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# HANDBOOK OF THE LOMA LINDA METROPOLITAN DISTRICT

## ARTICLE 1: GENERAL

1.1 NAME. The name of this quasi-municipal corporation is the Loma Linda Metropolitan District. The name may appear as LLMD on correspondence, publications, and for other purposes, and is referred to in these bylaws as the "LLMD."

1.2 AREA. The area served by the LLMD is all lots, roads and easements shown on the official plats of Loma Linda Subdivision Units 1,2,3,4 and 5 recorded at Reception Nos. 91218, 92491, 96134, 120652 and 124929 in the Clerk and Recorder's Office, Archuleta County, Colorado.

1.3 PURPOSES. The purposes of the LLMD are to provide maintenance of all roadway surfaces, shoulders and drainage structures for roads after the Archuleta County Road and Bridge department certifies the roads. Maintenance will include snow plowing, grading, graveling and other necessary maintenance services. The District will also provide funds for capital improvements for the reconstruction and upgrading of roads as necessary.

The District will provide parks and recreational amenities for its residents by acquiring, constructing and operating such facilities.

*(Entire article adopted 1/14/04)*

## ARTICLE 2: BOARD OF DIRECTORS AND OFFICERS

### 2.1 MEMBERSHIP:

Qualifications: a person must be an "elector", defined as a registered voter of Colorado and either:

1. A resident of the District for not less than 30 days,
2. The owner (or spouse of the owner) of taxable real or personal property situated in the District, or
3. A person obligated to pay taxes under a contract to purchase taxable property.

### 2.2 MANDATORY ACTS OF OFFICE:

#### 1. Oath:

Each Director, within 30 days after election, shall take an oath of faithful performance. The oath must be administered by a qualified official (Board chair or notary public) and filed with the clerk of the district court that issued the District's organizational decree, the county clerk and recorder for the counties in which the District is situated, and the Division of Local Government.

#### 2. Bond:

Along with the oath, each Director must file a faithful performance surety bond of not less than \$1,000, the Treasurer not less than \$5,000. The bond shall be in an amount determined by the Board, and at the expense of the District.

The required Director's bond must be an individual, schedule or blanket surety bond, and must be filed with the clerk of the court and the Division of Local Government.

The required Treasurer's bond must be a corporate fidelity, and must be filed with the clerk of the court and the Division of Local Government.

### 2.3 VACANCIES:

A Director's office shall be deemed vacant upon the occurrence of any one of the following:

1. Failure to meet the qualifications of director;
2. Failure to satisfy the oath and bond requirements;
3. Written resignation;
4. Failure to remain qualified for the office;
5. Conviction of a felony;
6. Removal from office or voidance of election by court (subject to appeal);
7. Failure to attend three consecutive regular Board meetings, unless approval of absence is entered in the minutes, or absence is excused by mental or physical disability or illness.

Any vacancy shall be filled by appointment by the remaining Directors. If the Board fails to fill the vacancy within 60 days, the Board of County Commissioners may make the appointment.

The Director appointed to fill a vacancy shall serve until the next regular election for the remainder of the originally vacated term.

### 2.4 TERM LIMITS:

Directors are limited to two consecutive terms of office, unless the voters of the District change that limitation. Term limits apply only to elected four-year terms, not to interim terms that arise by appointment to fill a vacancy or to elected two-year terms created due to a vacancy.

### 2.5 DUTIES: THE BOARD OF DIRECTORS SHALL PERFORM THE FOLLOWING DUTIES:

1. Manage the affairs of the LLMD.
2. Adopt the annual budget of the LLMD.
3. In addition to the treasurer, determine which board member(s) will also be authorized to sign checks.
4. Authorize expenditures consistent with the adopted budget.
5. Govern the conduct of all regular and special elections of the special district and shall render all interpretations and make all decisions as to controversies or other matters arising in the conduct of the elections.
6. Perform such other functions as necessary to carry out the purposes of the LLMD.
7. When contracting for services, the Board should require Certificates of Insurance in the amount of \$1 million and that the Loma Linda Metropolitan District be added to the insurance policy while the contractor is performing the work.  
*(Adopted November 10, 2004)*
8. A Director has a general, common-law fiduciary obligation to the District. The Director has the duty to exercise the utmost good faith, business sense and astuteness on behalf of the District. A Director is prohibited from taking personal advantage of a situation to benefit him /her or prejudice the District.

