

**RESOLUTION OF BOARD OF DIRECTORS
CALLING ELECTION**

I-25/PROSPECT INTERCHANGE METROPOLITAN DISTRICT

§§ 32-1-804, 1-1-111(2), 1-13.5-1103(1), and 1-13.5-513(1), C.R.S.

At a meeting of the Board of Directors (the “**Board**”) of the I-25/Prospect Interchange Metropolitan District (the “**District**”), it was moved to adopt the following Resolution:

WHEREAS, the District was organized as a special district pursuant to §§ 32-1-101, *et seq.*, C.R.S. (the “**Special District Act**”); and

WHEREAS, the District is located entirely within Larimer County, Colorado (the “**County**”); and

WHEREAS, pursuant to § 32-1-804, C.R.S., the Board governs the conduct of regular and special elections for the District; and

WHEREAS, the Board anticipates holding a regular election on May 3, 2022, for the purpose of electing directors, and desires to take all actions necessary and proper for the conduct thereof (the “**Election**”); and

WHEREAS, the Election shall be conducted pursuant to the Special District Act, the Colorado Local Government Election Code and the Uniform Election Code of 1992, to the extent not in conflict with the Colorado Local Government Election Code, including any amendments thereto, and shall also comply with Article X, § 20 of the Colorado Constitution (“**TABOR**”), as necessary; and

WHEREAS, pursuant to § 1-1-111(2), C.R.S., the Board is authorized to designate an election official (the “**Designated Election Official**”) to exercise authority of the Board in conducting the Election; and

WHEREAS, pursuant to § 1-13.5-513(1), C.R.S., the Board can authorize the Designated Election Official to cancel the Election upon certain conditions.

NOW, THEREFORE, BE IT RESOLVED by the Board as follows:

1. The Board hereby calls the Election for the purpose of electing directors. The Election shall be conducted as an independent mail ballot election in accordance with §§ 1-13.5-1101, *et seq.*, C.R.S.

2. The Board names Ashley B. Frisbie of the law firm of White Bear Ankele Tanaka & Waldron as the Designated Election Official for the Election. The Designated Election Official shall act as the primary contact with the County and shall be primarily responsible for ensuring the proper conduct of the Election.

3. Without limiting the foregoing, the following specific determinations also are made:
 - a. The Board hereby directs general counsel to the District to approve the final form of the ballot to be submitted to the eligible electors of the District and authorizes the Designated Election Official to certify those questions and take any required action therewith.
 - b. The Board hereby determines that: in addition to emailing to each registered elector at the email address provided by the county, or if no email is provided, by mailing to the household of each registered elector, notice of the call for nominations will be provided by publication.
 - c. The Board hereby directs general counsel to the District to oversee the general conduct of the Election and authorizes the Designated Election Official to take all action necessary for the proper conduct thereof and to exercise the authority of the Board in conducting the Election, including, but not limited to, causing the call for nominations; appointment, training and setting compensation of election judges and a board of canvassers, as necessary; all required notices of election, including notices required pursuant to TABOR; printing of ballots; supervision of the counting of ballots and certification of election results; and all other appropriate actions.
4. The District shall be responsible for the payment of any and all costs associated with the conduct of the Election, including its cancellation, if permitted.
5. The Board hereby ratifies any and all actions taken to date by general counsel and the Designated Election Official in connection with the Election.
6. The Board hereby authorizes and directs the Designated Election Official to cancel the Election and to declare the candidates elected if, at the close of business on the sixty-third day before the Election, or at any time thereafter, there are not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates, and so long as the only ballot questions are for the election of candidates. The Board further authorizes and directs the Designated Election Official to publish and post notice of the cancellation as necessary and file such notice and cancellation resolutions with the County Clerk and Recorder and with the Division of Local Government, as required. The Designated Election Official shall also notify the candidates that the Election was canceled and that they were elected by acclamation.
7. This Resolution shall remain in full force and effect until repealed or superseded by subsequent official action of the Board.

[Remainder of Page Intentionally Left Blank]

ADOPTED THIS 11TH DAY OF NOVEMBER, 2021.

