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Dept. of Local Affairs

SENN VISCIANO ROSENSTEIN P.C.

ATTORNEYS AT LAW
1801 CALIFORNIA STREET, SUITE 4300
DENVER, COLORADO 80202-2604
TELEPHONE (303) 298-1122
FACSIMILE (303) 296-9101
www.SennLaw.com

Robert K. Karsted
Paralegal
RKarsted@SennLaw.com

SENT VIA CERTIFIED U.S. MAIL

May 27, 2010

Colorado Division of Local Government
1313 Sherman Street
Room 521
Denver, CO 80203

Re: The Gates Metropolitan District ("District")
Our File No. 3786-006a

Dear Sir or Madam:

Pursuant to C.R.S. § 1-5-208, enclosed please find the following May 4, 2010, regular special district election-related documents for The Gates Metropolitan District.

1. Notice of Cancellation of Election and Certified Statement of Results ("Notice");

2. Copy of the Notice that was published in the Eagle Valley Enterprise on March 4, 2010;

3. Resolution of the Board of Directors of The Gates Metropolitan District Appointing a Designated Election Official and Authorizing the Designated Election Official to Cancel Election.

Pursuant to C.R.S. § 32-1-901(1), enclosed please find:

1. Duly administered Oath of Office for Richard MacCutcheon.

The District is in the process of obtaining current Public Entity Liability Coverage pursuant to C.R.S. § 32-1-901(2), -902(2) ($1000/director; $5000/treasurer), and will submit proof of effective coverage upon binding the policy.

Pursuant to C.R.S. § 1-11-103 and § 32-1-104(1), the District's contact information and officer are as follows:

1. The Gates Metropolitan District
   c/o Senn Visciano Rosenstein P.C.
   1801 California Street, Suite 4300
   Denver, Colorado 80202
   Phone: 303/298.1122
   Contact Person: Robert Karsted;

2. Richard MacCutcheon (President of the District and Chairman of the Board of Directors).

Should you have any questions regarding the enclosed documents and information, please do not hesitate to call me at the above listed telephone number.

Very truly yours,

Robert K. Karsted
Paralegal

Enclosures

NOTICE OF CANCELLATION OF ELECTION
AND
CERTIFIED STATEMENT OF RESULTS

THE GATES METROPOLITAN DISTRICT,
Town of Avon, County of Eagle, State of Colorado

WHEREAS, pursuant to Section 1-1-111(2) of the Colorado Revised Statutes, the Board of Directors (the "Board") of The Gates Metropolitan District (the "District") has appointed and authorized the designated election official (the "Designated Election Official") to exercise authority of the Board in conducting an election.

WHEREAS, the Designated Election Official of the District has been duly authorized by the Board of Directors to cancel and declare candidates elected at the close of business on the sixth-third day before the election, Tuesday, March 2, 2010.

WHEREAS, there were not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates.

> **NOW, THEREFORE, BE IT RESOLVED,** pursuant to 1-5-208(1.5), C.R.S. the Designated Election Official **HEREBY** cancels the regular election to be conducted on **May 4, 2010**.

NOTICE IS HEREBY GIVEN, THE ELECTION IS CANCELED BY FORMAL RESOLUTION AND THE FOLLOWING CANDIDATE IS DECLARED ELECTED FOR THE FOLLOWING TERM OF OFFICE:

Richard D. MacCutcheon of 38390 U.S. Hwy. 6 #402, Avon, Colorado 81620 to a 4-year term

Effective the 2nd day of March, 2010.

Signed by: Robert Karsted
Robert Karsted
Designated Election Official
1801 California Street, Suite 4300
Denver, CO 80202
Telephone Number: 303/298.1122

Ad Name: 4713769A
Customer: Senn, Visciano, Kirschenbaum P.C.
Your account number is: 6685561

PROOF OF PUBLICATION

STATE OF COLORADO }
}SS.
COUNTY OF EAGLE }

I, **Pam Boyd**, do solemnly swear that I am a qualified representative of The Eagle Valley Enterprise, that the same weekly newspaper printed, in whole or in part and published in the County of Eagle, State of Colorado, and has a general circulation therein; that said newspaper has been published continuously and uninterruptedly in said County of Eagle for a period of more than fifty-two consecutive weeks next prior to the first publication of the annexed legal notice or advertisement; that said newspaper has been admitted to the United States mails as a periodical under the provisions of the Act of March 3, 1879, or any amendments thereof, and that said newspaper is a weekly newspaper duly qualified for publishing legal notices and advertisements within the meaning of the laws of the State of Colorado.

That the annexed legal notice or advertisement was published in the regular and entire issue of every number of said weekly newspaper for the period of **1** consecutive insertions; and that the first publication of said notice was in the issue of said newspaper dated **3/4/10** and that the last publication of said notice was dated **3/4/10** in the issue of said newspaper.

In witness whereof, I have here unto set my hand this day, **04/08/2010**.

