

If members of the public wish to attend the meeting digitally the link is below in yellow. The meeting will go on in person regardless of technical difficulties with Zoom

**WINTER PARK
URBAN RENEWAL AUTHORITY**

Winter Park Town Hall – 50 Vasquez Road
Tuesday, February 18, 2025 – 3:00 p.m.



AGENDA

1. Meeting Call To Order
 - a. Roll Call of Urban Renewal Authority Board Commissioners

2. Consent Agenda
 - a. Approval of January 21, 2025, Meeting Minutes

3. Action Items
 - a. Appointment of Board Vice-Chair and Treasurer
 - b. Resolution 4, A Resolution of the Board of Commissioners of the Winter Park Urban Renewal Authority Adopting Rules of Procedure
 - c. Resolution 5, A Resolution of the Board of Commissioners of the Winter Park Urban Renewal Authority Adopting a Public Comment Policy
 - d. Resolution 6, A Resolution of the Board of Commissioners of the Winter Park Urban Renewal Authority Adopting a Remote Participation Policy
 - e. Resolution 7, A Resolution of the Board of Commissioners of the Winter Park Urban Renewal Authority Adopting a Purchasing Policy
 - f. Resolution 8, A Resolution of the Board of Commissioners of the Winter Park Urban Renewal Regarding the Selection of a Bank for Deposit of All Authority Funds
 - g. Resolution 9, A Resolution of the Board of Commissioners of the Winter Park Urban Renewal Authority Adopting a Budget and Appropriating Sums of Money
 - h. Resolution 10, A Resolution of the Board of Commissioners of the Winter Park Urban Renewal Authority Approving an Intergovernmental Agreement for Initial Loan and Shared Administration Services with the Town of Winter Park

4. Discussion
 - a. Updates and Next Steps



5. Adjournment

You are invited to a Zoom webinar.

When: February 18, 2025, 03:00 PM Mountain Time (US and Canada)

Topic: Winter Park Urban Renewal Authority Meeting

Register in advance for this webinar:

https://us02web.zoom.us/webinar/register/WN_MkGdiUuFSmq2_y7AtrDevA

WINTER PARK URBAN RENEWAL AUTHORITY MINUTES

DATE: Tuesday, January 21, 2025

MEETING: Winter Park Town Council

PLACE: Town Hall Council Chambers

PRESENT: Chair Nick Kutrumbos, Board Members, Jennifer Hughes, Riley McDonough, Art Ferrari, Rebecca Kaufman, Jeremy Henn, Michael Periolat, Chris Raines, Jack DiCola, Scott Ledin, and Ed Raegner, and Executive Director and Board Secretary Keith Riesberg

OTHERS
PRESENT: Town Attorney Hilary Graham, Assistant Town Manager Alisha Janes, Town Clerk Danielle Jardee, Community Development Director James Shockey, Finance Director Craig Rutherford, Transit Manager Charles McCarthy, and Senior Planner Brian Kelly

Chair Nick Kutrumbos called the meeting to order at 3:05 p.m.

Chair Nick Kutrumbos roll called Board members.

2. Action Items

2.a. Resolution 1, A Resolution Approving Urban Renewal Authority Regular Meeting Times for 2025

Executive Director and Board Secretary Keith Riesberg stated this is the Board's inaugural meeting which gives you the opportunity to set the meeting days and times for the year. Mr. Riesberg stated we did prepare a resolution to set the meeting for the third Tuesday of each month at 3:00 p.m. if that works for everyone. Board discussed the day and time and what works for their schedules. Town Attorney Hilary Graham stated the quorum for this Board is six members, in case people have to miss. Board asked about participation via a hybrid option. Ms. Graham stated we haven't adopted a remote meeting policy yet, that is on the to-do list. Chair Nick Kutrumbos stated maybe a timeline for upcoming meetings to give Board members an idea of what is ahead would be helpful. Mr. Riesberg stated budget and next steps are ahead in this meeting, February will be more procedural, in March we anticipate looking at Winter Park Resort's redevelopment plan for their base village, they are looking at the potential of using Urban Renewal and TIF (Tax Increment Financing) to finance the public infrastructure of that plan. Mr. Riesberg stated there is likely to be one Urban Renewal Plan and it may encompass Cooper Creek Village, one of the public improvements that we are pushing for to be financed or considered through URA and TIF are the public connections (Gondola) between Downtown and base of Resort. Mr. Riesberg stated in summary, February will be more administratively focused, and in March we may be able to start having earnest dialogues around proposals that are coming forward. Mr. Riesberg stated he will be the Secretary of the URA Board with assistance from Town Staff, Town Clerk Danielle Jardee, and Finance Director Craig Rutherford, and the Board