**I-25/PROSPECT INTERCHANGE
METROPOLITAN DISTRICT**

DocuSigned by:
Jim Birdsall
E77EC0AACD9140F...

Officer of the District

ATTEST:

DocuSigned by:
Michael S. Brown
1E4A76D2C2374D6...

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law

DocuSigned by:
Eve Velasco
5582C036FFC44E4...

General Counsel to the District

Signature Page to Resolution Calling Election

Certificate Of Completion

Envelope Id: E5DC652A58FE42718295C2C3269358C9	Status: Completed
Subject: Please DocuSign: I-25 Prospect Interchange MD - Resolution Calling Election.pdf	
Client Name: I-25 Prospect Interchange MD	
Client Number: 011-045377-OS03-2022	
Source Envelope:	
Document Pages: 3	Signatures: 3
Certificate Pages: 5	Initials: 0
AutoNav: Enabled	Envelope Originator:
Enveloped Stamping: Enabled	Cindy Jenkins
Time Zone: (UTC-06:00) Central Time (US & Canada)	220 South 6th Street
	Suite 300
	Minneapolis, MN 55402
	Cindy.Jenkins@claconnect.com
	IP Address: 165.225.10.178

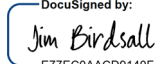
Record Tracking

Status: Original	Holder: Cindy Jenkins	Location: DocuSign
2/8/2022 5:57:24 PM	Cindy.Jenkins@claconnect.com	

Signer Events

Jim Birdsall
jim@tbgroup.us
Manager/Member
Security Level: Email, Account Authentication (None)

Signature

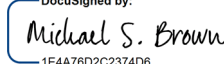
DocuSigned by:

E77EC0AACD9140F...
Signature Adoption: Pre-selected Style
Using IP Address: 184.96.55.227

Timestamp

Sent: 2/8/2022 5:59:17 PM
Viewed: 2/8/2022 6:30:33 PM
Signed: 2/8/2022 6:30:46 PM

Electronic Record and Signature Disclosure:
Accepted: 2/8/2022 6:30:33 PM
ID: b90a9394-f60d-4108-bda7-cba797915d41

Michael S. Brown
Bo.brown@colostate.edu
President
Security Level: Email, Account Authentication (None)

DocuSigned by:

1E4A76D2C2374D6...
Signature Adoption: Pre-selected Style
Using IP Address: 129.82.94.94

Sent: 2/8/2022 6:30:47 PM
Viewed: 2/9/2022 5:33:14 PM
Signed: 2/9/2022 5:33:34 PM

Electronic Record and Signature Disclosure:
Accepted: 2/9/2022 5:33:14 PM
ID: a8c22a4e-894d-4efb-b443-91063a90d435

Eve Velasco
evelasco@wbapc.com
Security Level: Email, Account Authentication (None)

DocuSigned by:

5582C036FFC44E4...
Signature Adoption: Pre-selected Style
Using IP Address: 50.209.233.181

Sent: 2/9/2022 5:33:35 PM
Viewed: 2/9/2022 5:41:59 PM
Signed: 2/9/2022 5:42:05 PM

Electronic Record and Signature Disclosure:
Accepted: 2/9/2022 5:41:59 PM
ID: 022568eb-7ba7-47d8-8231-db8e29a33d50

In Person Signer Events	Signature	Timestamp
Editor Delivery Events	Status	Timestamp
Agent Delivery Events	Status	Timestamp

Intermediary Delivery Events	Status	Timestamp
Certified Delivery Events	Status	Timestamp
Carbon Copy Events	Status	Timestamp
Witness Events	Signature	Timestamp
Notary Events	Signature	Timestamp
Envelope Summary Events	Status	Timestamps
Envelope Sent	Hashed/Encrypted	2/8/2022 5:59:17 PM
Certified Delivered	Security Checked	2/9/2022 5:41:59 PM
Signing Complete	Security Checked	2/9/2022 5:42:05 PM
Completed	Security Checked	2/9/2022 5:42:05 PM
Payment Events	Status	Timestamps
Electronic Record and Signature Disclosure		

ELECTRONIC RECORD AND SIGNATURE DISCLOSURE

From time to time, CliftonLarsonAllen LLP (we, us or Company) may be required by law to provide to you certain written notices or disclosures. Described below are the terms and conditions for providing to you such notices and disclosures electronically through the DocuSign system. Please read the information below carefully and thoroughly, and if you can access this information electronically to your satisfaction and agree to this Electronic Record and Signature Disclosure (ERSD), please confirm your agreement by selecting the check-box next to 'I agree to use electronic records and signatures' before clicking 'CONTINUE' within the DocuSign system.

