

SOUTH METRO FIRE RESCUE FIRE PROTECTION DISTRICT
Resolution No. 2025-04
A RESOLUTION AUTHORIZING CONDOMINIUM CONVERSION AND
PARTIAL CONVEYANCE OF THE BUILDING LOCATED AT
9195 EAST MINERAL AVENUE AND APPOINTING THE OWNER'S
ASSOCIATION DIRECTOR

WHEREAS, South Metro Fire Rescue Fire Protection District ("District") is a quasi-municipal corporation and political subdivision of the State of Colorado and a duly organized and existing special district pursuant to Title 32, Article 1, Colorado Revised Statutes; and

WHEREAS, the District owns the improvements located at 9195 East Mineral Avenue, Centennial, CO 80112 (the "Building"); and

WHEREAS, pursuant to Part 10 of the Special District Act, the Board of Directors of the District ("Board") is authorized to enter into contracts and agreements affecting the affairs of the special district and to dispose of and encumber real property; and

WHEREAS, the District and the State of Colorado (the "State") entered into a Sublease and Option Agreement dated August 30, 2004 (the "2004 Agreement"), pursuant to which the State has an option to purchase a portion of the Building (the "Option"); and

WHEREAS, the State has indicated that it intends to formally exercise the Option; and

WHEREAS, exercise of the Option by the State will necessitate subdividing the Building into two units to be known as Office Unit #1, which contains approximately 65,096 square feet, located on the lower, first, second, and third levels of the Building, and Office Unit #2, which contains approximately 19,550 square feet, located on the second level of the Building, and allocation of parking to each Office Unit and as common parking; and

WHEREAS, such subdivision will require the District to undertake, at a minimum, the following actions: (1) record the small planned community map in substantially the form attached hereto as Exhibit A and; (2) encumber the Building with a declaration of covenants, conditions, restrictions, and easements (the "Declaration") in substantially the form attached hereto as Exhibit B, which will allow the Building to be operated as a small planned community pursuant to the Colorado Common Interest Ownership Act; (3) convey title to Office Unit #2 to the State by deed; (4) convey title to certain general common elements, as further described in the Declaration to the Owner's Association (as hereinafter defined) by deed; (5) file articles of incorporation for a nonprofit corporation that will operate and manage the Building in conjunction with the State (the "Owner's

Association”) in substantially the form attached hereto as Exhibit C; and (6) appoint a representative of the District to the governing board of the Owner’s Association (nos. 1-6 are collectively referred to herein as, the “Transactions”); and

WHEREAS, the Board hereby finds and determines that the Transactions are necessary and appropriate in order to satisfy the District’s obligations under the 2004 Agreement, and satisfying such obligations is in the best interest of the District and its inhabitants and will serve and promote the public health, welfare and safety.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the South Metro Fire Rescue Fire Protection District as follows:

1. Incorporation of Recitals. The Recitals set forth above are incorporated into and shall constitute a part of this Resolution.

2. Authorization to Complete the Transactions. Provided the State exercises the Option in accordance with the Agreement, the Board hereby authorizes and approves the Transactions and any other actions related to subdividing the Building as required under the 2004 Agreement and/or to satisfy the District’s obligations with respect to the Option, as determined by the Fire Chief, and termination of the 2004 Agreement in conjunction with the Transactions.

3. Authority to Sign Documents. The Board hereby authorizes the Fire Chief or, in his absence, any member of the Board, to execute and deliver, in connection with the Transactions, any and all documents necessary to complete, or related to, the Transactions.

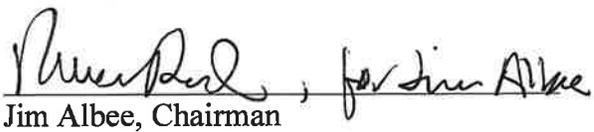
4. Appointment of Owner’s Association Director and Alternate. The Board hereby appoints the Chief Financial Officer of the District to serve as Director of the Owner’s Association on behalf of the District (“Owner’s Association Director”) and the Deputy Chief of Internal Services of the District to serve as the alternate Owner’s Association Director in the absence of the Owner’s Association Director, for the initial term and subsequent terms, until resignation of such Director or replacement of such Director by the Board. The Owner’s Association Director shall have authority to approve the initial Bylaws of the Association, in substantially the form attached hereto as Exhibit D, and undertake all duties expressly or impliedly required of the Director under the Association’s Bylaws, as amended from time to time.

5. Severability. If any part, section, subsection, sentence, clause or phrase of this Resolution is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.

6. Effective Date. This Resolution shall take effect and be enforced immediately upon its approval by the Board.

ADOPTED this 23rd day of June, 2025.

SOUTH METRO FIRE RESCUE FIRE
PROTECTION DISTRICT

By , for Jim Albee
Jim Albee, Chairman

Attest:


Sue Roche, Secretary