

**RESOLUTION
OF THE
BOARD OF DIRECTORS
OF THE
WOODMOOR WATER AND SANITATION DISTRICT NO. 1**

Delegating the Powers of the Board of Directors to Authorize Contracts,
Approve Change Orders, and
Make Expenditures for and Procure Services, Equipment, Labor and Materials

WHEREAS, the Woodmoor Water and Sanitation District No. 1 (the "District") is a quasi-municipal corporation and political subdivision of the State of Colorado formed pursuant to Title 32 of the Colorado Revised Statutes; and

WHEREAS, under Section 32-1-1001, C.R.S., the Board of Directors (the "Board") is authorized to enter into contracts and agreements affecting the affairs of the District; to have the management, control, and supervision of all the business and affairs of the District and all construction, installation, operation, and maintenance of District improvements; and to appoint, hire, and retain agents; and

WHEREAS, the Board desires to create an efficient system for contracting, approving change orders and making expenditures whereby the Board's authority is delegated to the District Manager in the circumstances set forth below.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE WOODMOOR WATER AND SANITATION DISTRICT NO. 1:

1. **Delegation Regarding Contracts.** The District Manager may not sign any contract exceeding \$100,000 unless the Board has previously approved it or unless explicitly authorized in this Section 1. The District Manager may approve and sign, without prior Board approval: 1) any contract for \$100,000 or less; 2) any contract for more than \$100,000 if the nature of the services has been identified in the line item budget adopted by the Board and the total amount of the contract does not exceed the amount identified in the line item budget adopted by the Board, regardless of whether a specific contractor is identified.

2. **Change Orders to Contracts.**

- a. **Board Approved Contracts.** The District Manager may approve any change order to or increase in the amount of any contract approved by the Board, which change order or increase does not exceed the amount of the Board approved contingency
- b. **District Manager Approved Contract.** The District Manager may approve any change order to or increase in the amount of any contract approved by the District Manager, which change order or increase, when added to the original contract price and any subsequent change orders, does not exceed \$100,000.

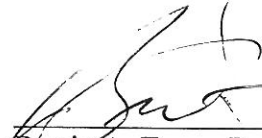
3. **Expenditures.** The District Manager may approve any invoice expenditure, task order expenditure, purchase order expenditure or work order expenditure provided that sufficient funds have been budgeted or budgeted as a contingency and appropriated.

4. **Agency Relationship.** The District Manager is authorized to act as an agent of the District in the engagement and retention of consultants and contractors or the lease or purchase of office space, equipment, supplies and other items, pursuant to the contracting and spending powers delegated to the District Manager by this Resolution.

5. **Budget Appropriation Required.** Notwithstanding any contrary provision, in no event shall the District Manager enter into any contract, approve any contract change, make any expenditure or settle any claim unless the amount therefore has been budgeted or budgeted as a contingency and appropriated for such purpose.

6. **Notice to Board.** The District Manager shall notify the Board at the next regularly scheduled Board meeting of all contracts or change orders the District Manager has approved since the last Board meeting.

DONE and adopted this 14th day of December, 2012, by the Board of Directors of the Woodmoor Water and Sanitation District No. 1.



Barrie A. Town, President

ATTEST:



Beth E. Courrau, Secretary