can reach out to him if they need anything. Board member Rebecca Kaufman asked about the budget, currently there are zero funds for the Urban Renewal Authority, correct? Mr. Riesberg stated this topic will be talked about a little later, Town of Winter Park did allocate \$50,000 dollars for the URA when they adopted the 2025 fiscal year budget. Mr. Riesberg stated it will be transferred from Town's budget to the URA budget and it is anticipated that it is a fronting of funds that are to be repaid by the URA. Ms. Graham stated that loan agreement would come before you in your capacity as URA and in your capacity as Town Council.

Board Member Art Ferrari moved and Board Member Rebecca Kaufman seconded the motion approving Resolution 1, A Resolution Approving Urban Renewal Authority Regular Meeting Times for 2025. Motion carried: 11-0.

2.b. Resolution 2, A Resolution Establishing Public Places for the Posting of Meeting Notices as Required by the Colorado Open Meetings Law

Town Attorney Hilary Graham stated this is the same resolution the Town Council passed except changes for the URA, it reflects use of wpgov.com website as a preferred spot to post agendas in accordance with the Colorado Open Meetings Law and then a backup physical location in case of technical difficulties.

Board Member Art Ferrari moved and Board Member Jennifer Hughes seconded the motion Resolution 2, A Resolution Establishing Public Places for the Posting of Meeting Notices as Required by the Colorado Open Meetings Law. Motion carried: 11-0.

2.c. Resolution 3, A Resolution Adopting Bylaws for the Winter Park Urban Renewal Authority

Town Attorney Hilary Graham stated she will walk through the foundational elements with everyone, the bylaws regulate a lot of things that she will highlight and will also establish base line vocabulary. Ms. Graham stated URA (Urban Renewal Authority) is you, the work happens through Urban Renewal Plans. Ms. Graham stated that currently there is no approved plan, when implementing a plan, you are doing the work of the authority. Ms. Graham stated Keith Riesberg is designated as the Executive Director and the Board Secretary, which leaves three officer positions that need to be voted on. Ms. Graham stated the ordinance creating the URA specifies the Mayor as the Chair, so that leaves two elected officer positions that will be put on the February agenda for selection of Vice Chair and Treasurer. Ms. Graham stated the bylaws do authorize you to hire personnel but don't see that happening in the near future. Ms. Graham covered regular meeting times, special meetings, quorum, voting, and absences. Ms. Graham stated Council is home rule and follows a charter but a URA is a statutory creature so tethered to the Urban Renewal Law. Ms. Graham stated other items for February will be rules of procedure, and a remote meeting policy. Ms. Graham stated the URA are entitled to executive sessions, they require 2/3rds approval (super majority) to do so, roll call vote needed for that. Ms. Graham stated a simple purchasing policy for February will be prepared, and the URA can adopt other policies as needed. Ms. Graham stated the URA is required to set up a bank account, the authority would approve creation of the account by resolution. Ms. Graham stated open records and open meetings law both apply to the URA. Ms. Graham stated the budget will need to be adopted, because the URA is subject to local government budget law a public hearing is required. Ms. Graham stated at time of budget approval the loan agreement memorializing the transfer of funds from Town to URA will also go before the authority for approval and have conditions about when the URA needs to start paying back the funds to the Town. Ms. Graham asked the Board about parameters of a remote meeting policy. Board discussed remote meetings and public participation and decided how Council has it set up will work for the URA as well.