Getting paper copies

At any time, you may request from us a paper copy of any record provided or made available electronically to you by us. You will have the ability to download and print documents we send to you through the DocuSign system during and immediately after the signing session and, if you elect to create a DocuSign account, you may access the documents for a limited period of time (usually 30 days) after such documents are first sent to you. After such time, if you wish for us to send you paper copies of any such documents from our office to you, you will be charged a \$0.00 per-page fee. You may request delivery of such paper copies from us by following the procedure described below.

Withdrawing your consent

If you decide to receive notices and disclosures from us electronically, you may at any time change your mind and tell us that thereafter you want to receive required notices and disclosures only in paper format. How you must inform us of your decision to receive future notices and disclosure in paper format and withdraw your consent to receive notices and disclosures electronically is described below.

Consequences of changing your mind

If you elect to receive required notices and disclosures only in paper format, it will slow the speed at which we can complete certain steps in transactions with you and delivering services to you because we will need first to send the required notices or disclosures to you in paper format, and then wait until we receive back from you your acknowledgment of your receipt of such paper notices or disclosures. Further, you will no longer be able to use the DocuSign system to receive required notices and consents electronically from us or to sign electronically documents from us.

All notices and disclosures will be sent to you electronically

Unless you tell us otherwise in accordance with the procedures described herein, we will provide electronically to you through the DocuSign system all required notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you during the course of our relationship with you. To reduce the chance of you inadvertently not receiving any notice or disclosure, we prefer to provide all of the required notices and disclosures to you by the same method and to the same address that you have given us. Thus, you can receive all the disclosures and notices electronically or in paper format through the paper mail delivery system. If you do not agree with this process, please let us know as described below. Please also see the paragraph immediately above that describes the consequences of your electing not to receive delivery of the notices and disclosures electronically from us.

How to contact CliftonLarsonAllen LLP:

You may contact us to let us know of your changes as to how we may contact you electronically, to request paper copies of certain information from us, and to withdraw your prior consent to receive notices and disclosures electronically as follows:

To contact us by email send messages to: BusinessTechnology@CLAconnect.com

To advise CliftonLarsonAllen LLP of your new email address

To let us know of a change in your email address where we should send notices and disclosures electronically to you, you must send an email message to us at BusinessTechnology@CLAconnect.com and in the body of such request you must state: your previous email address, your new email address. We do not require any other information from you to change your email address.

If you created a DocuSign account, you may update it with your new email address through your account preferences.

To request paper copies from CliftonLarsonAllen LLP

To request delivery from us of paper copies of the notices and disclosures previously provided by us to you electronically, you must send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email address, full name, mailing address, and telephone number. We will bill you for any fees at that time, if any.

To withdraw your consent with CliftonLarsonAllen LLP

To inform us that you no longer wish to receive future notices and disclosures in electronic format you may:

i. decline to sign a document from within your signing session, and on the subsequent page, select the check-box indicating you wish to withdraw your consent, or you may;

ii. send us an email to BusinessTechnology@CLAconnect.com and in the body of such request you must state your email, full name, mailing address, and telephone number. We do not need any other information from you to withdraw consent.. The consequences of your withdrawing consent for online documents will be that transactions may take a longer time to process..

Required hardware and software

The minimum system requirements for using the DocuSign system may change over time. The current system requirements are found here: <https://support.docusign.com/guides/signer-guide-signing-system-requirements>.

