

CERTIFICATE OF AUTHENTICITY

STATE OF COLORADO)
)
TOWN OF WINDSOR) SS:
)
COUNTY OF WELD)
COUNTY OF LARIMER)

I, Catherine M. Kennedy, Town Clerk, for said Town of Windsor, in the County of Weld, and County of Larimer in the State aforesaid, do hereby certify that the attached is a true and correct copy of:

Ordinance No. 2005-1219 - Ordinance of the Town Board of the Town of Windsor, Colorado, Approving the Consolidated Service Plan for Windshire Park Metropolitan District Nos. 1 and 2 and Authorizing the Execution of an Intergovernmental Agreement Between the Town and the Districts.

This Ordinance was introduced, read, and ordered published by the Town Board of the Town of Windsor, Colorado, upon a motion duly made, seconded and passed on first reading at its meeting held on the 13th day of June, 2005.

The Ordinance was finally adopted, passed, approved and ordered published by title with any amendments by the Town Board of the Town of Windsor, Colorado, upon a motion duly made, seconded and passed on second reading at its meeting held on the 11th day of July, 2005, by a vote of 6 in favor and 0 against.

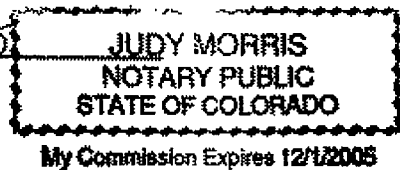
In witness whereof, I have hereunto set my hand and the seal of the Town of Windsor, this 11th day of July, 2005.



Cathy M. Kennedy
Catherine M. Kennedy
Town Clerk
Town of Windsor

Signed by Cathy Kennedy before me this 22nd day of July, 2005

Notary Public: Judy Morris
My Commission Expires: 12/1/2005



TOWN OF WINDSOR, COLORADO

ORDINANCE NO. 2005-1219

BEING AN ORDINANCE OF THE TOWN BOARD OF THE TOWN OF WINDSOR, COLORADO, APPROVING THE CONSOLIDATED SERVICE PLAN FOR WINDSHIRE PARK METROPOLITAN DISTRICT NOS. 1 AND 2 AND AUTHORIZING THE EXECUTION OF AN INTERGOVERNMENTAL AGREEMENT BETWEEN THE TOWN AND THE DISTRICTS

WHEREAS, the Town of Windsor, Colorado (the "Town"), is a home rule municipality duly organized and existing under Article XX of the Colorado Constitution; and

WHEREAS, the members of the Windsor Town Board (the "Town Board") have been duly elected, chosen and qualified; and

WHEREAS, pursuant to the provisions of the "Special District Control Act", Part 2 of Article 1, Title 32, C.R.S., the representatives of the Windshire Park Metropolitan Districts No. 1 and No. 2 (the "Districts") submitted to the Town Board a Service Plan dated May 2005 ("Service Plan") which outlines the terms and conditions under which the Districts will be authorized to exist; and

WHEREAS, pursuant to Sections 32-1-203 and 204.5, C.R.S., as amended, the Consolidated Service Plan (the "Service Plan") for the Districts has been reviewed and recommended for approval by the Town Attorney and Town Planning Department, and has now been submitted to the Town Board for the Town of Windsor, Weld County, Colorado (the "Town Board") for its final approval; and

WHEREAS, pursuant to Article XV of the Town of Windsor Home Rule Charter (the "Town Charter"), the Town Board has full authority to create by ordinance special districts within the Town; and

WHEREAS, pursuant to the provisions of Title 32, Article 1, C.R.S., as amended, and Article IV of the Town Charter, the Town Board introduced and approved this ordinance on the Service Plan (the "Ordinance") at the first reading at the meeting of the Town Board held on June 13, 2005 at 7:00 p.m. and at the second reading at the meeting of the Town Board held on July 11, 2005 at 7:00 p.m.; and