Board Member Rebecca Kaufman moved Board Member Riley McDonough seconded the motion approving Resolution 3, A Resolution Adopting Bylaws for the Winter Park Urban Renewal Authority. Motion carried: 11-0.

3. Discussion

3.a. Other Policies to Consider for Adoption

Town Attorney Hilary Graham stated we covered that above.

3.b. URA Plans and TIF (Tax Increment Financing) Sharing Negotiations

Town Manager Keith Riesberg stated as I noted before we are anticipating at least one urban renewal plan to be filed in the near future. Mr. Riesberg stated originally it was looking to only deal with public improvements associated with Winter Park Resort's master development plan, in subsequent conversations with the Town of Winter Park they are now starting to reevaluate the filing of that plan, particularly the scope of it. Mr. Riesberg stated if we are going to look at financing public infrastructure, one of the key pieces is addressing the connections from downtown Winter Park to Winter Park Resort. Mr. Riesberg stated Alterra are looking to broaden the plan to include the development associated with both ends of the gondola, so the plan would encompass base development and Cooper Creek Village development. Mr. Riesberg stated we are still in conversations with Alterra's counsel, we anticipate it will be one urban renewal plan the covers both ends but may have one or two TIF (Tax Increment Financing) districts. Mr. Riesberg stated we anticipate those conversations getting nailed down in the next few weeks. Mr. Riesberg stated Alterra is pushing this forward but at the end of the day there are certain things that the Town feels need to be accomplished. Mr. Riesberg stated we assume the URA will feel the same way in consideration for this there are things that we, as the community, need to have built into this. Chair Nick Kutrumbos asked about executive sessions on these discussions moving forward. Town Attorney Hilary Graham stated it depends, the urban renewal plan itself is approved by Town Council, but before that approval happens the URA negotiates with all the taxing entities about TIF, those negotiations will go first, by time plan is approved it won't be executive session material. Ms. Graham stated executive sessions may possibly happen during the IGA (Intergovernmental Agreement). Ms. Graham stated once the urban renewal plan is proposed it then starts the clock for negotiations with the taxing entities for an IGA, if taxing entities don't agree then mediation happens and then the Town can decide. Board Member Chris Raines asked what Town Council input has been given to Alterra. Mr. Riesberg stated the broad level inputs are addressing road issues, parks and public spaces, engaging and embracing the Fraser River, trail connectivity, parking, gondola, and the ski back trail. Mr. Riesberg stated those are the high level five categories of infrastructure we want to address. Ms. Graham stated the IGA negotiations are about how much of the increment from the new development the taxing entity keeps vs. how much the URA gets to spend, that is the crux of the negotiation. Board discussed logistics of negotiations and what that looks like. Mr. Riesberg summarized, we anticipate an urban renewal plan will be filed or submitted, here is the proposed development we want to bring forward, this is the public infrastructure that is required to support that development, the development is anticipated to generate X revenues but for the use of TIF dollars to address some of the public infrastructure or the development won't move forward. Mr. Riesberg stated we need the sharing of revenues from the underlying districts and at that point it would make sense to have an executive session to have the URA board give the Executive Director guidance on how to negotiate the agreements with the underlying districts. Ms. Graham stated that happens prior to urban renewal plan approval. Ms. Graham stated the urban renewal plan is approved as negotiated with the IGAs in place with the taxing entities and that happens all at once. Board discussed financial consultants, possible situations and the corresponding financial modeling, and the questions that should be asked when negotiations happen.

3.c. Budget and Next Steps

Board discussed earlier in the meeting.

Chair Nick Kutumbos stated to the Board that the Town is anticipating seeing a lot more information in the next six months (Alterra timeline), and we want to take as much time as we need to make sure this plan and development is what makes the most sense for the community.

