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After Recording, Return to:
WHITE BEAR ANKELE TANAKA & WALDRON
2154 East Commons Avenue, Suite 2000
Centennial, Colorado 80122

**AMENDED AND RESTATED JOINT RESOLUTION
OF THE
BOARDS OF DIRECTORS
OF THE
POWHATON COMMUNITY AUTHORITY
AND
POWHATON ROAD METROPOLITAN DISTRICT NO. 2
CONCERNING THE IMPOSITION OF AN OPERATIONS FEE**

WHEREAS, the Powhaton Road Metropolitan District No. 2 (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado, duly organized and existing pursuant to §§ 32-1-101, *et seq.*, C.R.S., as amended (the “**Special District Act**”); and

WHEREAS, pursuant to § 32-1-1001(1)(j)(I), C.R.S., the District is authorized to fix and impose fees, rates, tolls, penalties and charges for services or facilities furnished by the District which, until paid, shall constitute a perpetual lien on and against the property served; and

WHEREAS, the Powhaton Community Authority (the “**Authority**”) was formed pursuant to the Colorado Constitution Article XIV, Sections 18(2)(a) and (b) and Section 29-1-203 and Section 29-1-203.5, C.R.S., as amended (the “**Authority Act**”) pursuant to that certain Agreement Establishing the Powhaton Community Authority dated March 24, 2021 (the “**Establishment Agreement**”) by and among Powhaton Road Metropolitan District Nos. 1-11 (collectively, the “**Districts**”); and

WHEREAS, the Authority and the Districts are parties to that certain Operating Agreement dated April 14, 2021 (the “**Operating Agreement**”); and

WHEREAS, pursuant to the Operating Agreement, the Authority is responsible for providing certain O&M Services (as defined in the Operating Agreement) on behalf of the District; and

WHEREAS, pursuant to the Establishment Agreement, the Authority has the power to approve, set, impose, collect, pledge, spend, reserve, and use rates, fees, tolls, charges and penalties for facilities, services, and programs furnished or to be furnished by the Authority; and

WHEREAS, pursuant to the Establishment Agreement and Operating Agreement, the Authority must provide prior written approval before the District can impose any fees; and

WHEREAS, pursuant to this Joint Resolution, the Authority provides written approval for the Authority and the District to impose a joint operations fee; and

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WHEREAS, the Board of Directors of the District (the “**District Board**”) and the Board of Directors of the Authority (the “**Authority Board**”) have determined it to be in the best interests of the District and the Authority, and the property owners, taxpayers, and residents within the District and the Authority, and the general public, to acquire, construct, operate and maintain certain amenities and facilities benefitting property owners, taxpayers, and residents within the District, and the general public, which amenities and facilities generally include park and recreation improvements, facilities, appurtenances and rights-of-way (collectively, the “**Facilities**”); and

WHEREAS, the District Board and the Authority Board have determined it to be in the best interests of the District and the Authority, and the property owners, taxpayers, and residents within the District and the Authority, to provide certain services to the property owners, taxpayers, and residents within the District, and the general public, including without limitation, landscape maintenance, and snow removal (collectively, the “**Services**”); and

WHEREAS, the Authority incurs certain direct and indirect costs associated with the upkeep, repair, replacement, improvement, reconstruction operation and maintenance of the Facilities, as necessary, inclusive of the costs of utilities and capital replacement costs (collectively, the “**Facility Costs**”) in order that the Facilities may be properly provided, operated and maintained; and

WHEREAS, the Authority incurs certain direct and indirect costs associated with the provision of the Services in order that the Services may be properly provided, the property within the District maintained, and that the health, safety and welfare of the District and its inhabitants may be safeguarded (collectively, the “**Service Costs**”); and

WHEREAS, the establishment and continuation of a fair and equitable fee (the “**Operations Fee**”) to provide a source of funding to pay for the Facility Costs and the Service Costs, (collectively, the “**Operations Costs**”), which Operations Costs are generally attributable to the persons and/or properties subject to such Operations Fees, is necessary to provide for the common good and for the prosperity and general welfare of the property owners, taxpayers, and residents within the District and the Authority, and the general public and for the orderly and uniform administration of the Authority’s affairs; and

