

TRIVIEW METROPOLITAN DISTRICT

RESOLUTION 02-2016

RESOLUTION OF THE BOARD OF DIRECTORS OF TRIVIEW METROPOLITAN DISTRICT CONCERNING TEMPORARY EXTENSION OF BOARD TERMS/FILLING VACANCY PENDING ELECTION CERTIFICATION

WHEREAS, Triview Metropolitan District ("District") has determined, in light of delay in certification of its election of certain positions on the Board of Directors of the District, that it is appropriate to adopt the following resolution for purposes of documenting the authority of the existing Board of Directors pending completion of a statutorily required recount, and subsequent certification of election results; and,

WHEREAS, pursuant to C.R.S. §32-1-801, elections of directors to the board of a special district are to be conducted pursuant to the provisions of C.R.S. Title 1, Articles 1 through 13; and,

WHEREAS, pursuant to C.R.S. §32-1-804, the District Board of Directors shall govern the conduct of all elections of the special district and "*render all interpretations and make all decisions as to controversies or other matters arising in the conduct of elections*"; and,

WHEREAS, a regular election of four of the five director positions on the District Board of Directors was conducted by mail ballot on May 3, 2016, with all such ballots, including extended deadlines for Uniformed and Overseas Citizens Absentee Voting Act ballots, having now been collected and counted. Voting margins from said election are narrow enough that a statutorily prescribed recount, consistent with C.R.S. §§1-10.5-102 and 103, is to be undertaken during the week of May 16, 2016. As such, the identities of the newly elected Directors are not known as of the date of this regular meeting of the District Board; and,

WHEREAS, C.R.S. §32-1-905(1)(a) specifies that a Board vacancy occurs if "*a qualified person is not elected to a director's office by the electors as required at a regular election*", and in this instance the will of said electors will not be known until a recount is complete and election results certified; and,

WHEREAS, as a result, with no election results completed, it is the Board's position that no vacancies, nor newly elected directors to fill them, as yet exist; and,

WHEREAS, pursuant to C.R.S. §32-1-1001(m) and (n), this Board has the power to adopt, amend and enforce bylaws and rules and regulations for the District that are not in conflict with the constitution and laws of the State of Colorado, for the carrying on of the business of the District, and may exercise all rights and powers necessary or incident to

or implied from its specific powers; and

NOW, THEREFORE, pursuant to the District's authority and the power under C.R.S. §32-1001 and §32-1-1004, and further pursuant to the statutory references above, the following resolution is adopted in regards to the current District Board of Director's continuing authority in their respective director positions, pending completion of the statutorily required recount of votes and certification of the same.

1. No Vacancies. The District acknowledges that it must hold regular elections for selection of Directors, and must comply with all applicable statutory and regulatory provisions concerning term limitations, and the conduction of said elections. The District initiated said election process through a mail-in election consistent with said requirements with a polling date of May 3, 2016. Due to the small margins separating the candidates, a recount is required by statute, but will not be timely completed to allow the District to timely meet during the month of May for conducting time-sensitive District business, should the District wait for the certification of the election results following the recount. The District, after consultation with its legal counsel, has concluded that no "vacancies" on the Board exist until such time as said election is certified, and it is known who was and was not elected, consistent with C.R.S. §32-1-95(1)(a), cited above. As such, no vacancies currently exist on the District board.

2. Authority and Term. It is therefore the District's resolution, that all current Directors on the District's Board, as constituted at the regular April, 2016 Board meeting, remain in office and charged with the authority and fiduciary duties to their citizens for this May 17, 2016 meeting, to conduct the business of the District. It is anticipated that this slightly extended "term" in office will, with the completion and certification of the election process, terminate prior to the June 2016 regular District Board meeting. However, should an election contest or subsequent recount or challenge follow, further delaying certification of the election results, in order to ensure the business of the District continues to be timely conducted, this extended "term" shall run until such time as proper election certification is achieved, but no longer.

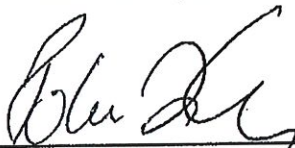
3. Determination by the Board. It is the Board's determination that this resolution is necessary for the timely conducting of business by the District, and performance of fiduciary duties to the residents and businesses served thereby.

4. Enterprise. This Resolution is taken by the District, including as acting through its water activity enterprise.

5. Proper Action. This action is taken by the Board at its regular public meeting after all required public notices and postings of the meeting have been made, with a quorum of the Board in attendance and taking proper action thereon.

THEREFORE, the above policy regarding Director position vacancies and extended term pending election certification, was established as a resolution of the District, and was

enacted by the Board of Directors of the Triview Metropolitan District on this ____ day of May, 2016, to be effective immediately.



Robert Fisher, President

ATTEST:



Reid Bolander, Vice President