There being no further business to discuss, upon a motion regularly adopted, the meeting was adjourned at 3:57 p.m.

The next scheduled meeting of the Town Council will be Tuesday, February 18, 2025, at 3:00 p.m.

Danielle Jardee, Town Clerk

WINTER PARK URBAN RENEWAL AUTHORITY

RESOLUTION NO. 4
SERIES OF 2025

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE WINTER
PARK URBAN RENEWAL AUTHORITY ADOPTING RULES OF
PROCEDURE

WHEREAS, the Bylaws of the Winter Park Urban Renewal Authority, at Section 6 of Article IV, provide that the meetings of the Authority shall be conducted according to the Authority's adopted rules of procedure; and

WHEREAS, the Authority desires to adopt rules of procedure consistent with those of the Winter Park Town Council.

NOW, THEREFORE, BE IT RESOLVED by the Winter Park Urban Renewal Authority as follows:

Section 1. The Authority hereby adopts as its rules of procedure the meeting rules of order set forth in the Town of Winter Park Council Handbook, as amended, and, as needed, the current edition of *Robert's Rules of Order Newly Revised*.

PASSED, ADOPTED AND APPROVED this __ day of _____, 2025.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

TOWN OF WINTER PARK

COUNCIL HANDBOOK



ADOPTED: JULY 2009
REVISED: MAY 2012
REVISED: SEPTEMBER 2020

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TOWN OF WINTER PARK MISSION STATEMENT

Winter Park is a welcoming year-round community that values sustainable growth while preserving our heritage, adventurous soul, and alpine environment.

FOUR VISIONS

1. Our Character and Our Culture

One Winter Park: a town with diverse cultures, economic opportunities, and architectural styles that fosters a strong, unified, and forward-thinking community.

2. Our Global and Local Connectivity

Winter Park is a community linked with majestic physical attributes, connected with state-of-the-art technology, integrated with safe walkable places and diverse transportation linkages, and characterized by seamless connectivity to both the natural and technological environment.

3. Our World-Class Outdoor Recreation

A recreation-based community anchored by a national ski and mountain bike resort, that provides a wide range of unsurpassed outdoor activities for everyday enthusiasts to live, work, and play.

4. Our Healthy and Thriving Environment

An outdoor community physically linked to a healthy and thriving natural and human environment.

TOWN COUNCIL

Town Charter, Article III

Section 3.1 – The Council

The legislative affairs of the Town shall be vested in a Council consisting of seven members, all of whom shall be nominated and elected at large from the Town.

Section 3.2 – Terms of Office

The terms of office for Councilmembers shall be four years and two years: the three candidates receiving the highest number of votes shall be elected for four-year terms and the candidate receiving the fourth highest number of votes shall be elected for a two-year term. If a vacancy exists, those candidates receiving the fifth, sixth and seventh highest number of votes, depending upon the number of vacancies to be filled, shall be elected for two-year terms.

Section 3.3 – The Mayor

The Mayor shall be elected from within the Council by a majority vote at its first organizational meeting to be held within fourteen days from the election and shall serve a two-year term.

The Mayor shall preside at meetings of the Council and shall exercise such powers and perform such other duties as are or may be conferred and imposed upon the Mayor by Town Charter or by ordinance or other applicable law. The Mayor shall have all the powers, rights, and privileges of a Councilmember including the right to vote; however, the Mayor's vote shall be registered after all other votes are cast. The Mayor shall be recognized as the head of the Town government for all ceremonial and legal purposes and shall execute and authenticate legal instruments requiring a signature by such official. In the event of a vacancy in the office of Mayor, the Council shall choose a successor.

Section 3.4 – The Mayor Pro-Tem

The Mayor Pro-Tem shall be elected by a majority vote of the Council at the first organizational meeting to be held within fourteen days from the election and shall serve a two-year term. In the absence or disability of the Mayor, the Mayor Pro-Tem shall perform all duties and have all powers of the Mayor. In the event of a vacancy in the office of Mayor Pro-Tem, the Council shall choose a successor.