WHEREAS, the District and the Authority find that the Operations Fee, as set forth in this Resolution, is reasonably related to the overall cost of providing the Facilities and Services and paying the Operations Costs, and that imposition thereof is necessary and appropriate; and

WHEREAS, on November 3, 2021, the Board adopted Joint Resolution of the Boards of Directors of the Powhaton Community Authority and Powhaton Road Metropolitan District No. 2 Concerning the Imposition of an Operations Fee, which was recorded in the real property records of the Arapahoe County Clerk and Recorder’s Office on November 23, 2021, at Reception No. E1197575 (the “**Prior Fee Resolution**”), and the Boards desire to adopt this Resolution to amend, restate, and supersede the Prior Fee Resolution in its entirety. Any fees, rates, tolls, penalties or charges due under the Prior Fee Resolution, to the extent outstanding and unpaid, shall remain in effect until fully paid and shall not be eliminated hereby.

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NOW, THEREFORE, be it resolved by the Board of the District and the Board of Authority as follows:

1. DEFINITIONS. Except as otherwise expressly provided or where the context indicates otherwise, the following capitalized terms shall have the respective meanings set forth below:

“**District Boundaries**” means the legal boundaries of the District, as the same are established and amended from time to time pursuant to the Special District Act, as more particularly set forth in the map and legal description attached hereto as **Exhibit B** and incorporated herein by this reference.

“**Due Date**” means the date by which the Operations Fee is due, which Due Date is reflected on the Schedule of Fees.

“**End User**” means any third-party homeowner or tenant of any homeowner occupying or intending to occupy a Residential Unit.

“**Fee Schedule**” or “**Schedule of Fees**” means the schedule of fees set forth in **Exhibit A**, attached hereto and incorporated herein by this reference, until and unless otherwise amended and/or repealed.

“**Lot**” means each parcel of land established by a recorded final subdivision plat and which is located within the District Boundaries.

“**Residential Unit**” means each residential dwelling unit (including, without limitation, condominiums, townhomes, and any other attached dwelling unit and detached single family dwelling units) located on a Lot which has been Transferred to an End User.

“**Transfer**” or “**Transferred**” shall include a sale, conveyance or transfer by deed, instrument, writing, lease or any other documents or otherwise by which real property is sold, granted, let, assigned, transferred, exchanged or otherwise vested in an End User.

“**Vacant Lot**” means each parcel of land within the District established by a recorded final subdivision plat, but specifically excluding any parcel upon which one or more Residential Units is situated and specifically excluding any parcel owned by the District.

2. OPERATIONS FEE.

a. The Board of the District and the Board of the Authority have determined, and do hereby determine, that it is in the best interests of the property owners, taxpayers, and residents within the District and the Authority, and the general public to impose, and does hereby impose an Operations Fee to fund the Operations Costs. The Operations Fee is hereby established and imposed in an amount as set forth by the Authority from time to

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time pursuant to the “Fee Schedule” and shall constitute the rate in effect until such schedule is amended or repealed. The Fee Schedule is set forth in **Exhibit A**, attached hereto and incorporated herein by this reference. The Operations Fee shall consist of a recurring payment (the “**Recurring Payment**”) and a separate payment imposed on the Transfer of a Residential Unit to an End User (the “**Transfer Payment**”), which together shall comprise the Operations Fee.

b. The Transfer Payment shall be imposed on all Transfers of a Residential Unit to an End User. The Transfer Payment shall not apply to any of the following, except to the extent the Authority determines that such exception is being undertaken for the purpose of improperly avoiding the Operations Fee:

i. Any Transfer wherein the United States, or any agency or instrumentality thereof, the State of Colorado, any county, city and county, municipality, district or other political subdivisions of this State, is either the grantor or the grantee.

ii. Any Transfer by document, decree or agreement partitioning, terminating or evidencing termination of a joint tenancy, tenancy in common or other co-ownership; however, if additional consideration or value is paid in connection with such partition or termination the Transfer Payment shall apply and be based upon such additional consideration.

iii. Any Transfer of title or change of interest in real property by reason of death, pursuant to a will, the law of descent and distribution, or otherwise.

