

**RESOLUTION
OF THE BOARD OF DIRECTORS OF
TALON POINTE METROPOLITAN DISTRICT
ESTABLISHING A SOCIAL COMMITTEE**

WHEREAS, Talon Pointe Metropolitan District (the “**District**”) is a quasi-municipal corporation and political subdivision of the State of Colorado, duly organized and existing pursuant to §§ 32-1-101, *et seq.*, C.R.S. (the “**Special District Act**”); and

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

WHEREAS, pursuant to § 32-1-1001(1)(m), C.R.S., the Board is authorized to adopt, amend, and enforce bylaws and rules and regulations not in conflict with the constitution and laws of Colorado for carrying on the business, objects, and affairs of the Board and the District; and

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

1. Creation and Establishment of the Social Committee. The Board hereby creates and establishes the Talon Pointe Metropolitan District Social Committee (the “**Social Committee**”).

2. Role of the Social Committee. The Social Committee is established to organize, schedule and manage social events within the District, and provide recommendations and suggestions to the Board with respect to social events, in an effort to foster a sense of community and encourage homeowner participation in the community, all as may be requested by the Board from time to time.

a. Specifically, the Social Committee is authorized to:

- i. Collect resident, property owner and taxpayer input from a broad cross-section of the District in order to establish a calendar of social events of interest to a broad range of residents;
- ii. Submit an annual budget to the Board for social events and manage costs of events within the annual budget;
- iii. Organize up to two community service projects per year;
- iv. Collaborate with the District’s manager for the purposes of communication with residents, and use of neighborhood resources;
- v. Advertise events to the District residents through a variety of vehicles including online (email), Social Media (defined below), and physical signs;

- vi. Serve as a source for ideas, new concepts, suggestions and innovations;
- vii. Provide advice and recommendations to the District's manager and the Board on social events; and
- viii. Perform such other functions as directed by the District's manager or the Board.

b. The Social Committee shall present a standardized report to the Board at least quarterly at the regular Board meetings, and more often as desired by the Social Committee or as directed by the Board. Such standardized report shall be provided to the District's manager in writing no later than one week before any such meeting.

c. The Social Committee does not have the authority to give directions and/or instructions to the District's manager, or its employees, or to contractors, consultants or employees of the District, unless otherwise approved by the Board. In addition, the Social Committee has only such authority as given by the Board and has no authority to bind the District. All communication with and direction to consultants, contractors or employees of the District is the sole responsibility of the Board and the District's manager.

d. The Social Committee shall submit a proposed schedule of social events and budget for social events for the next fiscal year to the Board by October 15 and shall work with the District's manager and accountant in the preparation and presentation of the proposed budget. The Board hereby authorizes the president and one other officer of the District to review, approve, execute, and enter into contracts that involve social events so long as the contract amount does not exceed the amounts appropriated under the Social Committee budget line item.

3. Committee Members. The Social Committee members will be appointed by the Board from time to time as reflected in the minutes of the Board meeting at which such appointment is made. The number of members of the Social Committee is at the discretion of the chairperson with members acting in a volunteer capacity. Each Social Committee member shall serve for a term of one (1) year from the date of their appointment, and may, upon expiration of their term, be reappointed in the discretion of the Board. Each Social Committee member, at the time of appointment and continuing uninterrupted thereafter while serving on the Social Committee, shall be an "Eligible Elector" of the District, as such term is defined in the Special District Act. The Social Committee members shall serve at the pleasure of the Board and may be removed at any time, with or without cause, by the Board. The Social Committee members shall serve as volunteers and are not entitled to any compensation for their service on the Social Committee, but are entitled to reimbursement for any pre-approved out-of-pocket costs incurred by them for Social Committee purposes, subject to budget limitations. The Social Committee members shall, from among the membership of the Social Committee, select one of them to act as the chairperson of the Social Committee.

4. Open Meeting Law. The Social Committee will abide by all rules and regulations of the Colorado Open Meeting Laws, including but not limited to making all meetings open to the public, taking minutes during these meetings, and posting meeting agendas on the District website.

5. Social Media. Content regarding Social Committee events posted on various social media platforms, including but not limited to Facebook, LinkedIn, Instagram, Twitter, or NextDoor (collectively, "**Social Media**") that relates to District business may be a public record subject to retention and disclosure under the Colorado Open Records Act, §§ 24-72-201 *et seq.*, C.R.S.

a. *Definitions.*

- i. Official Social Media Account means a Social Media account created for the primary purpose of conveying information about the District. At this time, the District does not have an Official Social Media Account.
- ii. Personal Social Media Account means a Social Media account created for a purpose other than conveying information about the District.

b. *Prohibited Uses.* Social Committee members are prohibited from using Personal Social Media Accounts to conduct District business, or to share information about the District, except when assigned as part of official duties by the District Manager or the Board. Social Committee members shall not:

- i. Create an Official Social Media Account; or
- ii. Use the District name, logo, or status with the District on a Personal Social Media Account to imply directly, or indirectly, that personal opinions or posts are an official position or opinion of the District or the Board as a whole.

c. *Use of Social Media.* When engaging with others online, Social Committee members are encouraged to:

- i. Remember their position of public responsibility, trust, and transparency;
- ii. Double check the facts before posting;
- iii. Be aware of posting confidential or other sensitive information;
- iv. Maintain professionalism, honesty, and respect;
- v. Avoid ongoing conversations or debates;
- vi. State facts and provide supporting information when responding to a negative post; and

Encourage people to contact the District offline for additional information or to resolve specific issues.

