

**RESOLUTION OF THE BOARD OF DIRECTORS OF
CHATFIELD WATERSHED AUTHORITY**

A RESOLUTION ADOPTING A CONFLICT OF INTEREST POLICY

WHEREAS, the Chatfield Watershed Authority (the “Authority”) was established pursuant to Regulation No. 73 (5 CCR 1002-73) of the Water Quality Control Commission of the Colorado Department of Public Health and Environment; and

WHEREAS, pursuant to Regulation No. 73 and that certain Agreement for Continuation of Chatfield Watershed Authority dated as of July 28, 1998, the Authority provides for the coordination of a regional approach to water quality issues in and affecting the Chatfield Watershed; and

WHEREAS, the Board of Directors of the Authority (the “Board”) is comprised of membership entities, which represent local governments, title 32 special districts, corporations, industry, and other entities within the Chatfield Watershed; and

WHEREAS, in carrying out such official duties, the Board recognizes an obligation to the citizens of the State of Colorado who live within the Chatfield Watershed to act consistently with state law; and

WHEREAS, the state Code of Ethics, section 24-18-101 *et seq.*, C.R.S. provides rules for the management and handling of potential conflicts of interests for local government officials and employees, whose office or employment is a public trust, created by the confidence which the electorate reposes in the integrity of public officers, local government officials, and employees; and

WHEREAS, the Board desires to adopt a conflict of interest policy consistent with state law applicable to local government officials.

NOW, THEREFORE, THE BOARD OF DIRECTORS OF CHATFIELD WATERSHED AUTHORITY HEREBY ADOPTS THE FOLLOWING CONFLICT OF INTEREST POLICY:

1. Definition of potential conflict of interest. A “potential conflict of interest” shall exist where a member of the Board of the Authority (a “Member”) is a director, president, general manager, or similar executive officer or owns or controls, directly or indirectly, a substantial financial interest in any nongovernmental entity participating in a transaction with the Authority or stands to benefit personally, directly or indirectly, from the transaction.

2. Conflict of interest disclosure requirements. A Member who has a potential conflict of interest in any matter proposed or pending before the Board shall disclose such interest to the Board, shall not vote thereon, and shall refrain from attempting to influence the decisions of the other members of the governing body in voting on the matter.

a. Notwithstanding the provisions of Paragraph 2, a Member may vote if (i) the Member’s participation is necessary to obtain a quorum or otherwise enable the body to act;

and (ii) prior to voting on the matter, the Member discloses in writing to the secretary of state the amount of his or her financial interest, if any, the purpose and duration of his or her services rendered, if any, the compensation received for the services, or such other information as is necessary to describe the interest; and (iii) the Member states for the record the fact and summary nature of the interest disclosed at the time of voting.

3. Interests in contracts. The Authority shall not enter into any contract with any Member or in which any Member has a potential conflict of interest, unless one or more of the following applies:

a. The financial, personal, or private interest is the status of holding a minority interest in a corporation;

b. The contract is awarded to the lowest responsible bidder based on competitive bidding procedures;

c. The merchandise is sold to the highest bidder at a public auction;

d. The contract involves investments or deposits in financial institutions which are in the business of loaning or receiving moneys;

e. If, because of geographic restrictions, the Authority could not otherwise reasonably afford itself of the subject of the contract. The Authority could not otherwise reasonably afford itself of the subject of the contract if the additional cost to the Authority is greater than ten percent of a contract with an interested Member or if the contract is for services that must be performed within a limited time period and no other contractor can provide those services within that time period; or

f. A Member has (i) disclosed a personal interest in the contract and has not voted thereon or (ii) a Member has voted thereon in accordance with the procedures set forth in Paragraph 2(a) and further discloses such interest to the Board.

4. Interest in sales or purchases. No Member shall be (i) a purchaser at any sale made by the Board or the Member in his or her official capacity or (ii) a vendor at any purchase made by the Board or the Member in his or her official capacity.

5. Compensation for services rendered. Nothing herein shall prohibit the Board from compensating certain officers of the Board for services rendered in the course of their official Board duties as provided by law and the Bylaws of the Authority.

6. Amendments to Conflict of Interest Policy. The Board may further amend this Conflict of Interest Policy from time to time as the Board deems necessary.

7. Effective Date. This Resolution shall take effect on the date and at the time of its adoption.

(Signatures Begin on Next Page.)

ADOPTED AND APPROVED THIS 19th DAY OF NOVEMBER, 2014.

CHATFIELD WATERSHED AUTHORITY

By: _____
Its: _____

ATTEST:

By: _____