Acknowledging your access and consent to receive and sign documents electronically

To confirm to us that you can access this information electronically, which will be similar to other electronic notices and disclosures that we will provide to you, please confirm that you have read this ERSD, and (i) that you are able to print on paper or electronically save this ERSD for your future reference and access; or (ii) that you are able to email this ERSD to an email address where you will be able to print on paper or save it for your future reference and access. Further, if you consent to receiving notices and disclosures exclusively in electronic format as described herein, then select the check-box next to ‘I agree to use electronic records and signatures’ before clicking ‘CONTINUE’ within the DocuSign system.

By selecting the check-box next to ‘I agree to use electronic records and signatures’, you confirm that:

- You can access and read this Electronic Record and Signature Disclosure; and
- You can print on paper this Electronic Record and Signature Disclosure, or save or send this Electronic Record and Disclosure to a location where you can print it, for future reference and access; and
- Until or unless you notify CliftonLarsonAllen LLP as described above, you consent to receive exclusively through electronic means all notices, disclosures, authorizations, acknowledgements, and other documents that are required to be provided or made available to you by CliftonLarsonAllen LLP during the course of your relationship with CliftonLarsonAllen LLP.

**NOTICE OF CANCELLATION OF ELECTION
and
CERTIFIED STATEMENT OF RESULTS**

I-25/PROSPECT INTERCHANGE METROPOLITAN DISTRICT

NOTICE IS HEREBY GIVEN pursuant to § 1-13.5-513(6), C.R.S., that, at the close of business on February 28, 2022, there were not more candidates than offices to be filled, including candidates filing affidavits of intent to be write-in candidates, for I-25/Prospect Interchange Metropolitan District (the “**District**”). Therefore, the election for the District to be held on May 3, 2022 is hereby cancelled.

The following candidates for the District are declared elected by acclamation:

<u>Robert Tim McKenna</u>	<u>Until May 2025</u>
<u>James Birdsall</u>	<u>Until May 2025</u>
<u>Michael J. Kleinman</u>	<u>Until May 2025</u>
<u>Rudy Byler</u>	<u>Until May 2023</u>
<u>Michael S. Brown</u>	<u>Until May 2023</u>

/s/ Ashley B. Frisbie
Designated Election Official

Contact Person for Districts:

Robert G. Rogers
WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law
2154 E. Commons Avenue, Suite 2000
Centennial, Colorado 80122
(303) 858-1800

PUBLISHED IN: The Coloradoan
PUBLISHED ON: April 14, 2022

**RESOLUTION OF DESIGNATED ELECTION OFFICIAL OF
CANCELLATION OF ELECTION
AND DECLARATION OF CANDIDATES ELECTED**

I-25/PROSPECT INTERCHANGE METROPOLITAN DISTRICT

WHEREAS, the Board of Directors of I-25/Prospect Interchange Metropolitan District (the "District") has duly authorized the Designated Election Official to cancel the election to be conducted on May 3, 2022, and to declare the candidates elected because the Designated Election Official has duly determined, at the close of business on the sixty-third (63rd) day before said election or at any time thereafter, that there were not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates.

NOW, THEREFORE, pursuant to § 1-13.5-513(1), C.R.S., the Designated Election Official hereby cancels the May 3, 2022, election and declares the following candidates to be elected by acclamation for the following terms of office for the District:

<u>Robert Tim McKenna</u> (Name)	<u>580 Hidden Valley Rd., CO. Springs, CO 80919</u> (Address)	<u>May 2025</u>
<u>James Birdsall</u> (Name)	<u>2435 Heron Lake Parkway, Berthoud, CO 80513</u> (Address)	<u>May 2025</u>
<u>Michael J. Kleinman</u> (Name)	<u>98 Soleil Cir., Eagle, CO 81631</u> (Address)	<u>May 2025</u>
<u>Rudy Byler</u> (Name)	<u>5252 Lemon Gulch Dr., Castle Rock, CO 80108</u> (Address)	<u>May 2023</u>
<u>Michael S. Brown</u> (Name)	<u>5451 Lulu City Dr., Timnath, CO 80524</u> (Address)	<u>May 2023</u>

/s/ Ashley B. Frisbie
Designated Election Official

Contact Person for Districts:

Robert G. Rogers
WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law
2154 E. Commons Avenue, Suite 2000
Centennial, Colorado 80122
(303) 858-1800