

**JOINT RESOLUTION OF THE BOARD OF DIRECTORS  
OF THE  
ERIE HIGHLANDS METROPOLITAN DISTRICT NO. 1  
AND  
ERIE HIGHLANDS METROPOLITAN DISTRICT NO. 2**

**CREATION OF COMMITTEES  
AND  
SCOPE OF COMMITTEE AUTHORITY**

**Recitals**

A. The Erie Highlands Metropolitan District No. 1 (the “**District 1**”) and Erie Highlands Metropolitan District No. 2 (the “**District 2**”) (collectively, the “**Districts**”) are quasi-municipal corporations and political subdivisions of the State of Colorado organized under Article 1 of Title 32 of the Colorado Revised Statutes (the “**Special District Act**”); and

B. Each District is governed by an elected Board of Directors (the “**Board**” or “**Boards**”); and

C. Pursuant to § 32-1-1001(1)(h), C.R.S., the Boards have the power to manage, control and supervise all of the business and affairs of the special districts; and

D. The Districts jointly own the public improvements and real property located on Lot 1, Erie Highlands Filing 8, Town of Erie, Weld County, Colorado, including the pool, hot tub, and clubhouse facilities (the “**Pool and Clubhouse**”); and

E. The Districts individually own various tracts of land on which the Districts’ landscaping and signage is located (the “**Landscaping Property**”); and

F. On March 5, 2025, the Districts entered into the “Intergovernmental Agreement between Erie Highlands Metropolitan District No. 1 and Erie Highlands Metropolitan District No. 2 – Cost Sharing – Landscaping, Pool and Clubhouse” setting forth the terms and conditions by which the Districts would allocate the costs of operating and maintaining the Landscaping Property , Pool and Clubhouse; and

G. To facilitate the efficient operation of the Landscaping Property and Pool and Clubhouse and to involve members of the community in the operation of community amenities, the Districts desire to create and delegate certain of its discretionary and ministerial functions to certain committees; and

H. The Districts do not intend to delegate any of their legislative powers, or any other non-delegable powers, to any committee.

NOW THEREFORE, BE IT RESOLVED by the Board of Directors of the Erie Highlands Metropolitan District No. 1 and by the Board of Directors of the Erie Highlands Metropolitan District No. 2 as follows:

1. The Districts adopt the following guidelines regarding the use of committees:

a. Committee Types

i. Standing Committee: A standing committee serves to perform a continuing function and remains in existence until dissolved by the Boards.

ii. Special Committee: A special committee is a committee appointed, as the need arises, to carry out a specified task, and which automatically ceases to exist at the completion of such task.

b. Committee Member Selection

i. Standing Committee

1. Standing Committees may be created or dissolved at any regular or special meeting of the Boards by a majority vote of a quorum of the Boards unless otherwise stated.
2. Committee members shall be appointed by a majority vote of a quorum of the Boards unless otherwise stated.
3. The Boards shall have sole discretion to appoint or remove Standing Committee Members.
4. No more than two Board members from each District may serve on any Standing Committee, but in any event, a Standing Committee meeting or activity must not consist of enough Board members to constitute a quorum of a District's Board.

ii. Special Committee

1. Each Special Committee shall be established as needed and will automatically terminate upon completion of the Special Committee's task(s).
2. A Special Committee may be formed at any regular or special meeting of the Boards by a majority vote of a quorum of each Board unless otherwise stated.
3. The Boards shall have the sole discretion to appoint or remove Special Committee Members.

4. No more than two Board members from each District shall serve on any single Special Committee, but in any event, a special committee meeting or activity must not consist of enough Board members to constitute a quorum of a District's Board.

c. A committee may not adopt any proposed policy, position, resolution, rule, regulation, ordinance, or formal action. All committee recommendations concerning public-policy making must be presented for Board consideration at a regular or special Board meeting.

d. All committee meetings are open to the public.

