

**SOUTH SUBURBAN PARK AND RECREATION DISTRICT
REGULAR MEETING NO. 910
MINUTES**

1. Call to Order

A regular meeting of the Board of Directors of South Suburban Park and Recreation District was called to order at 5:44 pm on Wednesday, April 25, 2018 at the Goodson Recreation Center, 6315 South University Boulevard, Centennial, Colorado. Chair John Ostermiller presided.

Board of Directors: John K. Ostermiller
Scott A. LaBrash
Pamela M. Eller
James A. Taylor
Michael T. Anderson– *absent, excused*

Legal Counsel: James P. Collins, Esq.

Management staff: Rob Hanna, Executive Director
Mike Braaten, Deputy Executive Director
Rich Meredith, Executive Director, Hudson Gardens
Dave Brueggeman, Park Maintenance Manager
Brett Collins, Director of Planning & Development
Mike MacLennan, Director of Information Technology
Eileen Matheson, Director of Recreation
Steve Shipley, Director of Finance
Erich WonSavage, Director of Human Resources

2. Study Session

Items of Interest topics included the following.

- 2.1 Meeting Updates from Staff Liaisons
- 2.2 Other Items of Interest
- 2.3 Consent Agenda Item: Approval of the Executive Director's Employment Agreement
- 2.4 Discussion of Repealing and Readopting the District Bylaws. Board members discuss adjustment of study session proceedings and additions, omissions, and adjustments made to the District Bylaws.
- 2.5 Review of the Duties, Responsibilities and Authority of the Executive Director. The main objective being documentation, the first of its kind, of the authority of the Executive Director.
- 2.6 Review of the First Amendment to the Hudson Gardens Management Agreement
- 2.7 Review of District Liquor License Applications: Discussion of Appointing the Executive Director as the Designated Principal Person for Liquor Licenses

- 2.8 Review of the Construction Contract for the Foxridge West Irrigation Project. The contract was awarded to the lowest bidder, D & J Johnson Enterprises, Inc.
- 2.9 Review of the Construction Contract for Elati Park Playground Renovation Project
- 2.10 Review of Future Agendas and Upcoming Events.

3. **Recess**

The Board paused at 6:57 pm and returned to the Public Meeting at 7:10 pm.

4. **Public Meeting continued**

4.1 Formal Roll Call

4.2 Pledge of Allegiance

4.3 Certification of Agenda

Announcements for a Board member candidate forum April 26 held in South Glenn.

- a) Executive Session held on April 11, 2018, Regular Meeting # 909. The Board of Directors and Executive Director, Rob Hanna, went into Executive session to consult with Legal Counsel James P. Collins, Esq., specifically to discuss personnel matters.

Mr. Ostermiller stated, "If anyone believes that any substantial discussion of any matters not included in the motion to go into the Executive Session occurred during the Executive Session, or that any improper action occurred during the Executive Session in violation of the Open Meetings Law, I would ask that you state your concerns for the record." Board members had no comments at this time.

4.4 Legal Counsel's Report.

Jim Collins had excused himself for the evening during the Study Session. There was no Legal Counsel Report at this time.

4.5 Executive Director's Report

Mr. Hanna addressed:

- A concern received from the public regarding potential residents' inability to afford certain recreation programs; Mr. Hanna advised members of the District's Scholarship Program.
- Concerns regarding the South Suburban Golf Course project being over budget. Mr. Hanna advised that the citizens largely requested the changes and were satisfied by the results. Furthermore, the project came out \$150,000 under budget; and the facility installed sound-dampening materials, new wash-bays at the maintenance facility, new light poles and concrete for the parking lot.

4.6 Unscheduled Public Comments

No public spoke at this time.

4.7 Approval of Minutes, Meeting # 909, April 11, 2018

Board members unanimously approved the minutes as presented.

4.8 Approval of Consent Agenda Items

Mrs. Eller moved to approve Consent Agenda Item A, the Executive Director's Employment Agreement. Mr. LaBrash seconded the motion, which was approved unanimously (4-0).

4.9 Resolutions # 2018-023, -024, and -025

This item was held over from Meeting # 909 on April 11. Planning and Development Director Brett Collins requested approval from the Board of resolutions pertaining to Hudson Gardens River Integration Improvements: Sewer Line Easement Request, Revocable License Request, and Permanent Utility and Roadway Purposes Easement. Mr. Collins offered to address any questions from Board members. Mr. Ostermiller stated there were no further questions and requested a motion for approval.

Mrs. Eller moved to approve Resolution # 2018-023 for Sanitary Sewer Line Easement Agreement; Resolution # 2018-024 for the Revocable License Agreement, and Resolution # 2018-025 for the Permanent Utility and Roadway Purposes Easement. Mr. Taylor seconded the motion, which was approved unanimously (4-0). (A copy of each resolution is attached hereto and made part of the permanent record.)

4.10 Approval of Resolution # 2018-026 for Repealing and Readopting the District Bylaws

Mr. Hanna requested approval of the revised Bylaws with regard to comments about changes to meeting procedures and the bond changes as directed by the Board.

Mr. LaBrash moved to approve Resolution # 2018-026, to Readopt the District Bylaws, modified as previously discussed. Mr. Taylor seconded the motion, which was approved unanimously (4-0). (A copy of the Resolution is attached hereto and made part of the permanent record).

4.11 Approval of Resolution # 2018-027: Clarifying the Duties, Responsibilities and Authority of the Executive Director

Mr. Ostermiller requested a motion. Mr. Taylor moved to approve Resolution # 2018-027: Clarifying the Duties, Responsibilities and Authority of the Executive Director. Mrs. Eller seconded the motion which was approved unanimously (4-0). (A copy of the Resolution is attached hereto and made part of the permanent record).

4.12 Approval of Resolution # 2018-028: Adopting the First Amendment to the Hudson Gardens Management Agreement

During study session, Rich Meredith informed the Board members that Hudson Gardens unanimously supported the First Amendment modifications to the Agreement. Mr. Braaten offered to field any questions from the Board. Mr. Taylor and Mr. Ostermiller made comments regarding the "good working relationship" with Hudson Gardens, and the length of time without any amendments to the agreement. Mr. Ostermiller requested a motion.

Mrs. Eller moved to approve Resolution # 2018-028 Adopting the First Amendment to the Hudson Gardens Management Agreement. Mr. LaBrash seconded the motion, which was approved unanimously (4-0). (A copy of the Resolution is attached hereto and made part of the permanent record).

4.13 Approval of Resolution # 2018-029: Appointing the Executive Director as Designated Principal Person for District Liquor Licenses

Bill Ramsey offered to answer any questions presented by the Board. Mr. LaBrash asked for clarification regarding the number of letters that must be sent to the counties when new liquor license applications are submitted. Mr. Ramsey notes that only one letter must be sent with the application. He added that the application is submitted 60 days after the arrival of the new Board members. Mr. Ostermiller requested a motion.

Mrs. Eller moved to approve Resolution # 2018-029, appointing the Executive Director as Designated Principal Person for District Liquor Licenses. Mr. LaBrash seconded the motion, which was approved unanimously (4-0). (A copy of the Resolution is attached hereto and made part of the permanent record).