Section 3.5 – Powers of the Council

The Council shall be the legislative and governing body of the Town and shall exercise, except as otherwise provided in the Town Charter, all powers conferred upon or possessed by the Town and shall adopt such laws, ordinances and resolutions as it shall deem proper.

Section 3.6 – Qualifications

Each Councilmember when nominated and elected shall be a citizen of the United States; a qualified elector of the Town of Winter Park; and shall have resided in the Town or any territory thereafter annexed for one year immediately preceding such election.

Section 3.7 – Conflict of Interest

No member of the Council during their term of office shall be a compensated employee of the Town nor shall they have any material or significant financial interest direct or indirect or any apparent conflict of interest with the Town. In the event that a Councilmember or member of their family has or could potentially be construed as having such interest, said Councilmember shall declare such interest. If any Councilmember fails to declare such interest, the remaining Councilmembers shall determine by a majority vote whether said interest does in fact constitute a conflict of interest. When such conflict of interest is established, the remaining Councilmembers shall take any action they deem to be in the best interest of the Town.

Section 3.8 – Compensation

A Councilmember shall receive \$200 compensation and the Mayor \$400 compensation per meeting. The Mayor and Councilmembers may, upon order of the Council, be paid any actual and necessary expenses incurred in the performance of duties of office.

Section 3.9 – Vacancies

A Councilmember shall continue to hold office until a successor is duly qualified. A Council seat shall become vacant whenever any Councilmember is recalled, dies, becomes incapacitated, resigns, ceases to be a resident of the Town, or is convicted of a felony subsequent to election or appointment as a Councilmember. Within 30 days after a vacancy occurs, the remaining Councilmembers shall choose by majority vote a duly qualified person to fill such vacancy. That person shall serve the unexpired term so vacant until the next regular municipal election. If three or more vacancies exist simultaneously, the remaining Councilmembers shall, at the next regular meeting of Council, call a special election to fill such vacancies, provided there will not be a regular municipal election within 90 days and provided their successors have not previously been elected.

Section 3.10 – Oath of Office

Before entering upon the duties of office, every Councilmember shall take, subscribe before, and file with the Town Clerk an oath or affirmation to support the Constitution of the United States, and the Constitution of the State of Colorado, the Charter and ordinances of the Town, and will faithfully perform the duties of the office.

TOWN COUNCIL PROCEDURE

Town Charter, Article IV

Section 4.1 – Regular Meetings

The Council shall meet regularly at least monthly. The Council meets the first and third Tuesday of the month at 5:30 pm. Council Work Sessions are held from 3:00 p.m. to 5:00 p.m. prior to the Regular Meeting when possible.

Section 4.2 – Special Meetings

Special Meetings shall be called by the Town Clerk by written request of the Mayor or of any two Councilmembers on at least 24 hours written notice to each Councilmember, served personally, and posted at a public place within the Town. A Special Meeting, however, may be held on shorter notice if the majority of Councilmembers present agree to waive such requirement, provided the purpose of such meeting shall be limited to handle declared emergencies. No business shall be transacted at any Special Meeting unless it has been stated in the notice of such meeting, except upon consent of all the Councilmembers present.

Section 4.3 – Business at Special Meetings

No business shall be transacted at any special meeting of the council unless it has been stated in the notice of such meeting, except upon consent of all the members of the council present.

Section 4.4 – Quorum, Adjournment of Meeting

A majority of the Councilmembers in office at the time shall be a quorum for the transaction of business at all meetings, but in the absence of a quorum, a lesser number may adjourn any meeting to a later time or date, and in the absence of all Members the Town Clerk may adjourn any meeting for not longer than one week.

Section 4.5 – Meetings to be Public

All regular, special and emergency meetings of the Council, except executive sessions as defined by ordinance, shall be open to the public and citizens shall have reasonable opportunity to be heard under such rules and regulations as the Council may prescribe.