2. The Districts create the following Standing Committees:

a. Pool and Clubhouse Committee:

i. Purpose: The purpose of the Pool and Clubhouse Committee is to address issues related to the operation, maintenance, repair and replacement of the Pool and Clubhouse improvements.

ii. Composition: The Pool Committee shall be composed as follows:

1. A total of 5 members.

a) 2 members will be selected from the Board of District 1 and appointed by the Board of District 1.

b) 2 members will be selected from the Board of District 2 and appointed by the Board of District 2.

c) 1 member will be an eligible elector of District 1 or District 2 who is not a Board member of District 1 or District 2. This member will be appointed by the Boards at a Board meeting. The Boards may seek interested candidates for the position or may appoint an eligible elector of their choosing.

iii. Authority: The Pool Committee shall have the authority to: (1) make all ministerial decisions related to the Pool and Clubhouse; and (2) perform discretionary functions as directed by the Board. This includes, in coordination with the Districts' Manager:

1. Day to day direction and management of contractors providing services for the operation of the Pool and Clubhouse (for example, lifeguards, janitorial services, pool operators, and on-property landscaping).
2. Day to day direction and management of contractors providing services for the operation and maintenance of the Pool and

Clubhouse (for example, landscaping maintenance and repairs, and snow removal).

3. Obtain and review proposals for service providers needed for the operation and maintenance of the Pool and Clubhouse and provide recommendations to the Districts' Boards regarding engagement of contractors.
4. Obtain and review proposals for repairs to the Pool and Clubhouse and provide recommendations to the Districts' Boards for approval.
5. Recommend capital projects for the Pool and Clubhouse and direction and management of any contractors or consultants regarding the capital project (for example, landscape architects).
6. Prepare estimated budgets for the repair, maintenance and capital improvements to the Pool and Clubhouse and submit to the Districts' Boards and District manager for review and approval.

iv. Emergency Repairs - Authority: The Pool and Clubhouse

Committee is authorized to approve the spending of up to \$10,000 in Districts' funds for the repair or replacement of the Pool and Clubhouse that, in the opinion of the Pool and Clubhouse Committee, must be immediately repaired or replaced to protect the health, safety and welfare of the Districts' and their residents. This spending limitation applies on a per incident basis.

b. Landscape Committee:

i. Purpose: The purpose of the Landscape Committee is to address issues related to the operation, maintenance, and repair of the Landscaping Property.

ii. Composition: The Landscape Committee shall be composed as follows:

1. A total of 5 members.

a) 2 members will be selected from the Board of District 1 and appointed by the Board of District 1.

b) 2 members will be selected from the Board of District 2 and appointed by the Board of District 2.

c) 1 member will be an eligible elector of District 1 or District 2 who is not a Board member of District 1 or District 2. This member will be appointed

by the Boards at a Board meeting. The Boards may seek interested candidates for the position or may appoint an eligible elector of their choosing.

iii. Authority: The Landscape Committee shall have the authority to: (1) make all ministerial decisions related to the Landscaping Property; and (2) perform discretionary functions as directed by the Board. This includes, in coordination with the District Manager:

1. Day to day direction and management of contractors providing services for the operation and maintenance of the Landscaping Property (for example, landscaping maintenance and repairs, and snow removal).
2. Obtain and review proposals for landscape maintenance contractors and snow removal contracts and provide recommendations to the Districts' Boards regarding engagement of contractors.
3. Obtain and review proposals for repairs to the Landscaping Property and provide recommendations to the Districts' Board of Directors for approval.
4. Recommend capital projects for the Landscaping Property and direction and management of any contractors or consultants regarding the capital project (for example, landscape architects).
5. Prepare estimated budgets for the repair, maintenance and capital improvements to the Landscaping Property and submit to the Districts' Boards and District manager for review and approval.

iv. Emergency Repairs - Authority: The Landscape Committee is authorized to approve the spending of up to \$10,000 in Districts' funds for the repair or replacement of the Landscaping Property that, in the opinion of the Landscape Committee, must be immediately repaired or replaced to protect the health, safety and welfare of the Districts and their residents. This spending limitation applies on a per incident basis.

3. Special Committees.

a. Each District individually, or the Districts jointly, may create a Special Committee at any time with the majority vote of a quorum of the Board of District 1 or District 2, or if a jointly created Special Committee, both Districts. The creation of the Special

Committee must include: (1) purpose; (2) membership; and (3) the authority of the Special Committee.

4. Multiple Committee Membership. Any member of any Standing or Special Committee may be on more than one Standing or Special Committee at any time.

5. Joint Resolution/Amendment/Repeal. This Resolution is a jointly adopted resolution of the Districts. This Resolution may not be amended or repealed without the approval of both Districts' Boards. Any amendment shall apply to any committees existing at the time of the amendment upon adoption.

**[SIGNATURE PAGES TO FOLLOW]**

APPROVED AND ADOPTED this \_\_\_\_\_ day of \_\_\_\_\_, 2025.

ERIE HIGHLANDS METROPOLITAN  
DISTRICT NO. 1

By:   
President

ATTEST

  
Secretary