4.14 Approval of Resolution # 2018-030: Adopting the Revised Records Retention Policy

Mr. Braaten addressed questions provided by the Board. Mr. Taylor remarked that Federal and State tax exemptions were only retained for one year and asked why the policy differed from other tax forms' retention. Mr. Braaten advised that the updates were made to the old record retention policy from 2011 to fit the current guidelines of the State Archivists' policy. Mr. LaBrash remarked on the 30 year retention policy for medical records to Mr. WonSavage, who informed the Board of the project to convert documents to digital files, to begin sometime this summer. Mr. Ostermiller requested a motion.

Mr. Taylor moved to approve Resolution # 2018-030, adopting the Revised Records Retention Policy. Mr. LaBrash seconded the motion, which was approved unanimously (4-0). (A copy of the Resolution is attached hereto and made part of the permanent record).

4.15 Approval of Resolution # 2018-031 for the Construction Contract for the Foxridge West Irrigation Project

Park Maintenance Manager Dave Brueggeman familiarized Board members with the current status of the 38-year-old irrigation system. The Board is pleased with the outcome of the bids. The contract was awarded to the lowest bidder, D & J Johnson Enterprises, Inc. Mr. Ostermiller requested a motion.

Mrs. Eller moved to approve Resolution # 2018-031 for the Agreement and Construction Contract for the Foxridge West Irrigation Project. Mr. LaBrash seconded the motion, which was approved unanimously (4-0). (A copy of the Resolution is attached hereto and made part of the permanent record).

4.16 Approval of Resolution # 2018-032: Revision of the Construction Contract for the Elati Playground Renovation Project

Director of Planning and Development Brett Collins reported to the Board that the unspent budget for Promise Park was to be used for new rubber surfacing for Elati Park; and further, the City of Littleton will match the renovation costs 50%. The Board commended Director Collins for building a propitious relationship with City of Littleton. Following Board members' positive regards, Mr. Ostermiller requested a motion.

Mr. LaBrash moved to approve Resolution # 2018-032, Revision of the Construction Contract for the Elati Playground Renovation Project. Mr. Taylor seconded the motion, which was approved unanimously (4-0). (A copy of the Resolution is attached hereto and made part of the permanent record).

4.17 Board of Directors Comments, and Committee Meeting Updates

- Mrs. Eller announced a few changes to the High Line Canal Working Group, including the replacement of consultant Will Singleton with Josh Tenneson of Arapahoe County Open Space as mediator for the group meetings. Second, Mrs. Eller relayed the development of the concern over liability and ownership of stormwater retained. Mr. Taylor wondered if there were any legal concerns over the diverted water ownership; Mr. Collins replied that the water is retained no longer than 72 hours and then must go back into the same watershed. Pam Eller relayed that Urban Drainage & Flood Control District was "pessimistic about it a few months ago because of liability issues." Mr. Hanna conveyed the potential loss of immunity due to the change in the use of the Canal.
- John Ostermiller shared information regarding County Committee meetings and the following legislative bills:
 1. A healthcare charges billing disclosure, which would require medical personnel to disclose service prices to the public. Regarding several viewpoints in opposition of the bill, Mr. Ostermiller offered that 49% of those covered are in Medicare/Medicaid and will not release their pricing. Mr. Ostermiller added the observation that people seeking emergency medical care are not likely to "shop around" for better deals. The Chamber agreed to monitor.
 2. A bill allowing minimum wage to be set at each city's discretion. Mr. Ostermiller stated the Chamber opposed this bill.
 3. Mr. Ostermiller added, the Chamber also opposed the bill that prohibits seeking salary information on job applications.
- Finally, the Board discussed a contribution from the City of Littleton towards the Hudson Gardens project over the next five years. Hudson Gardens staff and Rob Hanna have prepared a list, 1.2 mill. The City was asked to "join in the sharing cost with us on Hudson Gardens." The City will be discussing allocation of those funds during their May 8 session. Mr. Ostermiller remarked that the meeting was positive. Mrs. Eller inquired as to the Hudson Gardens projects planned. Mr. Hanna mentioned open space property and the next phase of river

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integration as examples. Mr. Ostermiller added their expressed interest in a new event center.

4.18 Session Announcements and Emergency Items

Mr. Ostermiller declared that any items were covered during the study session, and there is nothing further to add.

4.19 Adjournment: The group adjourned for the evening at 7:58 pm.

Vanessa Greenhouse
Administrative Assistant/ Business Support Specialist

**South Suburban Park and Recreation District
Resolution # 2018-023**

**RESOLUTION AUTHORIZING THE GRANTING OF
A PERMANENT SANITARY SEWER LINE EASEMENT AT
HUDSON GARDENS**

WHEREAS, the South Suburban Park and Recreation District (“District”) is a quasi-municipal corporation and political subdivision of the State of Colorado, formed and operated pursuant to Article 1, Title 32, C.R.S.; and

WHEREAS, pursuant to Section 32-1-1001(1)(f), C.R.S., the District is authorized to acquire, dispose of and encumber real and personal property including, without limitation, rights and interests in property, leases and easements necessary to functions and operation of the District; and

WHEREAS, **Southwest Metropolitan Water and Sanitation District** (“Grantee”) has requested a Permanent Easement (“Easement”) under and across a portion of Hudson Gardens, as more particularly described on Exhibit A (the “Easement Area”); and

WHEREAS, the District’s staff has determined that the site for the proposed Easement is not needed for development or use by the District and the use of the Easement will not have an adverse effect upon the facility; and

WHEREAS, the Board of Directors has reviewed and approved a form of Easement Agreement; and

WHEREAS, the Grantee of the Easement will be required to pay the costs of processing the Easement if required by the Board and, under the terms of the Easement Agreement, will be required to restore and protect the Easement Area.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the South Suburban Park and Recreation District as follows:

1. **Approval of Easement.** The Board hereby approves and authorizes the grant of a Permanent Easement to Grantee, in accordance with the terms and provisions of the approved Easement Agreement.

PASSED, APPROVED, AND ADOPTED this 25th day of April, 2018 by the Board of Directors of the South Suburban Park and Recreation District, by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

SIGNED

John K. Ostermiller, Chairman

ATTEST:

Pamela M. Eller, Secretary

Approved as to content:

**South Suburban Park and Recreation District
Resolution # 2018-024**

**RESOLUTION AUTHORIZING THE GRANTING OF
A REVOCABLE LICENSE AGREEMENT AT HUDSON
GARDENS**

WHEREAS, the South Suburban Park and Recreation District (“District”) is a quasi-municipal corporation and political subdivision of the State of Colorado, formed and operated pursuant to Article 1, Title 32, C.R.S.; and

WHEREAS, pursuant to Section 32-1-1001(1)(f), C.R.S., the District is authorized to acquire, dispose of and encumber real and personal property including, without limitation, rights and interests in property, leases and licenses necessary to functions and operation of the District; and

WHEREAS, the **City of Littleton** (“Grantee”) has requested a Revocable License (“License”) under and across a portion of Hudson Gardens, as more particularly described on Exhibit A (the “License Area”); and

WHEREAS, the District’s staff has determined that the site for the proposed License is not needed for development or use by the District and the use of the License will not have an adverse effect upon the facility; and

WHEREAS, the Board of Directors has reviewed and approved a form of License Agreement; and

WHEREAS, the Grantee of the License will be required to pay the costs of processing the License if required by the Board and, under the terms of the License Agreement, will be required to restore and protect the License Area.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the South Suburban Park and Recreation District as follows:

1. **Approval of License.** The Board hereby approves and authorizes the grant of a License Agreement to Grantee, in accordance with the terms and provisions of the approved License Agreement.