Pam Boyd Digitally signed by Pamela J. Schultz
Date: 2010.04.08 16:54:29 -06'00'

Pam Boyd
General Manager/Publisher/Editor
Eagle Valley Enterprise

Subscribed and sworn to before me, a notary public in and for the County of Eagle, State of Colorado this day **04/08/2010**.

Pamela J Schultz Digitally signed by Pamela J. Schultz
Date: 2010.04.08 16:54:57 -06'00'

Pamela J. Schultz, Notary Public
My Commission expires: **November 1, 2011**

PAMELA J SCHULTZ
Notary Public
State of Colorado

NOTICE OF CANCELLATION OF ELECTION
AND
CERTIFIED STATEMENT OF RESULTS

THE GATES METROPOLITAN DISTRICT,
Town of Avon, County of Eagle,
State of Colorado

WHEREAS, pursuant to Section 1-1-111(2) of the Colorado Revised Statutes, the Board of Directors (the "Board") of The Gates Metropolitan District (the "District") has appointed and authorized the designated election official (the "Designated Election Official") to exercise authority of the Board in conducting an election.

WHEREAS, the Designated Election Official of the District has been duly authorized by the Board of Directors to cancel and declare candidates elected at the close of business on the sixth-third day before the election, Tuesday, March 2, 2010.

WHEREAS, there were not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates.

NOW, THEREFORE, BE IT RESOLVED, pursuant to 1-5-208(1.5), C.R.S. the Designated Election Official HEREBY cancels the regular election to be conducted on May 4, 2010.

NOTICE IS HEREBY GIVEN, THE ELECTION IS CANCELED BY FORMAL RESOLUTION AND THE FOLLOWING CANDIDATE IS DECLARED ELECTED FOR THE FOLLOWING TERM OF OFFICE:

Richard D. MacCutcheon of 38390 U.S. Hwy. 6 #402, Avon, Colorado 81620 to a 4-year term

Effective the 2nd day of March, 2010.

Signed by: /s/ Robert Karsted
Robert Karsted
Designated Election Official
1801 California Street, Suite 4300
Denver, CO 80202
Telephone Number: 303/298.1122

Published in the Eagle Valley Enterprise March 4, 2010. (4713769)

RESOLUTION OF THE BOARD OF DIRECTORS OF THE GATES METROPOLITAN DISTRICT AUTHORIZING A MAIL BALLOT ELECTION AND APPOINTING A DESIGNATED ELECTION OFFICIAL

The Gates Metropolitan District
Town of Avon, County of Eagle, State of Colorado

THE UNDERSIGNED, being all of the directors (the "Board" or "Board of Directors") of The Gates Metropolitan District (the "District") do hereby consent to, vote in favor of, adopt and ratify the following resolutions:

WHEREAS, the term of office of Director Richard MacCutcheon ("MacCutcheon") shall expire after his successor is elected at the regular special district election to be held on May 4, 2010 (the "Election") and take office; and

WHEREAS, in accordance with the provisions of the Special District Act ("Act") and the Uniform Election Code of 1992 ("Code"), the Election must be conducted to elect one (1) Director to serve for a term of four (4) years.

WHEREAS, pursuant to Section 1-7.5-101, et seq., of the Colorado Revised Statutes, the Board desires to authorize the Election to be conducted as a mail ballot election of the electors of the District. A plan for a mail ballot election will be submitted for approval by the Colorado Secretary of State (the "Secretary of State").

WHEREAS, pursuant to Sections 1-1-111(2) and 32-1-804(2) of the Colorado Revised Statutes, the Board of the District is authorized to designate an election official (the "Designated Election Official") to exercise the authority of the Board in conducting an election.

WHEREAS, pursuant to Section 1-5-208(1.5) of the Colorado Revised Statutes, the Board can authorize the Designated Election Official to cancel the election upon the occurrence of certain conditions.

WHEREAS, the Board acknowledges that Section 4(a) of the Bylaws, as amended, provides that "all official business of the Board shall be transacted at a regular or special meeting at which a quorum of Directors shall be present...For ordinary and routine matters, a quorum shall be met with one director present...Notwithstanding the forgoing, in order to obligate the District in terms of money, a quorum requires the presence of three directors." Furthermore, Section 4(b) of the Bylaws provides that "...any action of the Board shall require the affirmative vote of a majority of the Directors present and voting..."

WHEREAS, the presence of Director MacCutcheon at the District's meeting on February 9, 2010 (the "February Meeting") is sufficient to establish a quorum in accordance with the Bylaws.

