RESOLUTION OF THE BOARD OF DIRECTORS OF THE WARD TOD METROPOLITAN DISTRICT NOS. 1-3 CONCERNING ANNUAL ADMINISTRATIVE MATTERS 2013

WHEREAS, the Boards of Directors of the Ward TOD Metropolitan District Nos. 1-3 (the "District") is to perform certain tasks on a recurring basis in the operation of the District;

NOW, THEREFORE, BE IT RESOLVED by the Ward TOD Metropolitan District Nos. 1-3 within Jefferson County, Colorado, as follows:

1. Map. The Board directs Legal Counsel to prepare an accurate map as specified by the Division for filing with the Division, the County Assessor, and the County Clerk and Recorder on or before January 1, as required by Section 32-1-306, C.R.S.

2. Contact Person. The Board directs Legal Counsel to notify the Board of County Commissioners, Assessor, Treasurer, Clerk and Recorder, the governing body of the municipality in which the District is located, and the Division of Local Government of the name of the Chairman of the Board, the contact person located within the District, if available, telephone number and business address of the District on or before January 15, as required by Section 32-1-104(2), C.R.S. The Board hereby names Russell W. Dykstra as the contact person within the District.

3. Budget. The Board directs its Accountant and Legal Counsel to submit a proposed budget to the Board by October 15, to schedule a public hearing on the proposed budget, prepare a final budget, and budget resolution, including certification of mill levies; amendment(s) to the budget if necessary; to certify the mill levies on or before December 15; and to file the approved budget and amendment(s) thereto with the proper governmental entities in accordance with the Local Government Budget Law of Colorado, Sections 29-1-101 to 29-1-115, C.R.S.

4. Intergovernmental Agreements. The Board directs Legal Counsel to prepare and file an informational listing of all contracts in effect with other political subdivisions with the Division of Local Government on or before February 1, as required by Section 29-1-205, C.R.S.

5. Annual Securities Report. The Board directs the District's Legal Counsel to prepare and file the annual public securities report for nonrated public securities issued by the District (if any), with the Department of Local Affairs on or before March 1, in accordance with Section 11-58-101 to 11-58-107, C.R.S., if required.

6. Audit Exemption. The Board directs that if neither the revenues nor the expenditures for the past year exceed $500,000 than an application for exemption from

audit be prepared and submitted to the Board and then filed with the State Auditor by March 31, as required by Section 29-1-604, C.R.S.

7. Unclaimed Property. The Board directs Legal Counsel to prepare the Unclaimed Property Act report and forward to the State Treasurer by November 1 if there is property presumed abandoned and subject to custody as unclaimed property, in accordance with Section 38-13-110, C.R.S.

8. Public Records. The Board designates Legal Counsel as the official custodian of public records, as such term is used in Section 24-72-202, C.R.S.

9. Fair Campaign Practices Act. The Board is reminded that in accordance with the Fair Campaign Practices Act, each Board member is required to report to the County Clerk and Recorder on a form prescribed by the Secretary of State, certain items received in connection with their service, such report to be filed on or before January 15 of the year following receipt of the items, as required by Sections 1-45-109 and 24-6-203, C.R.S.

10. Newspaper. The Board designates the Wheat Ridge Transcript as the newspaper of general circulation within the boundaries of the District, or in the vicinity of the District if none is circulated within the District, and directs that all legal notices shall be published in accordance with Section 32-1-103(15), C.R.S., in the Wheat Ridge Transcript.

11. Director Compensation. The Board of Directors of the District determines that each director shall not receive compensation for services as directors, at the maximum rate allowed by law, in accordance with 32-1-902(3)(a)(I) & (II), C.R.S.

12. Director Qualification. Pursuant to Section 32-1-901 C.R.S., the District determines that each present and future member of the Board shall have in the District files, with annual confirmation thereof by the District's custodian of public records, a complete and executed Certificate of Appointment (if Board member is appointed), current Oath of Office and applicable Surety Bond, and that copies of each be submitted to the Department of Local Government and the District Court as necessary and as may be requested.

13. Officers. The District has elected, in accordance with Section 32-1-902, C.R.S., the following officers for the District:

President:	Brian Mott
Vice-President:	
Secretary:	Jeffrey Dean
Treasurer:	Karen Mott
Assistant Secretary:	Karen Mott

14. Director Indemnification. The Board of Directors of the District extends the current indemnification resolution to allow the resolution to continue in effect as written.

15. Designated Posting Location. The Board of Directors of the District designates the following location as the designated posting place for the posting of meeting notices and the posting location for meeting agendas, if available, in accordance with Section 24-6-402(2)(c), C.R.S.: _____.