WHEREAS, notice of the date, time and location and purpose of the Ordinance was duly posted by the Town as required by the Town Charter, and forwarded to the petitioners as well as the Division of Local Government as required by law; and

WHEREAS, prior to taking final action on this Ordinance, the Town Board did on June 13, 2005, permit public comments on the ordinance, and held a vote to adopt this Ordinance and take such other action as it deems appropriate; and

WHEREAS, the proposed Districts lie wholly within the corporate limits of the Town; and

WHEREAS, Sections 32-1-204.5(1), 32-1-205(1) and 32-1-301(3), C.R.S. require that any petition to the District Court for the creation of a special district, pursuant to the Act, which is confined exclusively within the boundaries of any municipality, shall be approved by the governing body of the municipality, which approval will be based upon the presentation of a Service Plan defining the powers and authorities of the proposed Districts; and

WHEREAS, the Town Board has considered the Service Plan, and all other testimony and evidence presented at the first and second reading of this Ordinance; and

WHEREAS, Town Board's approval of the Consolidated Service Plan is subject to and based upon those conditions and limitations contained in the Consolidated Service Plan and attached to this Ordinance, if any.

WHEREAS, the Town Board further finds that it is in the best interests of the citizens of Windsor to enter into an Intergovernmental Agreement with the Districts at the time of their formation for the purpose of assigning the relative rights and responsibilities between the Town and the Districts with respect to certain functions, operations, and obligations of the Districts.

NOW, THEREFORE, BE IT ORDAINED BY THE TOWN BOARD OF THE TOWN OF WINDSOR, COLORADO:

Section 1. The Town Board hereby determines that all of the jurisdictional and other requirements of Section 32-1-202(2) and 32-1-204.5(1), C.R.S., and the Town Charter have been fulfilled, including those relating to the filing and form of the Service Plan and that notice and/or posting of the public meetings on this Ordinance was given in the time and manner required by law and the Town Charter.

Section 2. The Town Board further determines that all pertinent facts, matters and issues were submitted at the first and second reading of this Ordinance; that all interested parties were heard or had the opportunity to be heard; and, that evidence satisfactory to the Town Board of each of the following was presented:

- a. There is sufficient existing and projected need for organized service in the area to be served by the proposed Districts;
- b. The existing service in the area to be served by the proposed Districts is not adequate for present and projected needs;
- c. The proposed Districts are capable of providing economical and sufficient services to the area they intend upon serving;

- d. The area to be included within the proposed Districts has, or will have the financial ability to discharge the proposed indebtedness on a reasonable basis;
- e. The facility and service standards of the proposed Districts are compatible with the facility and service standards of the Town;
- f. The proposal is in substantial compliance with the comprehensive master plan (Windshire Park Development Plan) and the Addendum thereto designating the enhancements to the standard public infrastructure to be constructed by the Districts as approved by the Town;
- g. The proposal is in compliance with any duly adopted long-range water quality management for the area;
- h. The creation of the proposed Districts will be in the best interests of the area to be served;
- i. The development proposed for the area to be included within the proposed Districts will enhance the quality of the entire community.

Section 3. The Town Board hereby grants and approves by this Ordinance the Consolidated Service Plan. The services and facilities to be provided by the Districts and the powers provided by the Districts shall be subject to the limitations expressed in the Service Plan. Any material departure by the proposed Districts from the provisions of the Service Plan must be approved by resolution or ordinance of the Town Board as applicable.

Section 4. The officers of the Town are authorized and directed to take all action necessary or appropriate to effectuate the provisions of this Ordinance.

Section 5. This Ordinance shall take effect ten (10) days after publication following final adoption.

Section 6. The Mayor and the Town Clerk are hereby authorized to execute, on behalf of the Town of Windsor, the Intergovernmental Agreement between the Town of Windsor, Colorado, and the Windshire Park Metropolitan Districts No. 1 (the "Town IGA") in substantially the form presented with this Ordinance, with such technical additions, deletions, and variations as the Town Attorney may deem necessary or appropriate and not inconsistent with this Ordinance.

