

**RESOLUTION OF THE  
BOARD OF DIRECTORS OF THE  
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT**

A RESOLUTION CONCERNING BOARD MEMBER COMPENSATION AND EXPENSE REIMBURSEMENT

**WHEREAS**, Roxborough Village Metropolitan District (“*District*”) is a political subdivision of the State of Colorado, organized pursuant to the Colorado Special District Act, Colorado Revised Statutes (“*C.R.S.*”) §32-1-101, *et seq.*;

**WHEREAS**, the District is governed by a Board of Directors comprised of five elected individuals (“**Board**”);

**WHEREAS**, pursuant to C.R.S. §32-1-902(3)(a)(II), each member of the Board (“*Director*”) may receive as compensation for the Director’s service a sum of one hundred dollars (\$100) per meeting actually attended not to exceed two thousand four hundred dollars (\$2,400) in a calendar year; and,

**WHEREAS**, pursuant to C.R.S. §32-1-902(3)(b), a Director may receive reimbursement for actual expenses incurred in the performance of his/her duties as a Director and such reimbursement shall not be considered compensation.

**NOW THEREFORE**, be it resolved by the Board of Directors of the Roxborough Village Metropolitan District that:

1) Each Director shall receive one hundred dollars (\$100) for each meeting actually attended, whether in person or by audio/video platform, not to exceed two thousand four hundred dollars (\$2,400) in a calendar year; provided, that such amount shall be automatically adjusted to reflect any subsequent change in the law, without the need for the Board to adopt a new or modified Resolution;

2) A Director may receive reimbursement of actual expenses incurred in the performance of his/her duties as a Director and such reimbursement shall not be considered compensation. Reimbursement of actual expenses shall be subject to the following:

a. Mileage shall be at the IRS’s standard mileage rate in effect at the time the reimbursement is requested;

b. Lodging shall be reimbursed at no more than the then-current rate established by the U.S. General Services Administration (GSA) for the area in which the lodging is located;

c. Other expenses incurred by a Director for which reimbursement is sought must be substantiated with a receipt, invoice or other documentation and an explanation as to why such expense was incurred by the Director in the performance of his/her duties as a Director; and,

d. A Director is expected to receive prior approval through an affirmative majority vote of the Board before incurring an expense for which reimbursement will be sought. If the Director does not obtain Board approval before incurring the expense, the Director knowingly assumes the risk that the Board may not approve reimbursement of the expense. If the Board does not approve reimbursement of the expense, the Director shall not be reimbursed and shall be solely responsible for the payment of such expense.

DATED this 19 day of January, 2023.

BY THE BOARD OF DIRECTORS  
ROXBOROUGH VILLAGE METROPOLITAN DISTRICT

By: \_\_\_\_\_  
Mat Hart, Board President

ATTESTED:

By: \_\_\_\_\_  
Travis Jensen, Board Secretary