

**RESOLUTION OF BOARD OF DIRECTORS APPOINTING A CHANGE IN
DESIGNATED ELECTION OFFICIAL FOR 2022 ELECTION**

CATHEDRAL PINES METROPOLITAN DISTRICT

§§ 32-1-804, 1-1-111(2), 1-13.5-1103(1), and 1-13.5-513(1), C.R.S.

At a meeting of the Board of Directors (the “**Board**”) of the Cathedral Pines Metropolitan District (the “**District**”), it was moved to adopt the following Resolution:

WHEREAS, the District was organized as a special district pursuant to §§ 32-1-101, *et seq.*, C.R.S. (the “**Special District Act**”); and

WHEREAS, the District is located entirely within El Paso County, Colorado (the “**County**”); and

WHEREAS, pursuant to § 32-1-804, C.R.S., the Board governs the conduct of regular and special elections for the District; and

WHEREAS, the Board anticipates holding a regular election on May 3rd, 2022, for the purpose of electing directors and submitting ballot issues and questions to eligible electors of the District, and desires to take all actions necessary and proper for the conduct thereof (the “**Election**”); and

WHEREAS, the Election shall be conducted pursuant to the Special District Act, the Colorado Local Government Election Code and the Uniform Election Code of 1992, to the extent not in conflict with the Colorado Local Government Election Code, including any amendments thereto, and shall also comply with Article X, § 20 of the Colorado Constitution (“**TABOR**”), as necessary; and

WHEREAS, pursuant to § 1-1-111(2), C.R.S., the Board adopted on November 16, 2021 a Resolution of Board of Directors Calling Election at which the Board appointed the Designated Election Official (DEO) as Ashley B. Frisbie of the law firm of White Bear Ankele Tanaka & Waldon (“Frisbie”) for the May 2022 Election,

WHEREAS, the Board and the DEO have mutually agreed to replace the previous DEO,

NOW, THEREFORE, BE IT RESOLVED by the Board as follows:

1. The Board hereby dismisses Ashley B. Frisbie of the law firm of White Bear Ankele Tanaka & Waldon as the DEO for the May 3, 2022 election.

2. The Board appoints Wayne Williams of the Law Offices of Wayne Williams. as the Designated Election Official for the May 2022 Election effective immediately. The Designated Election Official shall act as the primary contact with all parties and shall be primarily responsible for ensuring the properconduct of the Election.

3. The Board hereby calls the Election for the purpose of electing directors. The regular election of the eligible electors of the District shall be held on May 3, 2022, between the hours of 7:00 A.M. and 7:00 P.M. pursuant to and in accordance with the Act, Code, and other

applicable laws. At the time, three Directors will be elected to serve a three-year term and one Director shall be elected to serve a one-year term.

4. The Election shall be conducted as an independent mail ballot election in accordance with §§ 1-13.5-1101, *et seq.*, C.R.S. The Designated Election Official shall develop a Plan for conducting the mail ballot Election, which will be made available to the public. There shall be no election precinct or polling place. All mail ballots shall be returned to the Designated Election Official as set forth in the Plan.

5. Without limiting the foregoing, the following specific determinations also are made:

- a. The Board hereby directs the Designated Election Official to approve the final form of the ballot to be submitted to the eligible electors of the District and authorizes the Designated Election Official to certify those questions and take any required action therewith.
- b. The Board hereby directs the Designated Election Official to oversee the general conduct of the Election and authorizes the Designated Election Official to take all action necessary for the proper conduct thereof and to exercise the authority of the Board in conducting the Election, including, but not limited to; appointment, training and setting compensation of election judges and a board of canvassers, as necessary; all required notices of election; printing of ballots; supervision of the counting of ballots and certification of election results; and all other appropriate actions.
- c. Any contract with any entity with which Mr. Williams is compensated shall be submitted to the District Manager for approval.

6. The District shall be responsible for the payment of any and all costs associated with the conduct of the Election, including its cancellation, if permitted.

7. The Board hereby ratifies any and all actions taken to date by District Management and the Designated Election Official in connection with the Election.

8. This Resolution shall remain in full force and effect until repealed or superseded by subsequent official action of the Board.

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ADOPTED THIS 8th DAY OF MARCH, 2022.

CATHEDRAL PINES METROPOLITAN
DISTRICT

DocuSigned by:
William Heeter
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Officer of the District

ATTEST:

DocuSigned by:
Eaton Espenlaub
EBC23BDE00E24E2...

*Signature Page to Resolution Changing Designated
Election Official.*