Section 7. The performance of the Town IGA by the Town shall be contingent upon the formation of and the issuance of debt by the proposed Districts for the purpose of securing sufficient funds for their obligations under the Town IGA.

Section 8. The proposed Districts shall not be authorized to incur any indebtedness until such time as the Districts have approved and executed the Town IGA.

Section 9. The proposed Districts may not be allowed to issue debt or levy taxes until such time as the Town approves the Addendum to the Windshire Park Development Plan.

Section 10. Repealer. All acts, orders, resolutions, or parts thereof, of the Town that are inconsistent or in conflict with this Ordinance, are hereby repealed to the extent only of such inconsistency or conflict.

Section 11. Severability. Should any part or provision of this Ordinance be adjudged unenforceable or invalid, such judgment shall not affect, impair, or invalidate the remaining provisions of this Ordinance, it being the intention that the various provisions hereof are severable.

Section 12. The Town Clerk is hereby directed to advise the representatives of the Districts in writing of this action and to attach a certified copy of this Ordinance for the purpose of filing the same with the District Court of Weld County.

Section 13. Any reconsideration of this Ordinance is hereby waived.

INTRODUCED, READ, AND ORDERED PUBLISHED BY THE TOWN BOARD OF THE TOWN OF WINDSOR, COLORADO, UPON A MOTION DULY MADE, SECONDED AND PASSED AT ITS MEETING HELD ON THE 13th DAY OF JUNE, 2005.

TOWN BOARD
TOWN OF WINDSOR

By: *Colin M. White*
TOWN OF WINDSOR, Mayor

I hereby certify that the above Ordinance was introduced to the Town Board of the Town of Windsor at its meeting of June 13, 2005, and posted or published in accordance with the Town Charter on June 17, 2005.

ATTEST:

By: *Cathy M. Kennedy*
WINDSOR, Town Clerk



FINALLY ADOPTED, PASSED, APPROVED AND ORDERED PUBLISHED BY TITLE AND WITH ANY AMENDMENTS, BY THE TOWN BOARD OF THE TOWN OF WINDSOR, COLORADO, UPON A MOTION DULY MADE, SECONDED AND PASSED AT ITS MEETING HELD ON THE 11th DAY OF JULY, 2005, BY A VOTE OF 6 IN FAVOR AND 0 AGAINST.

TOWN BOARD
TOWN OF WINDSOR

By: *Donald A. Brown*
TOWN OF WINDSOR, Mayor

APPROVED AS TO FORM:

[Signature]
Town Attorney

[Signature]
Town Manager

I hereby certify that the above Ordinance was finally adopted by the Town Board of the Town of Windsor at its meeting of the 11th of July, 2005, and published by title only, with amendments if any, one time by the ~~Windsor Tribune~~ newspaper on July 22, 2005. Windsor Tribune

ATTEST:

By: *Cathy M. Kennedy*
WINDSOR, Town Clerk



Conditions of Approval

1. The Consolidated Service Plan for the Windshire Park Metropolitan District Nos. 1 & 2 provides that the standard public facilities and infrastructure for the Project shall be provided by the Developer pursuant to the Windshire Park Subdivision Development Agreement dated May 9, 2005 (the "Development Agreement") and the public improvement enhancements (the "Enhancements") will be constructed, dedicated, operated and maintained in accordance with the terms of this Consolidated Service Plan.
2. An Addendum to the Development Agreement shall be executed in conjunction with and as a precondition to the formation of these Districts.
3. The public improvement Enhancements for the Windshire Park area outlined in the Service Plan shall be either dedicated to the Town of Windsor, Colorado, pursuant to Intergovernmental Agreements, retained by the Service District for the use and benefit of the Districts' inhabitants and taxpayers, or dedicated to another public entity pursuant to approved Intergovernmental Agreements for ownership, operations and maintenance.