6. Conflicts of Interest. If any members of the Social Committee conclude that they have a conflict of interest or an appearance of fairness problem with respect to a matter pending

before the Social Committee so that they cannot discharge their duties on the Social Committee, they shall disqualify themselves from participating in the deliberations and the decision-making process with respect to the matter.

7. Point of Contact. The Social Committee's primary point of contact is the District's manager.

8. Amendment. The District expressly reserves the right to amend, revise, redact, and/or repeal the Social Committee's authority granted in this Resolution in whole or in part, from time to time in order to further the purpose of carrying on the business, objects, and affairs of the District. The foregoing shall specifically include, but not be limited to, the right to remove Social Committee members, increase the number of Social Committee members, add to or reduce the authority of the Social Committee, eliminate the Social Committee or change the budget allocated to the Social Committee, all in the Board's sole and absolute discretion.

9. Severability. If any term or provision of this Resolution is found to be invalid or unenforceable by a court of competent jurisdiction or by operation of any applicable law, such invalid or unenforceable term or provision shall not affect the validity of the remainder of the resolution or rules and regulations, as a whole, but shall be severed, leaving the remaining terms or provisions in full force and effect. In addition, in lieu of such void or unenforceable provision, there shall automatically be added a provision similar in terms to such illegal, invalid or unenforceable provision so that the resulting reformed provision is legal, valid and enforceable.

[Signature page follows.]

RESOLVED, ADOPTED AND APPROVED this 12th day of June, 2025.

TALON POINTE METROPOLITAN DISTRICT, a political subdivision and public corporation of the State of Colorado

DocuSigned by:

Nicole Ubarra

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Officer of the District

ATTEST:

DocuSigned by:

Angela Elliott

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APPROVED AS TO FORM:

WHITE BEAR ANKELE TANAKA & WALDRON
Attorneys at Law

Signed by:

Heather Hartung

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General Counsel to the District

*Signature page to Resolution of the Board of Directors of Talon Pointe Metropolitan District
Establishing a Social Committee*

TALON POINTE METROPOLITAN DISTRICT

SOCIAL COMMITTEE CHARTER

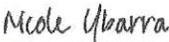
(2025)

The purpose of the Social Committee (the “Committee”) is to administratively review and provide recommendations to the Board of Directors (the “Board”) of the Talon Pointe Metropolitan District (the “District”) regarding opportunities for community engagement, social events, and activities that enhance the lifestyle of residents in the District. The Committee works to provide social events and volunteer activities to the resident community by providing recommendations regarding specific aspects of the District’s calendar of events as requested by the Board.

1. Membership of the Committee shall consist of five (5) to eleven (11) residents who are in good standing with the District. There shall always be an odd number of Committee members. All members of the Committee must be appointed by the Board. A member may be removed at any time by a majority vote of the Board present and voting at a public meeting.
2. The chair, vice chair, and secretary of the Committee shall be elected by all the Committee members, from among the at-large members of the Committee, and shall serve for the duration of their respective terms.
3. Committee members will serve a term of one (1) year. If at any time, a resident chooses to no longer serve on the committee, an open vacancy will be advertised and applications will be considered to fill the vacancy. Consecutive terms can be served if so chosen by the resident.
4. The Committee members shall administratively review the calendar of events, primarily with the District’s manager, and make recommendations to the Board for means of increasing community engagement or regarding specific aspects of the District’s social events as requested by the Board.
5. The Board considers the following matters administrative in nature and within the purview of the Committee:
 - a. Review and provide recommendations to the District manager and/or the Board regarding strategic planning and execution of social events;
 - b. Review and provide recommendations to the District manager and/or the Board to provide volunteer opportunities for the resident community;
 - c. Review and provide recommendations on proposed calendars of events;
 - d. Review and provide recommendations regarding special aspects of community engagement, social events, and lifestyle of residents of the District; and
 - e. Provide information regarding sponsorship opportunities to the business

community.

6. The Committee shall meet at least once each quarter, and at such other times as the Committee chair calls meetings or as otherwise requested by the Board.
7. Committee meetings shall be open to the public. Meeting agendas shall be posted on the District website at least 24 hours prior to a meeting and minutes shall be taken.
8. The Committee will meet as needed with the District manager to engage in administrative discussions regarding lifestyle events during regular business hours, subject to additional limits as may be imposed by the Board.
9. The Committee shall complete special assignments as requested by the Board. Special assignments may include research and recommendations regarding lifestyle activities.
10. The Committee shall only be responsible for responding to such requests as may be made by the Board.
11. The Committee does not have the authority to give directions and/or instructions to contractors, management, or employees. Members of the Committee are not agents of the District and cannot offer community sponsorship opportunities without the written consent of the Board..
12. The Committee will not communicate or represent the District's business, political interests, or positions to other persons outside the District.
13. The Committee will not seek bids for services or any other matters.

DocuSigned by:

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Board President

6/26/2025

Date