

**RESOLUTION NO. 2026-01
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 the duty to perform certain obligations during the 2026 calendar year in order to assure the efficient operation of the District in accordance with the Act.

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 conflict of interest, complete a conflict of interest disclosure and direct legal counsel to file the conflict of interest disclosure 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 calendar year, each Board member shall submit information to the District’s legal counsel regarding any actual or potential conflict of interest and, throughout the year, each Board member shall provide the District’s legal counsel with any revisions, additions, corrections, or deletions to any submitted conflict of interest disclosure.

2. The Board directs the District’s general manager (“General Manager”) to post notice of all regular and special meetings in accordance with Sections 24-6-402(2)(c) and 32-22-105(2)(c), C.R.S. The Board hereby designates <https://www.ridethefrontrange.com> as the District’s website for posting its regular and special meeting notices and where audio or audio-video recordings of each Board meeting will be 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 publication 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 District, located at 1800 West 33rd Avenue, Denver, CO 80211 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 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(7), C.R.S.

6. The Board confirms its obligations under Section 24-10-110(1), C.R.S., with regard 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 (“Directors”) 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 maintain workers’ compensation coverage for the District.

7. The Board directs the General Manager to obtain proposals and/or renewals for insurance, as applicable, by commercial policy or self-insurance, as necessary to insure the District against all or any part of the District’s liability as a “public entity” within the meaning of Section 24-10-101, *et seq.*, C.R.S. (the “Colorado Governmental Immunity Act”). The Board directs the General Manager to review and update the District’s property schedule as needed, and no less than annually.

8. The Board directs the General Manager to pay the annual Special District Association of Colorado (“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.

9. Pursuant to 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.

10. 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 Section 24-72-200.1, *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 the Open Records Request Policy, as adopted by the District.

11. The Board hereby adopts the Colorado State Archives Special Districts Records Management Manual as the records retention schedule for the District and directs the General Manager to maintain 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.

12. 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, if necessary. The Board directs the General Manager to schedule a public hearing on the proposed budget and amendments, as applicable, and to post or publish notices. 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 Section 29-1-101, *et seq.*, C.R.S.

13. 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 any amended budget with the Division on or before the date of making such expenditure or contracting for such expenditure, all in accordance with Section 29-1-101, *et seq.*, C.R.S.

14. 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.

15. The Board directs the 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, 2026; and (c) cause the audit to be filed with the State Auditor by July 31, 2026, 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 General Manager to apply for and obtain an audit exemption from the State Auditor on or before March 31, 2026 in accordance with Section 29-1-604, C.R.S.

16. The Board delegates to the General Manager the power to enter into contracts and agreements for good or services valued \$20,000 or less on behalf of the District, consistent with the requirements of the District's Procurement and Purchasing Policy for Goods and Services, provided such contracts and agreements do not exceed previously budgeted and appropriated amounts for such expenditures.

17. The Board delegates to the General Manager the power to enter into renewals

or extensions of previously approved contracts and agreements for District services, including, but not limited to, accounting and legal services, provided such contracts and agreements do not exceed previously budgeted and appropriated amounts for such expenditures.

18. The Board directs the District's General Manager to collaborate with the Transportation Commission created in Section 43-1-101, *et seq.*, C.R.S., the I-70 Coalition, and the Board of Directors of the Regional Transportation District ("RTD") to schedule and conduct the meetings and/or prepare and present reports required under Section 32-22-103(2), C.R.S.

19. The Board determines that its Directors shall not receive compensation for their services as Directors except as set forth in Section 32-22-104(2)(d), C.R.S.

20. In accordance with Section 32-22-105(2), C.R.S., and Section 3.1 of the amended and restated bylaws of the District (the "Bylaws"), the Board shall elect four governing officers from among its voting members which shall consist of a Chair, Vice Chair, Secretary, and Treasurer, and the names of the governing officers shall be posted on the District's website.

21. The term for each officer shall be for the entire calendar year or until a successor is duly elected or the officer is duly re-elected at the first regular Board meeting of the following calendar year.

22. In accordance with Section 3.2 of the Bylaws, the Chair of the Board shall select the members and the chair of each of the District's committees, currently comprised of the Executive Committee, the Planning Committee, the Finance Committee, and the Government Affairs and Communications Committee following the first regular Board meeting of the calendar year and report the same to the Board at its next 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.

23. In accordance with Section 38-35-109.5(2), C.R.S., the District hereby designates the Chair of the Board as elected pursuant to Section 3.1 of the Bylaws as the official who shall record any instrument conveying title of real property to the District within thirty (30) days of any such conveyance.

24. The Board directs the General Manager to, no later than January 31, 2026, 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.

25. In order to satisfy the requirements of Sections 32-22-103(2)(d)-(f), C.R.S., the Board directs the General Manager to cause joint meetings to be held once annually between the Board and each of the Colorado Transportation Commission, the board of directors of the

I-70 Coalition, and the RTD Board of Directors created pursuant to Section 32-9-105, C.R.S.

26. The Board directs the General Manager to continue the District's collaboration with the Colorado Department of Transportation ("CDOT"), the High-Performance Transportation Enterprise created pursuant to Section 43-4-806(2)(a)(I), C.R.S. (d/b/a the Colorado Transportation Investment Office or "CTIO"), and RTD in accordance with: (a) the implementation plan submitted pursuant to Section 32-22-103(5)(a), C.R.S. to the transportation legislation review committee concerning the construction and operations of the northwest fixed guideway corridor, including an extension of the corridor to Fort Collins; (b) the plan previously submitted pursuant to Section 32-22-103(5)(b), C.R.S. to the house of representatives transportation, housing, and local government committee, the senate transportation and energy committee, and the Governor concerning providing front range passenger rail service no later than January 1, 2029; and (c) that certain Intergovernmental Agreement for the Joint Service Oversight Committee, dated July 15, 2025, between the District, CDOT, CTIO, RTD, the Clean Transit Enterprise, and the Governor (the "Joint Service IGA").

27. The Board directs the 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.

28. The Board shall 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 the public may attend such meeting, including the conference number or link by which the public can attend the meeting electronically, if applicable.

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

APPROVED this 23rd day of January 2026.

A handwritten signature in black ink, appearing to read "K. E. P. H. A. N.", written over a horizontal line.

Chair

ATTEST:

Joan Peck
Secretary