

**AMENDED AND RESTATED RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
POMPONIO TERRACE METROPOLITAN DISTRICT
CONCERNING THE IMPOSITION OF DISTRICT FEES**

WHEREAS, the Pomponio Terrace Metropolitan District (the “**District**”) was formed pursuant to §§ 32-1-101, *et seq.*, C.R.S., as amended (the “**Special District Act**”), by order of the District Court for Adams County, Colorado, and after approval of the District’s eligible electors at an election; and

WHEREAS, pursuant to § 32-1-1001(1)(h), C.R.S., the Board of Directors of the Districts (the “**Board**”) shall have the management, control and supervision of all the business and affairs of the Districts; and

WHEREAS, the Board has determined it to be in the best interests of the Districts, and the property owners, taxpayers, and residents of the Districts, to acquire, construct, operate and maintain certain amenities and facilities benefitting property and inhabitants within the Districts, which amenities and facilities generally include parks and recreation, landscaping, and all other facilities, appurtenances and rights-of-way (collectively, the “**Facilities**”); and

WHEREAS, the Board has determined it to be in the best interests of the Districts, and the property owners, taxpayers, and residents of the Districts, to provide certain services to property and inhabitants within the boundaries of the Districts, including without limitation, landscape maintenance, snow removal, and covenant enforcement (collectively, the “**Services**”); and

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

WHEREAS, the Districts incur certain direct and indirect costs associated with the 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 and maintained; and

WHEREAS, the Districts incur 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 Districts maintained, and that the health, safety and welfare of the Districts and its inhabitants may be safeguarded (collectively, the “**Service Costs**”); and

WHEREAS, the establishment and continuation of fair and equitable fees (the “**Districts’ Fees**”) to provide a source of funding to pay for the Facility Costs and the Service Costs, (collectively, the “**Districts’ Costs**”), which Districts’ Costs are generally attributable to the persons and/or properties subject to such Districts’ Fees, is necessary to provide for the common good and for the prosperity and general welfare of the Districts and its inhabitants and for the orderly and uniform administration of the Districts’ affairs; and

WHEREAS, the Districts find that the Districts’ Fees, as set forth in this Resolution, are reasonably related to the overall cost of providing the Facilities and Services and paying the Districts’ Costs, and that imposition thereof is necessary and appropriate; and

WHEREAS, the Districts adopted a *Resolution Concerning the Imposition of An Operation Fee*, effective as of August 1, 2018 (the “**Prior Fee Resolution**”), and the Board desires to adopt this *Amended and Restated Resolution of the Board of the District Concerning the Imposition of District Fees* (the “**Resolution**”) to amend and restate 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.

NOW, THEREFORE, be it resolved by the Board 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:

“**Districts’ Boundaries**” means the legal boundaries of the Districts, as the same are established and amended from time to time pursuant to §§32-1-101, *et seq.*, C.R.S., 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 Districts’ Fees are due, as stated in an applicable invoice provided by the Districts.

“**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 Districts’ 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 within the Districts' Boundaries 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 a tenant, tenants, purchaser or purchasers.

2. OPERATIONS FEE.

a. The Board has determined, and does hereby determine, that it is in the best interests of the District and its respective residents and property owners to impose, and does hereby impose an Operations Fee to fund the District Costs. The Operations Fee is hereby established and imposed in an amount as set forth by the District from time to time pursuant to an annual “Fee Schedule” and shall constitute the rate in effect until such schedule is amended or repealed.

b. The Board has determined, and does hereby determine, that the Operations Fee is reasonably related to the overall cost of providing the Facilities and Services, and is imposed on those who are reasonably likely to benefit from or use the Facilities and Services.

c. The revenues generated by the Operations Fee will be accounted for separately from other revenues of the District. The Operations Fee revenue will be used solely for the purpose of paying District Costs, and may not be used by the District to pay for general administrative costs of the District. This restriction on the use of the Operations Fee revenue shall be absolute and without qualification.

d. The Board has determined, and does hereby determine, that the Operations Fee is calculated to defray the cost of funding District Costs and reasonably distributes the burden of defraying the District Costs in a manner based on the benefits received by persons paying the fees and using the Facilities and Services.