Section 4.6 – Council Acts

The Council shall act only by ordinance, resolution, or motion. All legislative enactments shall be in the form of ordinances and all other actions, subject to the provisions of Section 4.8 shall be in the form of resolutions or motions. A true copy of every resolution and ordinance adopted shall be numbered and recorded in the official records of the Town. Motions shall be used only as a means of calling for action on a resolution, ordinance, or matter of procedure.

Section 4.7 – Voting

The passage of every ordinance shall be determined by a roll call ‘yes’ or ‘no’ vote. Every ordinance shall require the affirmative vote of the majority of the entire Council for final passage, except as provided in Section 4.11.

Resolutions and motions shall require the affirmative vote of a majority of the members present. No member shall vote on a question in which such member has a direct personal or financial interest other than the common public interest or on any question concerning such member’s own conduct, in which case the member shall disclose such interest to the Council. If two or more Councilmembers are disqualified from voting due to such personal or financial interest, an ordinance, resolution, or motion shall require the affirmative vote of three Councilmembers for final passage. On all other questions each member who is present shall vote when that member’s name is called. Refusal to vote except when not so required by this paragraph shall, at the discretion of a majority of the Council, be considered grounds for removal from office.

Section 4.8 – Action by Ordinance Required

In addition to such acts of the Council as are required by other provision of Town Charter to be by ordinance, every act making an appropriation, creating an indebtedness, authorizing borrowing of money, levying a tax, establishing any rule or regulation for the violation of which a penalty is imposed, or placing any burden upon or limiting the use of private property, shall be by ordinance. Provided, however, that this section shall not apply to the budget adoption. All ordinances shall be confined to one subject except repealing ordinances.

Section 4.9 – Forms of Ordinance

Every ordinance shall be introduced in written or printed form. The enacting clause of all ordinances shall be: BE IT ORDAINED BY THE TOWN COUNCIL OF THE TOWN OF WINTER PARK, COLORADO. Except as otherwise provided in this article, all ordinances shall take effect five days after publication following final passage. Every ordinance introduced shall be deemed to contain a severability clause, whether stated therein or not.

Section 4.10 – Procedure (for Enacting Ordinances)

Except for emergency ordinances, those making general codification of existing ordinances, and ordinances adopting standard codes with or without amendment, the following procedure for enact of ordinances shall be followed:

- a. The ordinance shall be introduced at any regular meeting by the Council by any member thereof.
- b. The ordinance shall be read in full or, in cases where copies of the ordinance are available to the Council and are, or have been made available to the public, by title only.
- c. After the first reading of the ordinance, it shall be approved with or without amendment or rejected by a vote of the Council.
- d. If the ordinance is approved on first reading, it shall be published once in full or in

summary at the option of the Council, unless otherwise provided herein. The Council shall set a day, hour and place at which Council shall hold a public hearing on the ordinance and notice of said day, hour and place shall be included in the first publication.

- e. The ordinance shall be introduced at Council a second time, at a meeting not earlier than four days after first publication, for final approval, rejection, or other action as may be taken by vote of the Council.
- f. Except as otherwise provided herein, an ordinance, if amended subsequent to its last publication, shall be published in full or in summary at the option of Council after final passage; but if not amended, it shall be published by title or in full as the Council determines.
- g. Whenever an ordinance is published (by reference or by title) the publication shall contain a summary of the subject matter of the ordinance and shall contain a notice to the public that copies of the proposed ordinance are available at the office of the Town Clerk. The publication of any ordinance as provided herein must set forth in full any penalty clause contained in the ordinance.

Section 4.11 – Emergency Ordinances

Emergency ordinances for the preservation of public property, health, welfare, peace, or safety, shall require five affirmative votes. The facts showing such urgency and need shall be specifically stated in the measure itself. No ordinance making a grant of any special privilege, levying taxes or fixing rates charged by any Town-owned utility shall be passed as an emergency measure.

