

**RESOLUTION NO. 2024-01
OF THE FRONT RANGE PASSENGER RAIL DISTRICT
ANNUAL ADMINISTRATIVE RESOLUTION**

WHEREAS, pursuant to Section 32-22-101, *et. seq.*, C.R.S. (the “Act”), the Front Range Passenger Rail District (the “District”) was established as a body politic and corporate and a political subdivision of the state to research, develop, construct, operate, and maintain an interconnected passenger rail system within the front range that is competitive in terms of travel time for comparable trips with other modes of surface transportation; and

WHEREAS, except as otherwise specifically provided, the Board of Directors of the District (the “Board”) exercises and performs all powers, privileges, and duties vested in or imposed upon the District in the Act; and

WHEREAS, Section 32-22-105(2)(d), C.R.S. authorizes the Board to pass resolutions necessary for the government and management of the affairs of the district and the execution of the District’s powers and duties; and

WHEREAS, the Board has a duty to perform certain obligations during the 2024 calendar year in order to assure the efficient operation of the District.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD AS FOLLOWS:

1. The Board hereby determines that each member of the Board shall, for any potential or actual conflicts of interest, complete conflicts of interest disclosures and directs legal counsel to file the conflicts of interest disclosures with the Board and with the Colorado Secretary of State at least seventy-two (72) hours prior to every regular and special meeting of the Board, in accordance with Section 18-8-308, C.R.S. Written disclosures provided by Board members required to be filed with the governing body in accordance with Section 18-8-308, C.R.S., shall be deemed filed with the Board when filed with the Secretary of State. Additionally, at the beginning of each year, each Board member shall submit information to legal counsel regarding any actual or potential conflicts of interest and, throughout the year, each Board member shall provide legal counsel with any revisions, additions, corrections, or deletions to said conflicts of interest disclosures.

2. The Board directs the General Manager to post notice of all regular and special meetings in accordance with Section 24-6-402(2)(c) and Section 32-22-105(2)(c), C.R.S. The Board hereby designates <https://www.ridethefrontrange.com> as the District’s website for the posting of its regular and special meeting notices, and as the website where audio or audio-video recordings of each Board meeting are made available. The Board directs the General Manager to provide the website address set forth above to the Department of Local Affairs for inclusion in the inventory maintained pursuant to Section 24-32-116, C.R.S. The Board hereby designates the Denver Post as the location for notices required to be published in a newspaper of general circulation.

3. Pursuant to Section 24-6-402(2)(c)(III), C.R.S., the Board hereby designates the headquarters of the Colorado Department of Transportation in Denver, Colorado, as the location for posting notices in exigent or emergency circumstances such as a power outage or an interruption in internet service that prevents the public from accessing the notice online.

4. In the event of an emergency, the Board may conduct a meeting outside of the limitations prescribed in Section 24-6-402(2)(c), C.R.S., provided that any actions taken at such emergency meeting are ratified at the next regular meeting of the Board or at a special meeting conducted after proper notice has been given to the public.

5. The Board directs the District's General Manager to maintain a list of persons who, within the previous two years, have requested notification of all meetings or of meetings when certain specified policies will be discussed, and to provide reasonable advance notification of such meetings in accordance with Section 24-6-402(5), C.R.S.

6. The Board confirms its obligations under Section 24-10-110(1), C.R.S., with regards to the defense and indemnification of its public employees, which pursuant to Section 32-22-104(2)(f), C.R.S, includes Directors of the Board and officers and employees of the District. The Board hereby opts to include appointed Directors as employees within the meaning of Section 8-40-202(1)(a)(I)(A), C.R.S., and hereby directs the General Manager to obtain workers' compensation coverage for the District.

7. The Board directs the General Manager to obtain proposals and/or renewals for insurance, as applicable, to insure the District against all or any part of the District's liability, in accordance with Sections 24-10-115, *et seq.*, C.R.S. The Board directs the General Manager to review and update the District's property schedule as needed, and no less than annually. The Board directs the District's General Manager to pay the annual SDA membership dues, agency fees, and insurance premiums, as applicable, in a timely manner. The Board appoints the General Manager to designate the proxy for the SDA Annual meeting for voting and quorum purposes.

8. Pursuant to the authority set forth in Section 24-12-103, C.R.S., the Board hereby designates any officer of the District as a person with the power to administer all oaths or affirmations of office and other oaths or affirmations required to be taken by any person upon any lawful occasion.

9. The Board hereby appoints the General Manager as the official custodian for the maintenance, care, and keeping of all public records of the District, in accordance with Sections 24-72-202, *et seq.*, C.R.S. The Board hereby directs the District's legal counsel, accountant, General Manager, staff and all other consultants to adhere to Open Records Request Policy as adopted by the District.

10. The Board hereby determines to adopt the Colorado State Archives Special Districts Records Management Manual as the records retention schedule for the District and directs the General Manager to seek approval for its use from the Colorado State Archivist.

The Board further directs the General Manager to make any required reports to the Colorado State Archives concerning record destruction statistics.

11. The Board directs the District's General Manager to submit a proposed budget to the Board by October 15 and prepare the final budget and budget message, including any amendments thereto, if necessary. The Board directs the General Manager to schedule a public hearing on the proposed budget or amendments, as applicable, and to post or publish notices thereof. The Board directs the General Manager to cause the preparation of budget resolutions. The Board directs the General Manager to file the budget, budget resolution, and budget message with the Division of Local Government (the "Division") on or before January 30, all in accordance with Sections 29-1-101, *et seq.*, C.R.S.