3. SINGLE FAMILY ALLEY LOADED MAINTENANCE FEE.

a. A Single Family Alley Loaded Maintenance Fee is hereby established and imposed in an amount as set forth by the District from time to time pursuant to an annual “Fee Schedule” and shall constitute the rate in effect until such schedule is amended or repealed for the costs associated with maintaining improvements within certain discreet areas of the District related to alley loaded Residential Units, including but not limited, to snow removal.

b. The Board has determined, and does hereby determine, that the Single Family Alley Loaded Maintenance Fee is reasonably related to the overall cost of providing the Facilities and Services, and is imposed on those who are reasonably likely to benefit from or use the Facilities and Services.

c. The revenues generated by the Alley Loaded Maintenance Fee will be accounted for separately from other revenues of the District. The Single Family Alley Loaded Maintenance Fee revenue will be used solely for the purpose of paying District Costs related to the alley loaded Residential Units, and may not be used by the District to pay for general administrative costs of the District. This restriction on the use of the Single Family Alley Loaded Maintenance Fee revenue shall be absolute and without qualification.

d. The Board has determined, and does hereby determine, that the Single Family Alley Loaded Maintenance Fee is calculated to defray the cost of funding District Costs related to the alley loaded Residential Units and reasonably distributes the burden of defraying such costs in a manner based on the benefits received by persons paying the fees and using the Facilities and Services.

4. TOWNHOME MAINTENANCE FEE.

a. A Townhome Maintenance Fee is hereby established and imposed in an amount as set forth by the District from time to time pursuant to an annual "Fee Schedule" and shall constitute the rate in effect until such schedule is amended or repealed for the costs associated with maintaining improvements within certain discreet areas of the District related to townhome Residential Units, including but not limited, to landscaping and snow removal.

b. The Board has determined, and does hereby determine, that the Townhome Maintenance Fee is reasonably related to the overall cost of providing the Facilities and Services, and is imposed on those who are reasonably likely to benefit from or use the Facilities and Services.

c. The revenues generated by the Townhome Maintenance Fee will be accounted for separately from other revenues of the District. The Townhome Maintenance Fee revenue will be used solely for the purpose of paying District Costs related to the townhome Residential Units, and may not be used by the District to pay for general administrative costs of the District. This restriction on the use of the Townhome Maintenance Fee revenue shall be absolute and without qualification.

d. The Board has determined, and does hereby determine, that the Townhome Maintenance Fee is calculated to defray the cost of funding District Costs related to townhome Residential Units and reasonably distributes the burden of defraying such costs in a manner based on the benefits received by persons paying the fees and using the Facilities and Services.

5. LATE FEES AND INTEREST. Pursuant to § 29-1-1102(3), C.R.S., any District 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 District Fees, exclusive of assessed late fees, penalties, interest and any other costs of collection, specially including, but not limited, to attorney fees, at the rate of 18% per annum, pursuant to § 29-1-1102(7), C.R.S. The District 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 and/or its consultants in connection with the foregoing.

6. PAYMENT. Payment for all fees, rates, tolls, penalties, charges, interest and attorney fees shall be made by check or equivalent form acceptable to the District, made payable to "Pomponio Terrace Metropolitan District" and sent to the address indicated on the Fee Schedule. The District may change the payment address from time to time and such change shall not require an amendment to this Resolution.

7. LIEN. The 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 District, 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 Adams County, Colorado.

8. 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.

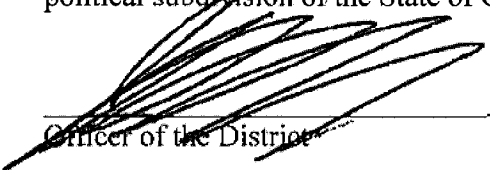
9. THE PROPERTY. This Resolution shall apply to all property within the District's boundaries, including, but not limited to, the property set forth in **Exhibit B**, attached hereto and incorporated herein by this reference, and any additional property included into the District after the date of this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

10. EFFECTIVE DATE. This Resolution shall be effective as of August 1, 2018.

[Remainder of Page Intentionally Left Blank. Signature Page to Follow].

ADOPTED this 11th day of October, 2018.

