

**RESOLUTION
OF THE BOARD OF DIRECTORS OF
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT
ESTABLISHING AN OPERATIONS COMMITTEE**

WHEREAS, Roxborough Village Metropolitan District ("District") is 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 ("Board") is empowered with the 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 November 15, 2022, the Board approved an interim operations committee for the purpose of ensuring efficient and effective day-to-day communication with the District's professional consultants, attorneys, and management ("Operations Committee"); and

WHEREAS, the Board desires to formally establish the nature, scope and authority of the Operations Committee, as stated herein.

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

1. Establishment and Purpose of the Operations Committee. The Board hereby establishes an Operations Committee for the purpose of communicating with, coordinating, receiving information from, and providing day-to-day direction to, the District's professional consultants, attorneys, and management, and to make recommendations to the Board regarding final Board actions to be taken on such matters.

2. Operations Committee Members. Mat Hart, President, and Ephram Glass, Vice-President, are hereby designated as the initial members of the Operations Committee. The Board may at any time, by affirmative majority vote, remove Directors from, or add Directors to, the Operations Committee. A Director may resign from the Operations Committee by providing written notice of resignation to the Board.

3. Scope of Authority and Duration. The Operations Committee is intended to be a limited purpose, "standing" committee that, under the direct oversight of the full Board, is charged with keeping the District's day-to-day operational and administrative affairs functioning smoothly to further the business, objects, and affairs of the District. The Board, through affirmative majority vote, may at any time: a) dissolve the Operations Committee; b) increase, decrease, or otherwise modify the Operation Committee's scope of authority; and, c) take any other action regarding the Operations Committee that the Board believes to be in the best interests of the Community and/or the District.

ADOPTED this 29 day of November, 2022.

BOARD OF DIRECTORS OF THE
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

By: *Mark Rubic*
Mark Rubic, Board President

By: *Travis C Jensen*
Travis Jensen, Board Secretary