9. FILINGS:

Directors are responsible for assuring that mandatory filings are made and actions are taken. The following schedule includes the primary actions:

ACTION	OFFICE	DEADLINE
Name of Chairman of the Board, the contact person, telephone number and business address of the District	Board of County Commissioners, County Assessor, County Treasurer, County Clerk and Recorder, governing body of any municipality in which District is located, Division of Local Government	January 15
Resolution designating date, time and place of meetings and agenda and where the posting places shall be. Also a letter is sent to the county clerk.	County Clerk and Recorder, three public locations within District boundaries (LLHA bulletin board, Pagosa Springs Community Center, and bulletin board outside the County Clerk's office).	January (2nd Wednesday)  First meeting of the Board of Directors of each year
Submit records for an audit to be completed before the March board meeting (Exemption from audit)	For submission to the State Auditor's office before March 31	January
	Clerk of the Court and the Division of Local Government	January
Post Notices of meetings of a quorum of the Board: Regular and special All meetings (includes agenda items)	County Clerk and Recorder, three public locations within District boundaries	Three days prior to meetings. No less than 24 hours. Practice has been to give a week's notice.
Certified copy of adopted budget	Division of Local Government	No later than January 30 (enact Resolution adopting budget by December 15, if certifying mill levy)

Application for audit exemption (If neither the District's revenues or expenditures exceed \$300,000 for the fiscal year, an audit exemption may be sought. For Districts with neither revenues nor expenditures exceeding \$100,000, a person skilled in governmental accounting must prepare an application complying with the State Auditor's regulations.	State Auditor	March 31
Audit report	State Auditor	30 days after report is received, but not later than July 30
Certificate of Election results	Division of Local Government	Within 30 days after election day
Certification of mill levy	Board of County Commissioners (Take to County Assessor where the mill levy will be verified. The County Assessor will file the mill levy, budget, budget message, and resolutions with the County Commissioners. Also give a copy of the budget to the County Treasurer	December 15
Resolution Appropriating Sums of Money	Division of Local Government	Adopt prior to Certification of mill levies December 15

## 2.6 COMPENSATION

### 1. Limitations:

Directors may receive compensation for service not in excess of \$1,600 per annum, payable not to exceed \$100 per meeting attended. (SB12 2005, effective July 1, 2005)  
To be determined by the Board in May of elections years, when new Board takes office.  
*(Amended January 11, 2006)*

### 2. Reimbursement:

Reimbursement of actual expenses for Directors shall not be considered compensation. Actual expenses may include mileage and out-of-pocket expenses incurred in service as Director.

## **ARTICLE 3: OFFICERS AND DUTIES**

### **3.1 OFFICERS:** The officers of the LLMD shall be:

1. President of the LLMD and Chairman of the Board,
2. Vice President,
3. Past President,
4. Secretary, who may be a member of the Board, and
5. Treasurer who is a member of the Board.

The secretary and the treasurer may be one person, but, if such is the case, he/she shall be a member of the Board.

*(Amended and Adopted at the July 9, 2008 Board Meeting, eliminate President-Elect and add Vice President)*

### **3.2 TERM OF OFFICE:**

The term of office for president shall span three (3) years: the first two years as president, the third year as past president.

The term for the vice president shall be two (2) years.

The terms of office for Secretary and Treasurer shall be as long as the person is willing to serve.

### **3.3 DUTIES.**

#### **3.3.1. President:**

1. Assume overall responsibility for coordinating road maintenance including snow removal and park and recreation facilities.
2. Preside at all official meetings.
3. Act as spokesperson for the LLMD.

*(Adopted at the May 2, 2005 Board Meeting)*

#### **3.3.2. Vice President:**

1. In the event of the absence or incapacity of the President, or if the President resigns or is otherwise unable to complete the term of office, the Vice President shall assume the ultimate authority of the president.

*(Amended and Adopted at the July 9, 2008 Board Meeting)*

2. Carry out any other duties and authorities assigned by the President.

*(Amended at the July 9, 2008 Board Meeting)*

#### **3.3.3. Past President:**

1. In the event of the absence or incapacity of the Vice President, or if the Vice President resigns or is otherwise unable to complete the term of office, the Past President shall assume the ultimate authority of the Vice President.