POMPONIO TERRACE METROPOLITAN
DISTRICT, a quasi-municipal corporation and
political subdivision of the State of Colorado



Officer of the District

ATTEST:



Nina P. Adams

APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys At Law



General Counsel to the District

Signature page to Resolution Concerning the Imposition of District Fees

EXHIBIT A

POMPONIO TERRACE METROPOLITAN DISTRICT
Schedule of Fees
Effective August 1, 2018

Schedule of Fees		
Fee Type	Classifications	Rate
Operations Fee – Recurring Payment		
	Residential Unit	\$55.00/month
	Commercial Unit	\$0.00/month
The Due Date for each Operations fee is the 1 st day of each month.		
Alley Loaded Maintenance Fee	Single Family Detached Residential Unit	\$0.00/month
	Single Family Alley Loaded Residential Unit	\$15.00/month
	Townhome Residential Unit	\$0.00/month
	Commercial Unit	\$0.00/month
The Due Date for each Alley Loaded Maintenance Fee is the 1 st day of each month.		
Townhome Maintenance Fee	Single Family Detached Residential Unit	\$0.00/month
	Alley Loaded Residential Unit	\$0.00/month
	Townhome Residential Unit	\$45.00/month
	Commercial Unit	\$0.00/month
The Due Date for each Townhome Maintenance Fee is the 1 st day of each month.		

PAYMENTS: Payment for each fee shall be made payable to the Pomponio Terrace Metropolitan District and sent to the following address for receipt by the Due Date:

Overlook Property Management
6860 S. Yosemite Court, Suite 2000
Centennial, Colorado 80112

EXHIBIT B

POMPONIO TERRACE METROPOLITAN DISTRICT

District Boundaries

EXHIBIT A

A parcel of land in the east half of Section 5, T 3 S, R 68 W of the 6th P.M.,
County of Adams, State of Colorado, more particularly described as follows:

(Note: The following courses are not based upon a field survey.)

Commencing at the northwest corner of said east half of Section 5, and considering
the southwest corner of said east half of Section 5 to bear South 00°47'03" West;
Thence South 00°47'03" West, a distance of 1400.01 feet;
Thence South 89°12'57" East, a distance of 50.23 feet to the Point of Beginning;

Thence South 89°12'57" East along the north line of that certain parcel of land described in Book 4947 at Page 741, a
distance of 200.00 feet;

Thence South 89°12'57" East along the north line of that certain parcel of land described in Book 4947 at Page 751, a
distance of 35.88 feet;

Thence along the south right-of-way for West 70th Avenue the following five (5) courses:

1. Thence North 89°46'10" East, a distance of 63.91 feet;
2. Thence along the arc of a curve to the right having a radius of 260.00 feet and a central angle of
39°24'15", an arc distance of 178.81 feet (chord bears South 69°28'41" East, 175.31 feet);
3. Thence South 49°48'15" East, a distance of 396.78 feet;
4. Thence along the arc of a curve to the left having a radius of 340.00 feet and a central angle of
33°20'54", an arc distance of 197.89 feet (chord bears South 66°28'42" East, 195.11 feet);
5. Thence South 83°09'09" East, a distance of 519.66 feet;

Thence South 00°33'56" West along the west line of Lot 1, Block 1, Sundstrand Subdivision, a distance of 1299.82 feet;

Thence along the north line of that certain parcel of land described in Book 5158 Page 820 the following four (4) courses:

1. Thence North 57°34'30" West, a distance of 382.11 feet;
2. Thence North 42°17'24" West, a distance of 182.93 feet;
3. Thence North 57°34'30" West, a distance of 130.95 feet;
4. Thence North 84°13'48" West, a distance of 196.66 feet;

Thence North 57°34'30" West along the northerly right-of-way line for the Burlington Northern and Santa Fe Railroad, a
distance of 244.38 feet;

Thence along the easterly and northerly lines of that certain parcel of land described in Book 1299 Page 154 the following
four (4) courses:

1. Thence North 31°55'33" East, a distance of 336.17 feet;
2. Thence North 58°04'27" West, a distance of 235.00 feet;
3. Thence North 00°48'03" East, a distance of 303.09 feet;
4. Thence North 89°11'57" West, a distance of 430.93 feet;

Thence along the east right-of-way line for Federal Boulevard the following five (5) courses:

1. Thence North 02°03'57" West, a distance of 21.28 feet;
2. Thence North 08°54'27" West, a distance of 72.21 feet;
3. Thence North 08°54'27" West, a distance of 213.55 feet;
4. Thence North 00°47'03" East, a distance of 26.62 feet;
5. Thence North 00°47'03" East, a distance of 150.00 feet to the Point of Beginning,
containing 1,259,444 Square Feet, or 28.913 Acres, more or less.

ILLUSTRATION FOR EXHIBIT A