iv. Any Transfer made and delivered without consideration for the purpose of: confirming, correcting, modifying or supplementing a Transfer previously made; making minor boundary adjustments; removing clouds of title; or granting easements, rights-of-way or licenses.

v. Any decree or order of a court of record quieting, determining or resting title, except for a decree of foreclosure.

vi. Transfers to secure a debt or other obligation, or releases other than by foreclosure, which is security for a debt or other obligation.

vii. Transfers pursuant to a decree or separation of divorce.

c. The Board of the District and the Board of the Authority have determined, and do hereby determine, that the Operations Fee is reasonably related to the overall cost of providing the Services, and paying the Operations Costs, and is imposed on those who are reasonably likely to benefit from or use the Facilities and Services.

d. The revenues generated by the Operations Fee will be accounted for separately from other revenues of the District and the Authority. The Operations Fee

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revenue will be used solely for the purpose of paying Operations Costs, and may not be used by the District or the Authority to pay for general administrative costs of the District or the Authority.

3. LATE FEES AND INTEREST. Pursuant to § 29-1-1102(3), C.R.S., any Operations Fee not paid in full within fifteen (15) days after the scheduled Due Date will be assessed a late fee in the amount of Fifteen Dollars (\$15.00) or up to five percent (5%) per month, or fraction thereof, not to exceed a total of twenty-five percent (25%) of the amount due. Interest will also accrue on any outstanding Operations Fees, exclusive of assessed late fees, penalties, interest and any other costs of collection, specially including, but not limited, to attorneys' fees, at the rate of 18% per annum, pursuant to § 29-1-1102(7), C.R.S. The District or the Authority may institute such remedies and collection procedures as authorized under Colorado law, including, but not limited to, foreclosure of its perpetual lien. The defaulting property owner shall pay all fees and costs, specifically including, but not limited to, attorneys' fees and costs and costs associated with the collection of delinquent fees, incurred by the District or the Authority and/or its consultants in connection with the foregoing.

4. PAYMENT. Payment for all Operations Fees, fees, rates, tolls, penalties, charges, interest and attorneys' fees shall be made by check or equivalent form acceptable to the Authority, made payable to "Powhaton Community Authority" and sent to the address indicated on the Fee Schedule. The Authority may change the payment address from time and time and such change shall not require an amendment to this Resolution.

5. LIEN. The Operations Fees imposed hereunder, together with any and all late fees, interest, penalties and costs of collection, shall, until paid, constitute a statutory, perpetual lien on and against the property served, and any such lien may be foreclosed in the manner provided by the laws of the State of Colorado for the foreclosure of mechanic's liens, pursuant to § 32-1-1001(1)(j)(I), C.R.S. Said lien may be foreclosed at such time as the Authority, in its sole discretion, may determine. The lien shall be perpetual in nature (as defined by the laws of the State of Colorado) on the property and shall run with the land. This Resolution shall be recorded in the offices of the Clerk and Recorder of Arapahoe County, Colorado.

6. SEVERABILITY. If any portion of this Resolution is declared by any court of competent jurisdiction to be void or unenforceable, such decision shall not affect the validity of any remaining portion of this Resolution, which shall remain in full force and effect. In addition, in lieu of such void or unenforceable provision, there shall automatically be added as part of this Resolution a provision similar in terms to such illegal, invalid or unenforceable provision so that the resulting reformed provision is legal, valid and enforceable.

7. THE PROPERTY. This Resolution shall apply to all property within the District Boundaries, including, but not limited to, the property set forth in **Exhibit B**, attached hereto and incorporated herein by this reference, and any additional property included into the District after the date of this Resolution.

8. EFFECTIVE DATE. This Resolution shall become effective August 1, 2023.

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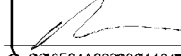
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ADOPTED this 1st day of August, 2023.