PASSED, APPROVED, AND ADOPTED this 25th day of April, 2018 by the Board of Directors of the South Suburban Park and Recreation District, by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

ATTEST:

SIGNED

John K. Ostermiller, Chairman

Pamela M. Eller, Secretary

Approved as to content:

/ds

**South Suburban Park and Recreation District
Resolution # 2018-025**

**RESOLUTION AUTHORIZING THE GRANTING OF
A PERMANENT UTILITY AND ROADWAY PURPOSES
EASEMENT AT HUDSON GARDENS**

WHEREAS, the South Suburban Park and Recreation District (“District”) is a quasi-municipal corporation and political subdivision of the State of Colorado, formed and operated pursuant to Article 1, Title 32, C.R.S.; and

WHEREAS, pursuant to Section 32-1-1001(1)(f), C.R.S., the District is authorized to acquire, dispose of and encumber real and personal property including, without limitation, rights and interests in property, leases and easements necessary to functions and operation of the District; and

WHEREAS, **City of Littleton** (“Grantee”) has requested a Permanent Easement (“Easement”) under and across a portion of Hudson Gardens, as more particularly described on Exhibit A (the “Easement Area”); and

WHEREAS, the District’s staff has determined that the site for the proposed Easement is not needed for development or use by the District and the use of the Easement will not have an adverse effect upon the facility; and

WHEREAS, the Board of Directors has reviewed and approved a form of Easement Agreement; and

WHEREAS, the Grantee of the Easement will be required to pay the costs of processing the Easement if required by the Board and, under the terms of the Easement Agreement, will be required to restore and protect the Easement Area.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the South Suburban Park and Recreation District as follows:

1. **Approval of Easement.** The Board hereby approves and authorizes the grant of a Permanent Easement to Grantee, in accordance with the terms and provisions of the approved Easement Agreement.

PASSED, APPROVED, AND ADOPTED this 25th day of April, 2018 by the

Board of Directors of the South Suburban Park and Recreation District,

by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

ATTEST:

SIGNED

John K. Ostermiller, Chairman

Pamela M. Eller, Secretary

Approved as to content:

**South Suburban Park and Recreation District
Resolution # 2018-026**

**A RESOLUTION REPEALING AND READOPTING THE
DISTRICT BYLAWS**

WHEREAS, the South Suburban Park and Recreation District (the "District") is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Colorado Revised Statutes; and

WHEREAS, Section 32-1-1001(l)(m), C.R.S. authorizes the District to adopt, amend, and enforce bylaws not in conflict with the constitution and the laws of the state for carrying on the business, objects, and affairs of the District and its Board of Directors; and

WHEREAS, in February 2011, the Board of Directors of the District (the "Board") adopted Bylaws (the "2011 Bylaws"); and

WHEREAS, the Board hereby finds and determines that repeal of the 2011 Bylaws and adoption of the South Suburban Park and Recreation District Bylaws, attached hereto as **Exhibit A** and incorporated herein (the "2018 Bylaws"), is appropriate and necessary to the function and operation of the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the South Suburban Park and Recreation District as follows:

1. Repeal and Readoption of Bylaws. The 2011 Bylaws and any other bylaws previously adopted by the Board are hereby repealed in their entirety. The 2018 Bylaws are hereby adopted.
2. Severability. If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.
3. Effective Date. This Resolution shall take effect and be enforced immediately upon its approval by the Board.

PASSED, APPROVED, AND ADOPTED this 25th day of April, 2018

by the Board of Directors of the South Suburban Park and Recreation District,

by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

ATTEST:

SIGNED

John K. Ostermiller, Chairman

Pamela M. Eller, Secretary

Approved as to form:

Approved as to content:

EXHIBIT A
2018 BYLAWS
[Attached]

SOUTH SUBURBAN PARK AND RECREATION DISTRICT BYLAWS Adopted April 25, 2018

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Section 1. **Authority.**

South Suburban Park and Recreation District ("District") is a political subdivision of the State of Colorado and a body corporate with those powers of a public or quasi municipal corporation which are specifically authorized by, and in compliance with, Section 32-1-101 *et seq.*, C.R.S. The District was created by court order on October 30, 1959 and is located in the counties of Arapahoe, Douglas, and Jefferson.

Section 2. **Purpose.**

It is hereby declared that the Bylaws hereinafter set forth will serve a public purpose.

Section 3. **Policies of the Board.**

It shall be the policy of the Board of Directors ("Board") of the District, consistent with the availability of revenues, personnel and equipment, to use its best efforts to provide the quality services as authorized under the District Service Plan or by law.

Section 4. **Board of Directors.**

All powers, privileges and duties vested in, or imposed upon, the District by law shall be exercised and performed by and through the Board, whether set forth specifically or impliedly in these Bylaws. The Board may delegate to officers, employees, and agents of the District any or all administrative and ministerial powers.

Without restricting the general powers conferred by these Bylaws, it is hereby expressly declared that the Board shall have the following powers and duties:

- a. To confer upon any appointed officer or employee of the District the power to choose, remove or suspend employees or agents upon such terms and conditions as may seem fair and just and in the best interests of the District.
- b. To determine and designate, except as otherwise provided by law or these Bylaws, who shall be authorized to make purchases, negotiate leases for office space, and sign receipts, endorsements, checks, releases and other documents. The Board may, on a limited basis and by resolution, give the District's Executive Director or other appointed signatory the power to sign all contracts and other official documents on behalf of District; provided, however, that a resolution shall not be required for execution of contracts for budgeted expenditures by the District's Executive Director pursuant to Section 8.o. of these Bylaws.
- c. To create standing or special committees and to delegate such power and authority thereto as the Board deems necessary and proper for the performance of such committee's functions and obligations.
- d. To prepare or cause to be prepared financial reports, other than the statutory audit, covering each year's fiscal activities; and such reports shall be available for inspection by the public, as requested.

Section 5. **Office.**

- a. Business Office. The principal business office of District shall be at 6631 South University Boulevard, Centennial, Colorado until otherwise designated by the Board.
- b. Establishing Other Offices and Relocation. The Board, by resolution, may from time to time, designate, locate and relocate its executive and business office and such other offices as, in its judgment, are necessary to conduct the business of the District.

Section 6. **Meetings.**

- a. Regular Meetings. Regular meetings of the Board shall be conducted on the second and fourth Wednesday of each month, with the study session beginning at 6:00pm and the formal meeting beginning at 7:00pm, at Goodson Recreation Center located at 6315 South University Boulevard, unless otherwise noticed and posted.

A non-public dinner meeting with staff may be held prior to the public meetings referenced above, which will consist of a social gathering at which discussion of public business is not the purpose.