NOW, THEREFORE, BE IT RESOLVED, the Board hereby authorizes, approves and acknowledges, as the case may be:
(1) that the regular election of eligible electors of the District shall be held on May 4, 2010 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 that time, one (1) Director will be elected to serve a four-year term, and

(2) that there is no public location available within the boundaries of the District for a walk-in voting place and that it is necessary to use a private location outside of the District's boundaries located at 1801 California Street, Suite 4300, Denver, CO 80202 as the walk-in voting place. The Secretary of State shall approve the walk-in voting place. The walk-in voting place shall also be the walk-in voting place for disabled electors and for eligible electors not residing within the District, and

(3) that Robert Karsted shall serve as the Designated Election Official for the regular district election scheduled for the May 4, 2010, and he is hereby authorized and directed to proceed with any action necessary or appropriate to effectuate the provisions of this resolution and of the Act, Code, or other applicable laws, and

(4) that Self-Nomination and Acceptance petitions are available at the Designated Election Official's office located at 1801 California Street, Suite 4300, Denver, CO 80202. All candidates must file a Self-Nomination and Acceptance petition with the Designated Election Official no later than 5:00 p.m. on February 26, 2010, and

(5) the Designated Election Official to cancel said election and declare the candidates elected if, at 5:00 p.m. on the sixty-third day before the election (March 2, 2010), there are not more candidates for director than offices to be filled, including candidates filing affidavits of intent to be write-in candidates. The Board further authorizes and directs the Designated Election Official to publish and post notice of the cancellation (as the case may be) in a newspaper of general circulation within The Gates Metropolitan District, at the walk-in voting (polling) place, at the offices of the Designated Election Official, at the three places in The Gates Metropolitan District where notices are usually posted, and with the Clerk and Recorder of El Paso County, and to file such notice of cancellation with the Division of Local Government and as may be otherwise required by law. The Designated Election Official shall also notify the candidates that the election was canceled and they were elected by acclamation, and shall take all other action, whether provided by statute or otherwise, to cause the cancellation of the election and to fulfill all duties of the Designated Election Official; and further

RESOLVED, that the Board acknowledges the presence of Director MacCutcheon at the February Meeting establishes a quorum pursuant to the Bylaws, thereby enabling the District to conduct official business at this February Meeting.

This resolution of the Board is approved, and shall be effective, as of February 9, 2010. This resolution may be executed in counterparts, in which case all such counterparts will constitute one and the same document. Telecopy or facsimile signature by a Director will be regarded as a valid and binding signature of that Director.

By: _____
Richard MacCutcheon

CERTIFICATE OF APPOINTMENT OF DESIGNATED ELECTION OFFICIAL

THIS IS TO CERTIFY, that we have this day appointed, and do hereby appoint Robert Karsted as designated election official for the purposes of conducting our special district regular biennial election on May 4, 2010. The appointment includes the authority to act on behalf of the board of directors in planning and implementing the duties required in the success of an election. The designated election official will, with integrity and transparency, and according to law, conduct an election for The Gates Metropolitan District, Town of Avon, County of Eagle, State of Colorado. The designated election official has full power and authority to act in an official capacity prior to, during, and until the results of the May 4, 2010 regular biennial election results are certified, unless this appointment should be sooner extended or revoked by resolution.

WITNESS my hand and seal this 9th day of February, 2010.

Richard MacCutcheon, President

OATH OF DESIGNATED ELECTION OFFICIAL

I, Robert Karsted, do solemnly swear or affirm, that I will perform the duties of designated election official according to law; that I will studiously endeavor to prevent fraud, deceit, and abuse in conducting the same; that I will not try to ascertain how any elector voted, nor will I disclose how any elector voted if in the discharge of my duties as designated election official such knowledge shall come to me, unless called upon to disclose the same before some court of justice; that I have never been convicted of any election fraud, any other election offense or fraud, and that I will not disclose the results of votes until the polls have closed. I will support the Constitution of the United States and the Constitution of the State of Colorado; I will implement the rules established by the Colorado Secretary of State as they pertain to the conduct of this election, and I will faithfully perform the duties of the office of designated election official as steward of the people of this district. I will act in good faith, and without bias, for the duration of my employment as designated election official for the May 4, 2010 regular biennial election in and for The Gates Metropolitan District, Town of Avon, County of Eagle, State of Colorado, to the best of my skill and ability.

Designated Election Official's Signature

State of Colorado }
} ss.
County of DENVER }

Subscribed and sworn to before me this 10TH day of FEBRUARY, 20 10.

(SEAL)

NOTARY SIGNATURE

My commission expires: 11-6-11

OATH OF OFFICE

32-1-901, C.R.S.

STATE OF COLORADO

COUNTY OF EAGLE

THE GATES METROPOLITAN DISTRICT

I, Richard MacCutcheon, will faithfully support the Constitution of the United States and the Constitution of the state of Colorado, and the laws made pursuant to each, and will faithfully perform the duties of the office of Director of The Gates Metropolitan District upon which I am about to enter.

_____
(signature)

Subscribed and sworn to before me this 14th day of April, 2010.

By: _____
(Chairman of the Board of Directors)

IF SWORN OR AFFIRMED BEFORE A NOTARY THE FOLLOWING SHOULD BE COMPLETED.

STATE OF COLORADO)
) ss.
COUNTY OF Eagle)

Subscribed and sworn to before me this 14th day of April, 2010.

3-16-2013
(notary commission expiration)

Kristine Kay O'Neill
(notary signature) Kristine Kay O'Neill