POWHATON ROAD METROPOLITAN DISTRICT NO. 2, a quasi-municipal corporation and political subdivision of the State of Colorado

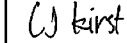
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Officer of the District

ATTEST:

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POWHATON COMMUNITY AUTHORITY

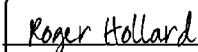
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DocuSigned By: James Spchaliski
Officer of the Authority

ATTEST:

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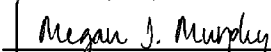


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APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys At Law

DocuSigned by:



E0687387E325473
General Counsel to the District and Authority

Signature page to Resolution Concerning the Imposition of an Operations Fee

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EXHIBIT A
POWHATON COMMUNITY AUTHORITY
AND
POWHATON ROAD METROPOLITAN DISTRICT NO. 2
Schedule of Fees
Effective August 1, 2023

Schedule of Fees		
Fee Type	Classifications	Rate
Operations Fee – Recurring Payment	Residential Unit	\$25/quarter
The Operations Fee is billed quarterly. The Due Date for each Recurring Operations Fee is the first day of January, April, July, and October.		
Operations Fee – Payment Due Upon a Transfer	Residential Unit	\$100 per Transfer
The Due Date for the Transfer Fee is the date upon which the Transfer occurs.		

PAYMENTS: Payment for each fee shall be made payable to the Powhaton Community Authority and sent to the following address for receipt by the Due Date:

Powhaton Community Authority
c/o AMCOBI
PO Box 51280
Colorado Springs, CO 80949

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EXHIBIT B

POWHATON ROAD METROPOLITAN DISTRICT NO. 2

District Boundaries

LEGAL DESCRIPTION – POWHATON ROAD METROPOLITAN DISTRICT NO. 2

A PARCEL OF LAND BEING A PART OF THE SOUTH HALF OF SECTION 9, AND A PART OF THE NORTH HALF OF SECTION 16, TOWNSHIP 4 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, CITY OF AURORA, COUNTY OF ARAPAHOE, STATE OF COLORADO, BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

BEGINNING AT THE SOUTHWEST CORNER OF SECTION 9, TOWNSHIP 4 SOUTH, RANGE 65 WEST OF THE SIXTH PRINCIPAL MERIDIAN, AND CONSIDERING THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 9, BEING MONUMENTED AS SHOWN ON THE ATTACHED EXHIBIT, TO BEAR NORTH 00°21'24" WEST, 2660.51 FEET, WITH ALL BEARINGS CONTAINED HEREIN BEING RELATIVE THERETO;

THENCE NORTH 00°21'24" WEST ALONG THE WEST LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 9, A DISTANCE OF 2660.51 FEET TO A POINT BEING THE WEST QUARTER CORNER OF SAID SECTION 9;

THENCE NORTH 89°21'50" EAST ALONG THE NORTH LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 9, A DISTANCE OF 2646.25 FEET TO A POINT BEING THE CENTER QUARTER CORNER OF SAID SECTION 9;

THENCE SOUTH 06°43'56" WEST, A DISTANCE OF 94.84 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 250.00 FEET, A CENTRAL ANGLE OF 11°53'39", AN ARC LENGTH OF 51.90 FEET, THE CHORD OF WHICH BEARS SOUTH 00°47'06" WEST, 51.80 FEET;

THENCE SOUTH 05°09'43" EAST, A DISTANCE OF 71.45 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 2000.00 FEET, A CENTRAL ANGLE OF 04°45'49", AN ARC LENGTH OF 166.28 FEET, THE CHORD OF WHICH BEARS SOUTH 02°46'49" EAST, 166.23 FEET;

THENCE SOUTH 00°23'54" EAST, A DISTANCE OF 127.37 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 400.00 FEET, A CENTRAL ANGLE OF 30°49'47", AN ARC LENGTH OF 215.23 FEET, THE CHORD OF WHICH BEARS SOUTH 15°48'48" EAST, 212.64 FEET;

THENCE SOUTH 31°13'41" EAST, A DISTANCE OF 306.54 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 800.00 FEET, A CENTRAL ANGLE OF 30°49'42", AN ARC LENGTH OF 430.45 FEET, THE CHORD OF WHICH BEARS SOUTH 15°48'50" EAST, 425.27 FEET;

THENCE SOUTH 00°23'59" EAST, A DISTANCE OF 345.88 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 450.00 FEET, A CENTRAL ANGLE OF 27°41'42", AN ARC LENGTH OF 217.52 FEET, THE CHORD OF WHICH BEARS SOUTH 13°26'52" WEST, 215.40 FEET;