- b. Meeting Public. All meetings of the Board, other than executive sessions and social gatherings, shall be open to the public. Meetings include any and all sessions of the Board, at which a quorum of the Board or three or more Board Members are expected to be in attendance for discussion of District business, either in person or electronically.
- c. Notice of Meetings. Section 6.a shall constitute formal notice of regular meetings to Board members, and no other notice shall be required to be given to the Board, other than the permanent posting. Written waivers of notice by Board members are not necessary.
- d. Special Meetings. Special meetings of the Board may be called by any one member of the Board upon seventy-two (72) hours written notice, which shall be posted in three (3) places within the District boundaries and at the Arapahoe, Douglas, and Jefferson County Clerk and Recorder's offices.
- e. No Informal Action by Board Members/Executive Sessions. All official business of the Board shall be conducted at regular or special meetings. Executive sessions may be called at regular or special meetings, and conducted according to the following guidelines:
 - (1) *Calling the Executive Session*. The topic for discussion in the executive session shall be announced in a motion, and the specific statute that authorizes the executive session shall be cited. The matter to be discussed shall be described in as much detail as possible without compromising the purpose of being in executive session. An affirmative vote of two-thirds (2/3) of the quorum present shall be required to go into executive session.
 - (2) *Conducting the Executive Session*. No adoption of any proposed policy, position, resolution, rule, regulation, or formal action shall take place in an executive session. The discussion in executive session shall be limited to the reasons for which the executive session was called. An electronic record (such as an audio tape) of the actual contents of the discussion in the executive session shall be kept. No electronic or other record is necessary to be kept for any portions of the discussion which the District's attorney reasonably believes constitute attorney-client privileged communication. The attorney shall state on the electronic record when any portion of the executive session is not recorded as an attorney-client privileged communication or sign a statement to the same effect.
 - (3) *Records of Executive Sessions*. The electronic record of any executive session shall be retained by the District for ninety (90) days from the date of the executive session and then destroyed. Electronic recordings of the executive session, or transcripts or other reproduction of the same, shall not be released to the general public for review under any circumstances, except as required by law.

- f. Adjournment and Continuance of Meetings. When a regular or special meeting is for any reason continued to another time and place, notice need not be given of the continued meeting if the time and place of such meeting are announced at the meeting at which the continuance is taken, except as required by law. At the continued meeting, any business may be transacted which could have been transacted at the original meeting.
- g. Emergency Meetings. Notwithstanding any other provisions in this Section 6, emergency meetings may be called by the Chair or any two (2) Board members in the event of an emergency that requires the immediate action of the Board in order to protect the public health, safety and welfare of the property owners and electors of the District, without notice if notice is not practicable. If possible, notice of such emergency meeting may be given to the Board by telephone or whatever other means are reasonable to meet the circumstances of the emergency. At such emergency meeting, any action within the power of the Board that is necessary for the immediate protection of the public health, safety and welfare may be taken; provided, however, that any action taken at an emergency meeting shall be effective only until the first to occur of (a) the next regular meeting, or (b) the next special meeting of the Board at which the emergency issue is on the public notice of the meeting. At such subsequent meeting, the Board may ratify any emergency action taken. If any emergency action taken is not ratified, then it shall be deemed rescinded as of the date of such subsequent meeting.
- h. E-Mail Meetings. Section 24-6-402, C.R.S., requires that certain e-mail between at least three (3) Board Members (or, when two Board Members constitutes a quorum, at least two Board Members) that discusses pending resolutions or other District business shall be considered a public meeting subject to the requirement of the Colorado Open Meetings Law.

Section 7. **Conduct of Business.**

- a. Quorum. All official business of the Board shall be transacted at a regular or special meeting at which a quorum (majority) of the Board Members shall be present in person or electronically, except as provided in Section 6.h. and Section 7.b. of these Bylaws.
- b. Vote Requirements. Any action of the Board shall require the affirmative vote of a majority of the Board Members present and voting. When special or emergency circumstances affecting the affairs of the District and the health and safety of District residents so dictate, then those Board Members available at the time may undertake whatever action is considered necessary and may so instruct the District's employees, agents and contractors. Such actions shall later be ratified by the Board.

- c. Electronic Signatures. In the event the signature(s) of one or more members of the Board or appointed signatories are required to execute a written document, contract, note, bond, deed, and/or other official papers of the District, and the appropriate individual(s) is unable to be physically present to sign said documentation, such individual or individuals are authorized to execute the documentation electronically via facsimile or e-mail signature, unless said documentation provides otherwise. An electronic signature so affixed to a document shall carry the full legal force and effect of any original, handwritten signature. Except as approved herein, this provision of these Bylaws shall not be interpreted as establishing District's consent or authorization to bind District to any transaction by the use of electronic records or electronic means. This provision is made pursuant to Article 71.3 of Title 24, C.R.S., also known as the Uniform Electronic Transactions Act.
- d. Order of Business. The business of all regular meetings of the Board shall be transacted, as far as practicable, in the following order, and the agenda for such meetings shall describe in as much detail as is possible the topics planned for discussion within each category:
- (1) Approval (or approval, as modified) of minutes of the previous meetings;
 - (2) Citizen comments (for matters not otherwise on the agenda);
 - (3) Officers, Committees and professional consultants;
 - (4) Unfinished business;
 - (5) New business and special orders;
 - (6) Executive Session, if needed; and
 - (7) Adjournment.

- e. Public Conduct at Meetings. Comments by members of the public shall be made only during the “Citizen Comments” portion of the meeting and shall be limited to three minutes per individual and five minutes per group spokesperson unless additional opportunity is given at the Board’s discretion. Each member of the public wishing to speak may be asked to fill out a form indicating name, address, and agenda item to be addressed. Disorderly conduct, harassment, or obstruction of or interference with meetings by physical action, verbal utterance, nuisance or any other means are hereby prohibited and constitute a violation of District rules. Such conduct may result in removal of person(s) responsible for such behavior from the meeting and/or criminal charges filed against such person(s). To the extent such occurrences arise and the person(s) responsible refuses to leave the premises, law enforcement authorities will be summoned. Prosecution will be pursued under all applicable laws, including without limitation Sections 18-9-108, C.R.S. (disrupting lawful assembly), 18-9-110, C.R.S. (public buildings - trespass, interference), and/or 18-9-117, C.R.S. (unlawful conduct on public property). Law enforcement may be requested to attend meetings at any time in which the Board believes their presence will be an asset to the keeping of peace and the conducting of public business. 9-1-1 will be called at any time that the Board or staff feels threatened or endangered during a public meeting.
- f. Motions and Resolutions. Each and every action of the Board necessary for the governance and management of the affairs of District, for the execution of the powers vested in District, and for carrying into effect the provisions of Article 1 of Title 32, C.R.S., shall be taken by the passage of motions or resolutions.
- g. Minutes. Within a reasonable time after passage, all resolutions, motions and minutes of Board meetings shall be recorded in a visual text format that may be transmitted electronically and kept for that purpose and shall be attested by the Recording Secretary. Minutes of regular sessions shall be available for public review as soon as practicable following acceptance of the minutes by adoption of a motion therefore by the Board. Executive sessions shall be electronically recorded on audio tape or other electronic media, and such electronic recording or reproduction of the same shall be kept separate from minutes of regular sessions as described in Section 6.e. of these Bylaws and shall not be open to the public except as required by law.