12. The Board directs the District's General Manager to monitor all expenditures and, if necessary, to notify the Board when expenditures are expected to exceed appropriated amounts. The Board directs legal counsel to prepare all budget amendment resolutions. The Board directs the General Manager to schedule a public hearing on a proposed budget amendment and post or publish notices thereof in accordance with Section 29-1-106, C.R.S. The Board directs the General Manager to file the amended budget with the Division on or before the date of making such expenditure or contracting for such expenditure, all in accordance with Sections 29-1-101, *et seq.*, C.R.S.

13. The Board directs the District's legal counsel to prepare and file with the Division within thirty days of a written request from the Division, an informational listing of all contracts in effect with other political subdivisions, in accordance with Section 29-1-205, C.R.S.

14. The Board directs the District's General Manager to: (a) obtain proposals for auditors to be presented to the Board; (b) cause an audit of the annual financial statements of the District to be prepared and submitted to the Board on or before June 30; and (c) cause the audit to be filed with the State Auditor by July 31, or by the filing deadline permitted under any extension thereof, all in accordance with Sections 29-1-603(1) and 606, C.R.S. Alternatively, if warranted by Section 29-1-604, C.R.S., the Board directs the District's General Manager to apply for and obtain an audit exemption from the State Auditor on or before March 31 in accordance with Section 29-1-604, C.R.S.

15. The Board directs the District's General Manager to collaborate with the Transportation Commission created in Section 29-1-205, C.R.S., the I-70 Coalition, and the Board of the Regional Transportation District to schedule and conduct the meetings and/or prepare and present reports required under Section 32-22-103(2), C.R.S.

16. The Board determines that its directors shall not receive compensation for their services as directors subject to the limitations set forth in Section 32-22-104(2)(d), C.R.S.

17. The District hereby identifies, in accordance with Section 32-22-105(2), C.R.S. and Section II-1 of the adopted Board of Directors Bylaws of the Front Range Passenger Rail

District (the “Bylaws”), the following shall be the elected officers for the District for the 2024 calendar year:

Chair:	Chris Nevitt
Vice Chair:	Jill Gaebler
Treasurer:	Luis Lopez
Secretary:	Joan Peck

18. In accordance with Section III-2 of the Bylaws, the Chair of the Board shall select the members and the chair of each of the District’s standing committees, currently comprised of the Executive Committee, the Planning Committee, the Finance Committee, and the Government Affairs/Communications Committee following the first regular Board meeting of the calendar year and report the same to the Board at its next subsequent regular meeting. Each director so identified shall serve for the remainder of the calendar year and until replacements are appointed or members are re-appointed in the following calendar year.

19. In accordance with Section 38-35-109.5(2), C.R.S., the District hereby designates the President of the Board as the official who shall record any instrument conveying title of real property to the District within thirty (30) days of any such conveyance.

20. The Board directs the District’s General Manager to, no later than January 31, publish and present a comprehensive annual report of the District’s activities for the prior fiscal year at a joint meeting of the Transportation and Local Government Committee of the House of Representatives and the Transportation and Energy Committee of the Senate, in accordance with Section 32-22-117, C.R.S.

21. The Board directs the District’s General Manager to present a comprehensive annual report of the District’s activities for the prior fiscal year to each Metropolitan Planning Organization and Rural Transportation Planning Organization that appoints members to the board pursuant to Section 32-22-104 (1)(b)(i), C.R.S., in accordance with Section 32-22-117, C.R.S.

22. The Board determines to hold monthly meetings on regular dates established by the Chair by telephone, electronic, or other means not requiring physical presence. All notices of meetings shall designate whether such meeting will be held by electronic means, at a physical location, or both, and shall designate how members of the public may attend such meeting, including the conference number or link by which members of the public can attend the meeting electronically, if applicable.

23. The Board directs legal counsel to monitor, and inform the Board of, any legislative changes that may occur throughout the year.

APPROVED this 26th day of January 2024.
EFFECTIVE this 23rd day of February 2024.

James M. Souby

Chair

ATTEST:

Julie Duran Mullica
Julie Duran Mullica (Feb 27, 2024 08:27 MST)

Secretary

Resolution No. 2024-01 ANNUAL ADMINISTRATIVE MATTERS

Final Audit Report

2024-02-27

Created:	2024-02-27
By:	Chrissy Breit (chrissy.breit@frprdistrct.com)
Status:	Signed
Transaction ID:	CBJCHBCAABAAZ0kaIRIb552ni1ETuznKixDihE57Pry4

"Resolution No. 2024-01 ANNUAL ADMINISTRATIVE MATTER S" History

-  Document created by Chrissy Breit (chrissy.breit@frprdistrct.com)
2024-02-27 - 3:00:19 PM GMT
-  Document emailed to Julie Duran Mullica (juliemullica@gmail.com) for signature
2024-02-27 - 3:00:23 PM GMT
-  Email viewed by Julie Duran Mullica (juliemullica@gmail.com)
2024-02-27 - 3:27:37 PM GMT
-  Document e-signed by Julie Duran Mullica (juliemullica@gmail.com)
Signature Date: 2024-02-27 - 3:27:50 PM GMT - Time Source: server
-  Agreement completed.
2024-02-27 - 3:27:50 PM GMT