*(Amended and Adopted at the July 9, 2008 Board Meeting)*

2. Carry out any other duties and authorities assigned by the President.

*(Amended at the July 9, 2008 Board Meeting)*

#### 3.3.4. Secretary:

1. Assure that Board of Director members are notified of meetings.
2. Prepare the meeting agenda and post a meeting notice and the agenda on the bulletin board by the mailboxes no less than 24 hours before the meeting. Three days notice is required by law. Practice has been a week's notice.
3. Also provide yearly notice in May of meetings to the *Pagosa Springs Sun*. Meeting notices appear in the TV section of the paper. *(Amended and Corrected January 11, 2006)*
4. Prepare and maintain minutes (paper and electronic) of all meetings.
5. Maintain a current list of all Board of Directors members, including their term of office and telephone numbers).
6. Update and maintain Bylaws.
7. Handle all LLMD correspondence.
8. Perform election-related duties if so named by the Board. In January of even-numbered years, the Division of Local Government will send an election manual.  
*(Adopted July 14, 2004)*

#### 3.4.5. Treasurer:

1. Receive, manage and disburse LLMD funds in accordance with the adopted budget.
2. For any checks that total more than \$500, two signatures will be required on the check.
3. Prepare a proposed budget for the September board meeting. At the September meeting, the Board will accept a proposed budget for a public hearing and adoption by the Board of Directors at the November board meeting. The budget must be submitted to the Archuleta County Commissioners before the December 15 deadline. If possible, submit the budget as soon as the recertification of assessment is received in November or December. *(Amended at the November 12, 2003 meeting)*.
4. Prepare a rolling financial report that reflects year to date activity including all revenues and expenditures for each meeting.
5. Maintain financial records and accounts, which shall be open for inspection at all times, with notice, by LLMD residents and which shall be subject to audit.
6. File with the clerk of the court a corporate fidelity bond in an amount determined by the Board of Directors, Loma Linda Metropolitan District of not less than five thousand dollars, \$5,000, conditioned on the faithful performance of the duties of his office.
7. Submit records for an audit in January of each year.  
*(Entire Section adopted at the September 10, 2003 meeting)*.

### **ARTICLE 4: MEETINGS**

4.1 Meetings and Quorums: There shall be, in each year, at least six (6) meetings of the Board of Directors. A majority (three (3)) of the members of the Board of Directors shall constitute a quorum for the transaction of business.

4.2 Special meetings: May be held as often as the needs of the special district require, upon notice to each director. At least three days prior to the special meeting a notice containing the date, time, place and purpose of the meeting shall be posted on the bulletin board by the mailboxes, at the Archuleta County Clerk's Office, the Pagosa Community Center, and the Pagosa Springs Post Office. *(Amended January 2008)*

## ARTICLE 5: ANNUAL PLAN AND BUDGET

### 5.1 ANNUAL PLAN.

1. In even-numbered years, the Board shall prepare for the May election of board members and any other election items. A resolution designating an election officer shall be passed.
2. At the March meeting, the Board shall **(a)** approve the audit and *(Added January 11, 2006* **(b)** determine what road repairs and improvements will be performed. An amount of money to contract for these services shall be authorized by the Board. The President shall be authorized to contract for the roadwork. The roadwork should be completed before the magnesium chloride is applied. The roadwork is done early in the year while there is still moisture in the road. The magnesium chloride will help the road maintain moisture and hold down the dust. *(Added January 11, 2006*
3. At the May meeting, the Board (in election years) shall discuss compensation.*(Added January 11, 2006)*
4. At the July meeting, the Board shall designate or appoint a budget officer. *(Added July 9, 2008)*
5. At the September meeting, the Board shall discuss and prepare a budget for the upcoming year.
6. Prior to the November meeting, a notice of budget hearing shall be posted. *(Extracted from item 7 and placed as item 6 , July 9, 2008)*
7. At the November meeting, the Board shall adopt a budget, budget message, and resolutions for the mill levy, budget, and appropriation. Following the adoption of the budget and other items, the mill levy and budget will be submitted to the county commissioners, county treasurer, and the Division of Local Government.

*(This section amended July 9, 2008)*

5.2 ANNUAL BUDGET. By no later than October 15, the budget officer shall develop and recommend to the Board of Directors an annual budget. The Board shall adopt either the budget or an amended budget. The budget year shall be the fiscal year beginning in January. For details on budget preparation and deadlines, see the *Local Government Financial Manual*, issued by the Colorado Division of Local Government.



## **ARTICLE 6: ELECTIONS**

### 6.1 Regular Elections

1. Date: Special districts must hold regular elections on the first Tuesday after the first Monday in May in even-numbered years.
2. Purpose: Electing Directors to the Board and for the submission of other ballot issues or questions.
3. Designated Election Official: shall be appointed by a resolution by the Board at the January meeting. This official shall conduct regular elections and assist in the conduct of coordinated elections. In January of every even-numbered year, the District will receive a Special District Election Code from the Colorado Department of Local Affairs, Division of Local Government. Use it for conducting the elections.