Section 8. **Board Members, Officers, Executive Director, and Consultants.**

- a. Board Member Qualifications and Terms. Board Members shall be electors of the District. The term of each Board Member shall be determined by relevant statutory provisions with elections held in even numbered years and conducted in the manner prescribed by Articles I through 13, Title 1, and Part 8, Article 1, Title 32, C.R.S. Each Board Member shall sign an oath of office.

- b. Faithful Performance Bonds or Insurance. Each Board Member shall furnish, at the expense of the District, an individual, schedule or blanket surety bond or crime insurance in the sum of not less than \$1,000 each, conditioned on the faithful performance of the duties of his/her office. In addition, the Treasurer shall furnish, at the expense of the District, a corporate fidelity bond or crime insurance in a sum of not less than \$5,000, conditioned on the faithful performance of the duties of his/her office.
- c. Board Members' Performance of Duties. A Board Member of the District shall perform all duties of a Board Member, including duties as a member of any committee of the Board upon which the Board Member may serve, in good faith, in a manner which the Board Member reasonably believes to be in the best interests of District, and with such care as an ordinarily prudent person in a like position would use under similar circumstances. In performing the Board Member's duties, the Board Member shall be entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, in each case prepared or presented by persons and groups listed in subparagraphs (1), (2), and (3) of this subsection c. The Board Member shall not be considered to be acting in good faith if she has knowledge concerning the matter in question that would cause such reliance to be unwarranted. A person who so performs the Board Member's duties shall not have any liability by reason of being or having been a Board Member of the District. Those programs and groups upon whose information, opinions, reports, and statements a Board Member is entitled to rely are:
 - (1) One or more officers or employees of the District whom the Board Member reasonably believes to be reliable and competent in the matters presented;
 - (2) Counsel, public accountants, or other persons as to matters which the Board Member reasonably believes to be within such persons' professional knowledge or expertise; and
 - (3) A committee of the Board upon which the Board Member does not serve, duly designated in accordance with the provisions of the Bylaws, as to matters within its designated authority, which committee the Board Member reasonably believes to merit confidence.
- d. Oath of Office. Each member of the Board, before assuming the responsibilities of his or her office, shall take and subscribe an oath of office in the form prescribed by law.

- e. Election of Officers. The Board shall elect from its membership a Chair and President, Secretary, Treasurer, Vice Chair and President, and an Assistant Secretary/Assistant Treasurer, who shall be the officers of the Board and of the District. The Vice Chair and President and the Assistant Secretary/Assistant Treasurer shall have all powers of the offices of Chair and President and Secretary and/or Treasurer, as applicable, in the absence of such officers. The officers shall be elected by a majority of the Board Members voting at such election. The Board may, from time to time, appoint an acting officer in the absence of any individual officer. The election of the officers shall be conducted biennially at the first regular meeting of the Board following the regular biennial election of the Board Members held in May of even numbered years. Each officer so elected shall serve for a term of two (2) years, or as otherwise directed by the Board. Under any circumstance, the term shall continue until the election of his or her successor.
- f. Vacancies. Any vacancy occurring on the Board shall be filled by an affirmative vote of a majority of the remaining Board Members, as prescribed by law, with the appointee to serve until the next biennial election, as prescribed by statute. The appointed individual must meet the statutorily prescribed qualifications for Board Members and shall serve until the next regular election.
- g. Resignation and Removal. Board Members may be removed from office only by recall as prescribed by statute. Any Board Member may resign at any time by giving written notice to the Board, and acceptance of such resignation shall not be necessary to make it effective, unless the notice so provides.
- h. Chair and President. The Chair shall preside at all meetings. The Chair shall also be the President of the District. The Chair and President is authorized to sign all contracts, deeds, notes, debentures, warrants and other instruments on behalf of the District.
- i. Secretary. The Secretary shall be responsible for the records of the District; may act as Secretary at meetings of the Board and record all votes; shall be responsible for composing or directing a record of the proceedings of the Board in a visual text format that may be transmitted electronically and kept for that purpose, which shall be an official record of the Board; and shall perform all duties incident to that office. The Secretary shall be the designated election official of the District, unless otherwise determined by the Board, and the custodian of the seal of District. The Secretary shall have the authority to affix such seal to and attest all contracts and instruments authorized to be executed by the Board.
- j. Treasurer. The Treasurer shall be authorized to invest or cause to be invested all surplus funds or other available funds of the District in permitted investments authorized by law or as specified by the Board. The Treasurer shall be chairman of the Audit Committee. The Treasurer shall keep or cause to be kept strict and accurate accounts of all money received by and disbursed for and on behalf of District in permanent records.

- k. Vice Chair and President; Assistant Secretary/Assistant Treasurer. The Vice Chair and President and Assistant Secretary/Assistant Treasurer shall have all powers of the offices of President, Secretary and/or Treasurer, as applicable, in the absence of such officers. The Vice Chair and President and Assistant Secretary/Assistant Treasurer are also authorized to sign all contracts, deeds, notes, debentures, warrants, checks, and other instruments on behalf of the District.
- l. Dual Signatures. In the event that dual signatures of District officers are required on any instrument, then two (2) different officers shall sign such instrument.
- m. Recording Secretary. The Board shall have the authority to appoint a recording secretary who need not be a member of the Board, and who shall be responsible for recording all votes and composing a record of the proceedings of the Board in a visual text format that may be transmitted electronically and kept for that purpose, which shall be the official record of the Board. The recording secretary shall not be required to take an oath of office, nor shall the recording secretary be required to post a performance bond.
- n. Additional Duties. The officers of the Board shall perform such other duties and functions as may, from time to time, be required by the Board, by the Bylaws or rules and regulations of the District, by law, or by special exigencies, which shall later be ratified by the Board.
- o. Executive Director. The Board shall appoint an Executive Director or contract with an administrator to serve for such term and upon such conditions, including compensation, as the Board may establish. Such Executive Director or administrator shall have general supervision over the administration of the affairs, employees and business of the District and shall be charged with the hiring and discharging of employees and the management of District properties. Such Executive Director or administrator shall have the care and custody of the general funds of the District and shall deposit or cause to be deposited the same in the name of District in such banks or savings associations as the Board may select. Such Executive Director or administrator will approve or establish a system for approval for all vouchers, orders and checks for payment, and shall keep or cause to be kept regular books of account of all District transactions and shall obtain, at the District's expense, such bond for the faithful performance of its duties as the Board may designate. The Board delegates specific powers and duties to the Executive Director as follows:
 - (1) Hiring, promotion, demotion, and removal of all other employees;
 - (2) Oversee and coordinate the activities of all consultants, including the power to initiate a periodic review of consultants' services agreements;
 - (3) Execution of contracts for budgeted expenditures, except for contracts for legal services;
 - (4) Negotiation of agreements and purchases for approved projects;
 - (5) Represent and speak on behalf of the Authority in all forums;

- (6) Prepare and propose policies and projects for Board consideration;
- (7) Orchestrate communications among the Board, staff, and consultants;
- (8) Execute real property conveyances approved by the Board; and
- (9) Execute settlements within Board-approved parameters.

p. Consultants. The selection of agents, engineers, accountants, special consultants and attorneys of the District by the Board will be based upon the relative qualifications and capabilities of the applicants and shall not be based on political services or affiliations. Agents and employees shall hold their offices at the pleasure of the Board. Contracts for professional services of engineers, accountants, special consultants and attorneys may be entered into on such terms and conditions as may seem reasonable and proper to the Board or the Executive Director, to the extent authority has been delegated to the Executive Director to execute such contracts.