THENCE SOUTH 27°17'43" WEST, A DISTANCE OF 481.35 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 450.00 FEET, A CENTRAL ANGLE OF 27°46'54", AN ARC LENGTH OF 218.20 FEET, THE CHORD OF WHICH BEARS SOUTH 13°24'16" WEST, 216.07 FEET;

THENCE SOUTH 00°29'11" EAST, A DISTANCE OF 551.09 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 2000.00 FEET, A CENTRAL ANGLE OF 07°55'38", AN ARC LENGTH OF 276.71 FEET, THE CHORD OF WHICH BEARS SOUTH 04°26'59" EAST, 276.49 FEET TO A POINT OF REVERSE CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 200.00 FEET, A CENTRAL ANGLE OF 18°41'59", AN ARC LENGTH OF 65.27 FEET, THE CHORD OF WHICH BEARS SOUTH 00°56'11" WEST, 64.98 FEET;

THENCE SOUTH 10°17'10" WEST, A DISTANCE OF 93.61 FEET;

THENCE NORTH 74°42'50" WEST, A DISTANCE OF 65.99 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 250.00 FEET, A CENTRAL ANGLE OF 19°04'42", AN ARC LENGTH OF 83.25 FEET, THE CHORD OF WHICH BEARS NORTH 84°15'11" WEST, 82.86 FEET;

THENCE SOUTH 86°12'28" WEST, A DISTANCE OF 18.63 FEET TO A POINT OF CURVATURE;

THENCE ALONG THE ARC OF A CURVE TO THE RIGHT HAVING A RADIUS OF 685.00 FEET, A CENTRAL ANGLE OF 48°13'30", AN ARC LENGTH OF 576.56 FEET, THE CHORD OF WHICH BEARS NORTH 69°40'47" WEST, 559.69 FEET;

THENCE NORTH 45°34'02" WEST, A DISTANCE OF 558.07 FEET TO A POINT OF CURVATURE;

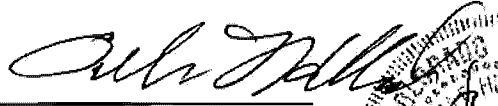
THENCE ALONG THE ARC OF A CURVE TO THE LEFT HAVING A RADIUS OF 955.00 FEET, A CENTRAL ANGLE OF 45.000, AN ARC LENGTH OF 750.06 FEET, THE CHORD OF WHICH BEARS NORTH 68°04'02" WEST, 730.93 FEET TO A POINT ON THE SOUTH LINE OF THE SOUTHWEST QUARTER OF SAID SECTION 9;

THENCE SOUTH 89°25'58" WEST ALONG SAID SOUTH LINE, A DISTANCE OF 889.65 FEET TO THE **POINT OF BEGINNING**,

SAID PARCEL CONTAINING A CALCULATED AREA OF 8,277,436 SQUARE FEET OR 190.024 ACRES, MORE OR LESS.