16. Meetings. The Board determines to hold regular meetings on the last Th of every month. The location of the meetings will be at 1101 West 48th Avenue, Suite 100, Denver, Colroado. In addition, regular and special meeting notices shall be posted at the designated posting location as identified above; and at the Clerk and Recorder's office, all in accordance with Section 32-1-903, C.R.S. The Board directs Legal Counsel to prepare notices for posting at three public locations within the boundaries of the District one of which is the designated posting location and at the Clerk and Recorder's offices. Legal Counsel shall revise the notices when the Board intends to make a final determination to issue or refund general obligation indebtedness, to consolidate the District, to dissolve the District, to file a plan for adjustment of debt under federal bankruptcy law, or to enter into a private contract with a director, or not to make a scheduled bond payment.

17. Elections. Susan J. Schledorn of Spencer Fane & Grimshaw LLP is hereby appointed as the "Designated Election Official" of the Board for any elections to be held by the District. In accordance with Section 1-1-111(2), C.R.S., 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: calling an election on behalf of the District; approving the final form of ballot issues and questions; preparation of the TABOR notice; appointing election judges, appointing a canvass board and cancellation, if applicable, of the election. 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 polling place election unless a mail ballot election is deemed necessary and expressed in a separate election resolution. In accordance with Sections 1-11-103, 32-1-104(1), and 32-1-1101.5, C.R.S., the District directs the Designated Election Official to notify the Division of Local Government and the Board of County Commissioners or governing body of the municipality that has approved organization of the District of the results of any elections held by the District, including business address, telephone number and the contact person; and to certify results of any election to incur general obligation indebtedness to the Board of County Commissioners or the governing body of a municipality.

18. In accordance with Section 32-1-1604 and 1101.5(1), C.R.S., the Board directs Legal Counsel to issue notice of indebtedness to the Board of County Commissioners and to record such notice with the County Clerk and Recorder within 30 days of incurring or authorizing of any indebtedness.

19. Quinquennial Findings. If requested, the Board directs Legal Counsel to prepare and file with the Board of County Commissioners, the quinquennial finding of reasonable diligence, in accordance with Section 32-1-1101.5(1.5)&(2), C.R.S.

20. Annual Report. The Board directs Legal Counsel to prepare and file, if requested and if required, the special district annual report, in accordance with Sections 32-1-207(3)(c), C.R.S.

21. Disclosure of Potential Conflict of Interest. The Board has determined that Legal Counsel will file general conflict of interest disclosure forms provided by board members with the Secretary of State by January 31 of each year, which forms will be updated on an annual basis through information given to Legal Counsel by board members. If a specific conflict arises regarding a certain transaction of the Board, the Board member is required to notify Legal Counsel at least five days prior to the date of the meeting so that the transactional form may be filed in a timely manner, in accordance with Sections 32-1-902(3) and 18-8-308, C.R.S. Additionally, at the beginning of every term, Legal Counsel shall request that each board member submit information regarding actual or potential conflicts of interest.

22. Special District Association. The District is currently not a member of the Special District Associate ("SDA").

23. Insurance. Legal Counsel will at least biannually review all insurance policies and coverage in effect to determine appropriate insurance coverage is maintained.

24. Promissory Notes. The District has no outstanding promissory note(s).

25. Outstanding General Obligation Indebtedness. The District has no outstanding general obligation bonds or multiple fiscal year financial obligations.

26. Workers' Compensation. Pursuant to Section 8-40-202(1)(a)(I)(B), C.R.S., the appointed officials of the District shall not be deemed to be an employee within the meaning of Section 8-40-202(1)(a), C.R.S. Such exclusion shall apply for all policy years until such time as the exclusion may be repealed by the Board of Directors of the District or unless Legal Counsel at the direction of the Board acquires coverage.

27. PDPA. Pursuant to the provisions of the Colorado Public Deposit Protection Act §11-10.5-101, et seq., C.R.S., the Board appoints the position of treasurer as the official custodian of public deposits.

28. Notice to Electors (Transparency Notice). The Board directs that no more than sixty days prior to and not later than January 15, Legal Counsel will prepare and distribute the Notice to Electors pursuant to and in a matter prescribed by Section 32-1-809, C.R.S. The Board further directs that the Notice will be filed with the Division of

Local Government and the County Clerk and Recorder and a copy made available for public inspection at the District's business office.

29. Gifts and Honoraria. The Board is reminded that in accordance with Section 24-6-203, C.R.S., if a Board member receives annual compensation from the District of not less than $1,200, then the Board member is required to file a quarterly report with the County Clerk and Recorder on a form prescribed by the Secretary of State and that no report needs to be filed unless a director receives $25 or more in cash or loans, or real or personal property having a value of $50 or more.

Adopted and approved this 29th day of November, 2012.

(SEAL)

ATTEST:

WARD TOD METROPOLITAN DISTRICT NO. 1

By: _____
President

By: _____
Secretary

(SEAL)

ATTEST:

WARD TOD METROPOLITAN DISTRICT NO. 2

By: _____
President

By: _____
Secretary

(SEAL)

ATTEST:

WARD TOD METROPOLITAN DISTRICT NO. 3

By: _____
President

By: _____
Secretary