Section 9. **Financial Administration.**

- a. Fiscal Year. The fiscal year of the District shall commence on January 1st of each year and end on December 31st.
- b. Budget. On or before October 15th of each year, the Executive Director and Finance Director shall prepare and submit to the Board a proposed budget for the ensuing fiscal year. Such proposed budget shall be accompanied by a statement which shall describe the important features of the budget plan and by a general summary wherein shall be set forth the aggregate features of the budget in such manner as to show the balanced relations between the total proposed expenditures and the total anticipated income or other means of financing the proposed budget for the ensuing fiscal year, as contrasted with the corresponding figures for the last completed fiscal year and the current fiscal year. It shall be supported by explanatory schedules or statements classifying the expenditures contained therein by services, subjects and funds. The anticipated income of the District shall be classified according to the nature of receipts.
- c. Notice of Budget. Upon receipt of the proposed budget, the Board shall cause to be published a notice that the proposed budget is open for inspection by the public at the business office; that the Board will consider the adoption of the proposed budget at a public hearing on a certain date; and that any interested elector may inspect the proposed budget and file or register any objections thereto at any time prior to its final adoption. Notice shall be posted or published in substantial compliance with law.

- d. Adoption of Budget. On the day set for consideration of such proposed budget, the Board shall review the proposed budget and revise, alter, increase or decrease the items as it deems necessary in view of the needs of the District and the probable income of the District. The Board shall then adopt a budget, either during the budget hearing or at a later date and time to be set by the Board, setting forth the expenditures to be made in the ensuing fiscal year. The Board shall provide for sufficient revenues to finance budgeted expenditures with special consideration given to the proposed ad valorem property tax levy.
- e. Levy and Collection of Taxes. On or before December 15th of each year, the Board shall certify to the Board of County Commissioners of the County or Counties in which the District is located the mill levy established for the ensuing fiscal year, in order that, at the time and in the manner required by law for the levying of taxes, such Commissioners shall levy such tax upon the assessed valuation of all taxable property within District.
- f. Filing of Budget. On or before January 30th of each year, the Board shall cause a certified copy of such budget to be filed with the Division of Local Government in the Colorado Department of Local Affairs.
- g. Appropriating Resolution.
 - (1) At the time of adoption of the budget, the Board shall enact a resolution making appropriations for the ensuing fiscal year. The amounts appropriated thereunder shall not exceed the amounts fixed therefor in the adopted budget.
 - (2) The income of the District, as estimated in the budget and as provided for in the tax levy resolution and other revenue and borrowing resolutions, shall be allocated in the amounts and according to the funds specified in the budget for the purpose of meeting the expenditures authorized by the appropriation resolution.
 - (3) The Board may make an appropriation to and for a contingent fund to be used in cases of emergency or other unforeseen contingencies.
- h. No Contract to Exceed Appropriation. The Board shall have no authority to enter into any contract, or otherwise bind or obligate the District to any liability for payment of money for any purposes, for which provision is not made in an appropriation resolution, including any legally authorized amendment thereto, in excess of the amounts of such appropriation for that fiscal year. Any contract, verbal or written, contrary to the terms of this Section shall be void ab initio, and no District funds shall be expended in payment of such contracts.
- i. Contingencies.

- (1) In cases of emergency caused by a natural disaster, public enemy, or other contingency which could not reasonably have been foreseen at the time of the adoption of the budget, the Board may authorize the expenditure of funds in excess of the budget by resolution duly adopted by a two-thirds (2/3rd) vote of the Board. Such resolution shall set forth in full the facts concerning the emergency and shall be included in the minutes of such meeting.
- (2) If so enacted, a copy of the resolution authorizing additional expenditures shall be filed with the Division of Local Government in the Colorado Department of Local Affairs and shall be published in compliance with statutory requirements.

j. Payment of Contingencies.

- (1) If there is unexpended or uncommitted money in funds other than those to which the emergency relates, the Board shall transfer such available money to the fund from which the emergency expenditure is to be paid.
- (2) To the extent that transferable funds are insufficient to meet the emergency appropriation, the Board may borrow money through (a) the issuance of tax anticipation warrants, to the extent that the mill levy authority of the District is available as provided by law, or (b) the issuance of bond anticipation notes payable from future bond proceeds or operating revenue, or (c) any other lawful and approved method.

k. Annual Audit.

- (1) The Board shall cause an annual audit to be made at the end of each fiscal year of all financial affairs of the District through December 31st of such fiscal year. In all events, the audit report must be submitted to the Board within six (6) months of the close of such fiscal year or as otherwise provided by law. Such audit shall be conducted in accordance with generally accepted auditing standards by a registered or certified public accountant, who has not maintained the books, records and accounts of District during the fiscal year. The auditor shall prepare, and certify as to its accuracy, an audit report, including a financial statement and balance sheet based on such audit, an unqualified opinion or qualified opinion with explanations, and a full disclosure of any violation of Colorado law pursuant to statutory requirements.

- (2) There shall be a permanent Audit Committee composed of the Treasurer and one other member of the Board appointed by the Chair. The Audit Committee shall be responsible for the appointment, compensation, selection (to be approved by the Board), retention, and oversight of the work of any independent accountants engaged for the purpose of preparing or issuing an independent audit report or performing other independent audit, review or attest services for the District. The Audit Committee may, as necessary and to the extent of its ability, provide independent review and oversight of the District's financial reporting processes, internal controls and independent auditors. All accountants thus engaged shall report directly to the Audit Committee.
- (3) A copy of the audit report shall be maintained by the District as a public record for public inspection at all reasonable times.
- (4) A copy of the audit report shall be forwarded to the State Auditor or other appropriate State official pursuant to statutory requirements.

Section 10. **Corporate Seal.**

The seal of the District shall be a circle containing the name of the District and shall be used on all documents and in such manner as seals generally are used by public and private corporations. The Secretary shall keep, or cause to be kept, the seal and shall be responsible for its safe keeping and care.

Section 11. **Disclosure of Conflict of Interest.**

A potential conflict of interest of any Board Member shall be disclosed in accordance with State law, particularly Article 18 of Title 24, C.R.S., and Sections 32-1-902(3) and 18-8-308, C.R.S.

Section 12. **Compensation.**

Each Board Member shall receive the maximum compensation authorized by statute, unless otherwise determined by the Board. No Board Member shall receive compensation as an employee of the District, except as may be provided by statute.

Section 13. **Indemnification of Board Members and Employees.**

The District shall defend, hold harmless and indemnify any Board Member, officer, agent, or employee, whether elective or appointive, against any tort or liability, claim or demand, without limitation, arising out of any alleged act or omission occurring during the performance of official duty, as more fully defined by law or by an indemnification resolution. The provisions of this Section shall be supplemental and subject to and, to the extent of any inconsistency therewith, shall be modified by the provisions of the Colorado Governmental Immunity Act, 24-10-101, *et seq.*, C.R.S.

