determined that its policy period for purposes of this election shall commence on March 1 and end on the last day of February of every year; and

WHEREAS, pursuant to Section 8-40-202(1)(a)(I)(B), C.R.S., the District must notify the Colorado Department of Labor & Employment, Division of Workers' Compensation (the "Division"), in writing of the decision not to provide workers' compensation coverage and such notification must be filed with the Division not less than 45 days before the start of the policy period; and

WHEREAS, the Division has requested that the Board annually adopt a formal Resolution and complete Division Form WC44 to acknowledge its decision not to provide workers' compensation insurance; and

WHEREAS, the Board hereby finds and determines that it is in the public interest and is an appropriate fiscal policy to exercise the option not to provide workers' compensation insurance coverage for its uncompensated elected officials.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Littleton Village Metropolitan District No. 2, Arapahoe County, as follows:

1. **No Workers' Compensation Insurance Coverage.** Because members of the Board are not compensated for their service, except for reimbursement of actual expenses incurred on behalf of the District, the Board finds and determines that its members shall not be regarded as "employees" of the District for purposes of the Workers' Compensation Act of Colorado (Section 8-40-101, C.R.S. et seq.), and that the District shall not purchase workers' compensation insurance coverage for members of the Board for the policy year commencing on March 1, 2023.

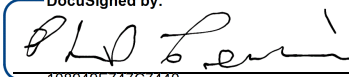
2. **Direction to File with the Division.** In addition to a copy of this Resolution, legal counsel to the District is directed and authorized to file Form WC44, "Exclusion of Uncompensated Public Officials," with the Division no later than 45 days prior to March 1.

3. **Severability.** If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.

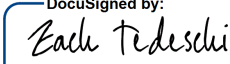
4. **Effective Date.** Notwithstanding the application of this Resolution to a certain specified plan year, this Resolution shall take effect and be enforced immediately upon its approval by the District Board.

ADOPTED this 24<sup>th</sup> day of January, 2023.

LITTLETON VILLAGE METROPOLITAN  
DISTRICT NO. 2

By    
 DocuSigned by: 108949E747C7440...  
 Phil Cernanec, President

Attest:

   
 DocuSigned by: EAF2475DF90489...  
 Zach Tedeschi, Secretary