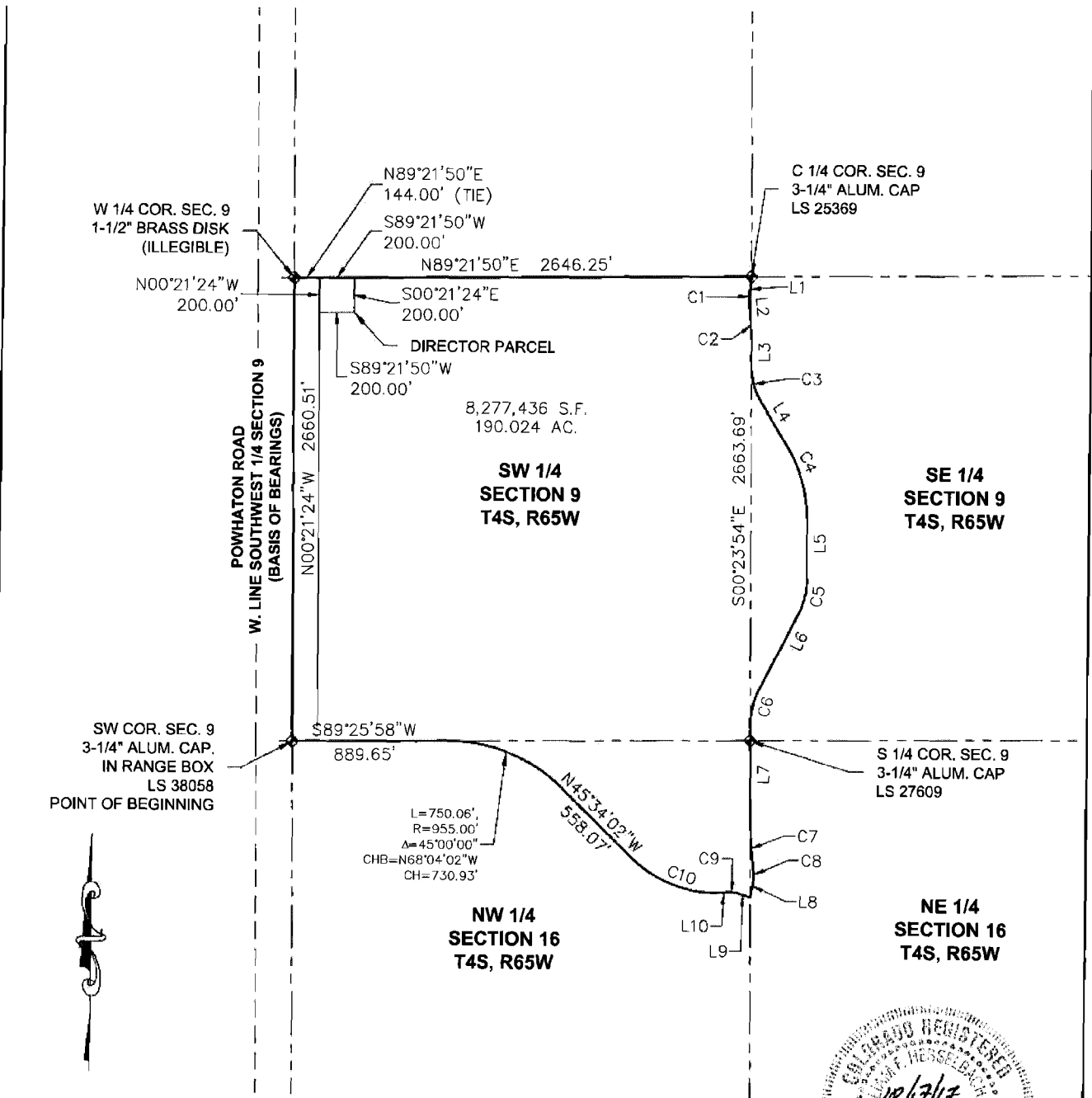
THE LINEAL UNIT USED IN THE PREPARATION OF THIS LEGAL DESCRIPTION IS THE U.S. SURVEY FOOT AS DEFINED BY THE UNITED STATES DEPARTMENT OF COMMERCE, NATIONAL INSTITUTE OF STANDARDS AND TECHNOLOGY.

I, WILLIAM F. HESSELBACH JR., A SURVEYOR LICENSED IN THE STATE OF COLORADO, DO HEREBY CERTIFY THAT THE ABOVE LEGAL DESCRIPTION AND ATTACHED EXHIBIT WERE PREPARED BY ME OR UNDER MY DIRECT SUPERVISION AND CHECKING.



WILLIAM F. HESSELBACH JR., P.L.S. 25369
FOR AND ON BEHALF OF
CVL CONSULTANTS OF COLORADO, INC.

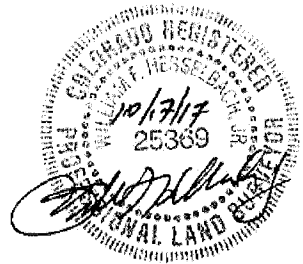




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THE ABOVE DESCRIBED PARCEL CONTAINS 8,277,436 SQUARE FEET OR (190.024 ACRES) MORE OR LESS.

This illustration does not represent a monumented survey. It is intended only to depict the attached legal description.



POWHATON ROAD
METROPOLITAN DISTRICT NO. 2

OCTOBER 16, 2017

10333 E. Dry Creek Rd.
 Suite 240
 Englewood, CO 80112
 Tel: (720) 482-9526
 Fax: (720) 482-9546