

**A RESOLUTION CLARIFYING EMPLOYMENT AUTHORITY MATTERS**

**WOODMEN HILLS METROPOLITAN DISTRICT  
(2015-03-12)**

**WHEREAS**, the Woodmen Hills Metropolitan District (the "**District**") is a quasi-municipal corporation and political subdivision of the State of Colorado, duly organized under C.R.S. §§ 32-1-101, *et seq.*; and

**WHEREAS**, C.R.S. §32-1-1001(i) states that the board of a special district has the power to appoint, hire, and retain agents, employees, engineers, and attorneys; and

**WHEREAS**, the board of a special district, under C.R.S. §32-1-1001(n), may exercise all rights and powers necessary or incidental to or implied from the statutory power granted above; and

**WHEREAS**, in order to exercise its statutory powers in a uniform and orderly manner, the Board of Directors of the District (the "**Board**") adopted Bylaws on August 22, 2013, which outline the policies and procedures of the Board; and

**WHEREAS**, Section 3.2 of the Bylaws states that the Board has the power to confer upon the Manager of the District the power to choose, remove or suspend employees or agents upon such terms and conditions as are in the best interest of the District (altogether, the Board's "**Employment Authority**");

**WHEREAS**, the District does not retain a "District Manager" by that title; and

**WHEREAS**, the Board desires to expressly confer its Employment Authority and further finds that this is in the best interest of the District.

NOW, THEREFORE, it is hereby resolved by the Board as follows:

1. The Board confers its Employment Authority, without limitation, upon the Director of the Water and Wastewater Enterprise of the District, Gene Cozzolino (the "**Director**"). The Director shall also have any powers necessary or incidental to or implied from the Employment Authority, provided that:

(a) Any exercise of the Board's Employment Authority must be upon such terms and conditions as are in the best interest of the District.

(b) The Director or his delegatee may not enter into any contract, or otherwise bind or obligate the District to any liability for payment of money, for any purpose for which provision is not made in an appropriate resolution, in excess of the amounts of such appropriation for that fiscal year. Any contract, verbal or written, contrary to the terms hereof shall be void *ab initio*, and no District funds shall be expended in payment of such contract.


(c) The conferring of its Employment Authority shall not prevent the Board from choosing, removing or suspending employees or agents, at its discretion.

ADOPTED AND APPROVED this 12<sup>th</sup> day of March, 2015.

**WOODMEN HILLS METROPOLITAN DISTRICT**

  
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Officer of the District

ATTEST:

  
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Secretary for the District

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