Section 14. **Bidding and Contracting Procedures.**

Except in cases in which the District will receive aid from a government agency, a notice shall be published for bids on all construction contracts for work or material, or both, involving an expense of \$60,000 or more of District funds. (\$60,000 is the current limit set forth in § 32-1-1001(1)(d)(I), C.R.S. The District's minimum amount will be adjusted automatically to match future revisions to such statute.). The Board may reject any and all bids, and if it appears that the District can perform the work or secure material for less than the lowest bid, it may proceed to do so in accordance with law. Notwithstanding the foregoing, the District may award an integrated project delivery contract pursuant to § 32-1-1801, *et seq.*, C.R.S. upon (i) the determination of the Board that integrated project delivery represents a timely or cost-effective alternative for a project; (ii) publication of a request for qualifications and/or request for proposals; and (iii) compliance with Part 18 of Article 1, Title 32, C.R.S. All other statutory requirements relating to performance bonds, retainage, and similar matters shall also be complied with.

Section 15. **Records Management.**

The District shall comply with, and adopt and maintain policies as necessary for compliance with, applicable records retention, destruction, and disclosure requirements, including the Colorado Open Records Act, State Archives and Public Records law, and various consumer privacy legislation.

Section 16. **Modification of Bylaws.**

These Bylaws may be altered, amended or repealed at any regular or special meeting of the Board to become effective immediately or at a subsequent date.

Section 17. **Severability.**

If any part or provision of these Bylaws is adjudged to be unenforceable or invalid, such judgment shall not affect, impair or invalidate the remaining provisions of these Bylaws, it being the Board's intention that the various provisions hereof are severable.

Section 18. **Termination of Prior Bylaws.**

These Bylaws amend, supersede and replace in their entirety all prior Bylaws, and any amendments thereto, previously adopted by the Board.

ADOPTED this 25th day of April, 2018 by the Board of Directors of the South Suburban Park and Recreation District.

Chair: John Ostermiller

Vice Chair: Scott A. LaBrash

Secretary: Pamela M. Eller

Treasurer: Michael T. Anderson

Assistant Secretary/Assistant Treasurer:
James A. Taylor

SIGNED

**South Suburban Park and Recreation District
Resolution # 2018-027**

**A RESOLUTION CLARIFYING DUTIES, RESPONSIBILITIES
AND AUTHORITY OF THE EXECUTIVE DIRECTOR**

WHEREAS, South Suburban Park and Recreation District (the "District") was established under the powers and authority of Title 32 of the Colorado Revised Statutes; and

WHEREAS, the Board of Directors has adopted revised Bylaws to define, among other things, the general organizational responsibilities and authority of the Executive Director; and

WHEREAS, pursuant to Section 8.o. of the Bylaws, the Board of Directors shall appoint an Executive Director who is responsible for the administrative and day-to-day operations of the District; and

WHEREAS, the Executive Director may delegate select responsibilities and authority to staff as he desires, although in doing so he ultimately retains the overall administrative authority over the District; and

WHEREAS, the Board of Directors now wishes to adopt this resolution to clarify the duties, responsibilities and authority of the Executive Director of the District.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the South Suburban Park and Recreation District as follows:

1. The Board shall appoint an Executive Director of the District who shall serve at the pleasure of the Board and shall be the chief administrative officer of the District.
2. The Executive Director shall have full and complete authority to carry out the administrative affairs of the District and the responsibility to implement the legislative policies, resolutions and directives of the Board of Directors subject only to limitations imposed by Title 32 of the Colorado Revised Statutes, the District Bylaws, and resolutions adopted by the Board of Directors.
3. Specific Authority of the Executive Director includes, but is not limited to:
 - a. Contract Authority. To execute, on behalf of the District, all contracts for goods and services provided that sufficient funds have been budgeted and appropriated by the Board of Directors and the District Bidding Policy has been followed, if applicable, and the contract does not:
 - i. Exceed \$200,000 for capital improvement projects or exceed \$100,000 for items not related to capital projects; or
 - ii. Exceed the annual budget for specifically identified contracts, services, or projects approved by the Board of Directors; or

- iii. Exceed the amount authorized by appropriation resolution, District Bylaws, or Colorado law.
 - b. Emergency Contracting. During an emergency and, unless otherwise restricted by the Board of Directors, to incur financial obligations and execute contracts and agreements on behalf of the District for expenditures that shall not exceed the District's restricted and unassigned funds that are not committed to another purpose by law or contract.
 - c. Annual Budgeting. To prepare and submit to the Board of Directors, in collaboration with the Finance Director, an annual budget for the District for the ensuing fiscal year.
 - d. Supervision of Employees. To employ, direct, promote, demote, discipline and discharge all employees and to establish compensation for all employees, subject to approval by the Board of Directors through the annual budget.
 - e. Financial Affairs and Accounting. To approve or establish a system for approval for all vouchers, orders and checks for payment; to keep or cause to be kept regular books of account of all District transactions; to manage, approve, and authorize the execution and distribution of accounts receivable, accounts payable and payroll, provided that sufficient funds are budgeted and appropriated.
 - f. Administrative Policies and Procedures. To promulgate, or cause to be promulgated, all administrative policies and procedures including but not limited to policies for financial, property tax, revenue, recordkeeping, personnel, and purchasing administration.
- 4. Limitations on Authority. Unless specifically authorized by resolution, the Executive Director shall not be authorized to:
 - a. Execute intergovernmental agreements, memoranda of understanding, or other forms of contracts with other governmental entities; provided, however that intergovernmental agreements or memoranda of understanding for a term of 12 months or less may be approved by the Executive Director.
 - b. Grant, sell, convey, or accept on the District's behalf all easements, licenses, and other interests in real property.
 - c. Execute agreements or contracts for legal services.
 - d. Incur debt or enter into multi-year financial obligations within the meaning of Article X, Section 20 of the Colorado Constitution.
 - e. Designate an election official or exercise any power or duty held by the Board of Directors pursuant to applicable election laws.
 - f. Approve the annual budget for the District.

- g. Certify the mill levy for the District.
 - h. Execute agreements that involve the waiver or reimbursement of taxes.
 - i. Exercise legislative power unless specifically delegated by the Board of Directors as may be permitted by law.
5. Delegation of Authority. The Executive Director may delegate duties and responsibilities held by the Executive Director to the Deputy Executive Director, Department Directors or other staff or contractors of the District, as the Executive Director deems appropriate.
6. Supervision. The Executive Director shall report to the Board of Directors.
7. The Executive Director, or in the absence of the Executive Director, a designee of the Executive Director, shall attend all special and regular meetings of the Board of Directors to provide input on any matters deemed essential to the operations of the District. The Executive Director shall not have the authority to cast a vote in any matter before the Board of Directors.
8. Relationship of the Board of Directors to Administrative Service. Neither the Board of Directors nor any member thereof shall have authority to require the hiring, promotion, suspension, transfer or termination of any person by the Executive Director. Except for making specific inquiries, all members of the Board of Directors shall deal with administrative personnel or consultants solely through the Executive Director or the Executive Director's designee and no member of the Board shall give orders to any employee of the District.
9. Responsibilities of the Board of Directors. Nothing in this resolution shall impair the responsibility of the Board of Directors for the legislative affairs of the District as required by the laws of the State, District Bylaws, and the resolutions of the Board of Directors.
10. Severability. Should any one or more of the provisions of this resolution be judicially determined invalid or unenforceable, such judgment shall not affect, impair or invalidate the remaining provisions of this Resolution, the intention being that the various sections and provisions are severable.
11. Repeal. Any and all resolutions or parts thereof in conflict or inconsistent herewith are, to the extent of such conflict or inconsistency, hereby repealed.
12. Effective Date. The provisions of this resolution shall become effective immediately.

