

**THE BOARD OF DIRECTORS OF BLACKHAWK
GEOLOGIC HAZARD ABATEMENT DISTRICT**

Adopted this Resolution on 01/08/2013 by the following vote:

AYES:

NOES:

ABSENT:

ABSTAIN:

RESOLUTION NO. 2013/01 (BLACKHAWK GHAD)

SUBJECT: Removal of “Interim” from current title of GHAD Manager and Clerk.

WHEREAS, on March 15, 2011 pursuant to Resolution 2011/01, the GHAD Board of Directors confirmed its appointment of Sands Construction Company Inc. to serve as the Interim GHAD Manager and Clerk; Sands Construction Company began serving as Interim GHAD Manager and Clerk on January 7, 2011 following the resignation of Kleinfelder Inc.

WHEREAS, Sands Construction Company has been efficiently and effectively managing the GHAD since its appointment began on January 7, 2011.

WHEREAS, the GHAD Board desires to remove the term “Interim” from the GHAD Manager and Clerk title.

The Board of Directors of the GHAD HEREBY RESOLVES THAT:

1. The GHAD Board hereby removes “Interim” from the GHAD Manager and Clerk title for Sand Construction Company Inc. and appoints Sands Construction Inc. as the GHAD Manager and Clerk. The term of the GHAD Manager and Clerk shall remain in effect until the time as the consultant contract for Sands Construction Company Inc. to act as GHAD Manager and Clerk is terminated by the GHAD Board.
2. The GHAD Board confirms the consulting contract with Sands Construction Company, Inc. which was approved by Resolution 2011/01 and is attached as Exhibit A. This contract is incorporated herein by reference.
3. The authority for performing all GHAD operations is authorized and delegated to the GHAD Manager and Clerk, including managing and directing, on an everyday basis, the GHAD operations and staff and hiring all persons and entities to undertake operation, maintenance, replacement, repair and other activities of the GHAD, other than the supervision and responsibilities of the GHAD Attorney and GHAD Treasurer who are appointed directly by the GHAD Board. The GHAD Board further authorizes the GHAD Manager and Clerk to award

and execute contracts, for and on behalf of the GHAD, for repair, maintenance, and improvement projects and for professional and support services with consultants, contractors, professionals and/or other service providers as it deems necessary to assist in carrying out the functions of the GHAD.

4. The GHAD Board further authorizes the GHAD Manager and Clerk to appropriate and expend funds as necessary for carrying out the GHAD operations in accordance with the budget approved by the Board. In addition, the GHAD Manager and Clerk is hereby authorized to expend funds necessary for emergency responses in excess of the approved budget. In such event, the GHAD Manager and Clerk shall report back to the GHAD Board as soon thereafter as reasonably practical on the expenditure of funds. The GHAD Manager and Clerk shall work with the GHAD Treasurer in receiving funds from the GHAD account to cover such costs and expenditures.

5. Sands Construction Company Inc. may delegate the powers and duties of the Clerk position to a qualified person, such as GHAD Attorney, as it determines at its sole discretion.

6. The recitals are incorporated herein by this reference.

This Resolution shall become effective immediately upon its passage and adoption.