PASSED, APPROVED, AND ADOPTED on this 25th day of April, 2018

by the Board of Directors of the South Suburban Park and Recreation District,

by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

ATTEST:

SIGNED

John K. Ostermiller, Chairman

Pamela M. Eller, Secretary

Approved as to form:

Approved as to content:

**South Suburban Park and Recreation District
Resolution # 2018-028**

**A RESOLUTION ADOPTING THE FIRST AMENDMENT TO THE
HUDSON GARDENS MANAGEMENT AGREEMENT**

WHEREAS, The South Suburban Park and Recreation District (the "District") and the King C. Hudson and Evelyn Leigh Hudson Foundation (the "Foundation") previously entered into that certain Management Agreement dated as of November 24, 1997 (the "Agreement"), under which the Foundation conveyed the Gardens to the District, the District agreed to provide ongoing operating support and capital funds to the Foundation, and the Foundation agreed to operate and manage the Gardens, as further described therein; and

WHEREAS, The District and the Foundation desire to amend the Agreement as described in the First Amendment.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the South Suburban Park and Recreation District approves the First Amendment to the Management Agreement.

PASSED, APPROVED, AND ADOPTED this 25th day of April, 2018

by the Board of Directors of the South Suburban Park and Recreation District,

by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

John K. Ostermiller, Chairman

ATTEST:

Pamela M. Eller, Secretary

SIGNED

Approved as to form:

Approved as to content:

**South Suburban Park and Recreation District
Resolution # 2018-029**

**A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR
TO BE NAMED 'PRINCIPAL PERSON' FOR THE DISTRICT'S
LIQUOR LICENSE APPLICATIONS.**

WHEREAS, the South Suburban Park and Recreation District (the "District") is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Colorado Revised Statutes; and

WHEREAS, The District currently owns and operates four Hotel and Restaurant with Additional Premises, retail liquor licenses.

WHEREAS, the Board of Directors (the "Board") of the District is currently listed as the corporate officers of these licenses.

WHEREAS, the Board wishes to resign their position as corporate officers on the liquor licenses and designate the Executive Director as "Principal Person" on all licenses held by the District.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the South Suburban Park and Recreation District as follows that:

1. Authority to Designate Managing Member of District Held Liquor Licenses. The Board hereby appoints the District Executive Director as the Principal Person on all liquor licenses held by the District.
2. Effective Date. This Resolution shall take effect and be enforced immediately upon its approval by the District Board.

PASSED, APPROVED, AND ADOPTED this 25th day of April, 2018,
by the Board of Directors of the South Suburban Park and Recreation District,
by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

ATTEST: **SIGNED**

John K. Ostermiller, Chairman

Pamela M. Eller, Secretary

**South Suburban Park and Recreation District
Resolution # 2018-030**

**A RESOLUTION ADOPTING A REVISED RECORDS
RETENTION POLICY**

WHEREAS, the Board or Directors of South Suburban Park and Recreation District recognizes the need for a comprehensive records retention policy for the District's records; and

WHEREAS, as a Colorado special district, the records of the District have long-term administrative, fiscal and historical value; and

WHEREAS, the proposed retention policy at a minimum, meets the Colorado State Archivists Special District's Records Retention Schedule and aligns with the records retention practices of the District.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the South Suburban Park and Recreation District adopts the revised records retention policy.

PASSED, APPROVED, AND ADOPTED this 25th day of April, 2018

by the Board of Directors of the South Suburban Park and Recreation District,

by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

ATTEST:

SIGNED

John K. Ostermiller, Chairman

Pamela M. Eller, Secretary

Approved as to form:

Approved as to content:

South Suburban Park and Recreation District
Resolution # 2018-031

**A RESOLUTION APPROVING AN AGREEMENT WITH D & J
JOHNSON ENTERPRISES INC. dba PERFORMANCE
CONSTRUCTION FOR THE CONSTRUCTION OF THE
FOXTRIDGE WEST IRRIGATION PROJECT**

WHEREAS, the South Suburban Park and Recreation District publicly bid the construction of the Foxridge Irrigation (“Project”); and

WHEREAS, after reviewing the bids, staff recommends that an agreement for the construction of the Project be approved by D & J Johnson Enterprises Inc. dba Performance Construction.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors (“Board”) of the South Suburban Park and Recreation District (“District”) as follows:

1. Approval of Agreement. An Agreement for the Construction of the Project in the form attached hereto as **Exhibit 1** (“Agreement”) is hereby approved to D & J Johnson Enterprises Inc. dba Performance Construction. The Chairman, any other member of the Board, and any duly authorized District Officer may execute the Agreement on behalf of the District.
2. Encumbrance and Authorization of Payment. To meet the District’s financial obligations under the Agreement, the Board hereby authorizes the expenditure of previously unencumbered, appropriated, and budgeted funds in an amount not to exceed Three Hundred Seventy Nine Thousand Seven Hundred Sixteen Dollars and 28 Cents \$379,716.28, unless authorized in writing by the District.

APPROVED AND ADOPTED this 25th day of April, 2018, by the Board of

Directors of the South Suburban Park and Recreation District, by a vote of 4 for
and 0 against.

South Suburban Park and Recreation District, by

John K. Ostermiller, Chairman

ATTEST:

SIGNED

Pamela M. Eller, Secretary

**South Suburban Park and Recreation District
Resolution # 2018-032**

**A REVISED RESOLUTION APPROVING AN AGREEMENT
WITH T2 CONSTRUCTION, INC. FOR THE CONSTRUCTION
OF THE ELATI PARK PLAYGROUND RENOVATION PROJECT**

WHEREAS, the South Suburban Park and Recreation District publicly bid the construction of the Elati Park Playground Renovation Project (“Project”); and

WHEREAS, after reviewing the bids, staff recommends that an agreement for the construction of the Project be approved to T2 Construction, Inc.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors (“Board”) of the South Suburban Park and Recreation District (“District”) as follows:

1. Approval of Revised Agreement. An Agreement for the Construction of the Project in the form attached hereto as **Exhibit 1** (“Agreement”) is hereby approved to T2 Construction, Inc. The Chairman, any other member of the Board, and any duly authorized District Officer may execute the Agreement on behalf of the District.
2. Encumbrance and Authorization of Payment. To meet the District’s financial obligations under the Agreement, the Board hereby authorizes the expenditure of previously unencumbered, appropriated, and budgeted funds in an amount not to exceed \$142,444, unless authorized in writing by the District.

APPROVED AND ADOPTED this 25th day of April, 2018, by the Board of Directors of the South Suburban Park and Recreation District, by a vote of 4 for and 0 against.

South Suburban Park and Recreation District, by

SIGNED

John K. Ostermiller, Chairman

ATTEST:

Pamela M. Eller, Secretary

AUTHOR'S INITIALS/BC