An ordinance authorizing a municipal borrowing in accordance with Article X (Municipal Borrowing) of the Charter which merely provides for the levying of a tax or which makes covenants with respect to the levy or imposition of a tax to secure the repayment of such a borrowing shall not be deemed an ordinance levying taxes within the meaning of the preceding sentence.

An emergency ordinance shall require passage at one meeting of Council. However, neither a public hearing nor a first publication as provided in Section 4.10 shall be required. An emergency ordinance shall take effect upon final adoption. One publication in full or in summary at the option of the Council shall be required within ten days after adoption, or as soon thereafter as possible.

Section 4.12 – Adoption of Codes by Reference

Standard codes announced by the Federal government, the State, any municipality within the State, recognized trade or professional organizations, or amendments or revisions thereof, may be adopted by reference provided the publication of the ordinance adopting any said code shall advise that copies are available for inspection at the office of the Town Clerk and provided that any penalty clause in any code may be adopted only if set forth in full and published in the adopting ordinance.

Section 4.13 – Record of Ordinances

A true copy of every ordinance shall be numbered and recorded in the official records of the Town and authenticated by the signature of the Mayor or the Mayor Pro-Tem and the Town Clerk.

Section 4.14 – Public Record

All records of the Town shall be open for public inspection by any person at reasonable times except where otherwise provided by State or Federal law.

AUTHORITY OF THE PUBLIC – INITIATIVE AND REFERENDUM

Town Charter, Article V

Section 5.1 – General Authority

- a. Initiative - The electors of the Town have the power to propose any ordinance to the Council, in accordance with the provisions of this article, except budget, capital program, appropriation of any revenues, or levy of taxes, or salaries of Town officers/employees. In the event Council fails to adopt the proposed ordinance without any change in substance, such ordinance shall be submitted to the electors at a Town election for their acceptance or rejection.
- b. Referendum - The electors of the Town have the power to require reconsideration by the Council of any ordinance and, if the Council fails to repeal an ordinance so reconsidered, to approve or reject it at a Town election, in accordance with the provision of this article. However, this power of referendum shall not extend to those exceptions noted in Section 5.1.a.

TOWN COUNCIL MEETINGS

Agenda and Order of Business ***Rules of Order*** ***Executive Sessions*** ***Legislative v. Quasi-Judicial Proceedings***

AGENDA AND ORDER OF BUSINESS

The Agenda for Regular Meetings is finalized the week preceding the meeting. If there are any items a Councilmember would like to see on the Agenda (or included in the packet that goes out to all Councilmembers the week preceding the meeting), please speak to the Town Manager before such time.

Meeting Call to Order

The Mayor calls the regular or special meeting of the Winter Park Town Council to order. Once the meeting is called to order, a Councilmember leads those present in recitation of the Pledge of Allegiance. The Mayor then conducts a roll call of those Councilmembers present.

Town Hall Meeting

The Mayor will open the Town Hall Meeting to invite the public to address the Council concerning business not otherwise on the agenda. Public who wish to address Council shall be limited to three minutes per speaker. Public shall refrain from disruptive, vulgar, or abusive language, applause, heckling or other actions that interfere with the orderly function of the Council. Once all public present has addressed the Council who wishes to do so, the Mayor will close the Town Hall Meeting.

Consent Agenda

The Consent Agenda consists of any regular business items that do not require public input or discussion prior to approval and will typically include approval of the official minutes from the previous Town Council meeting. Approval of the Consent Agenda deems all of its contents as approved by the Town Council.

Action Items

Action Items are topics that require official action by the Town Council as part of the Town's regular business. These topics may attract public input with respect and may require conformance with or interpretation of the Winter Park Municipal Code.

Public Hearing Protocol for Action Items

The Town Clerk shall post an audience participation sign-up form before each regular meeting. Immediately prior to the public hearing portion of the meeting, the Town Clerk shall hand the

sign-up form to the Mayor. The Mayor shall call those signed up to speak before Council in the order they have signed up.

- a. Audience participation shall be limited to three minutes per speaker.
- b. The Mayor may restrict cumulative or redundant presentations.
- c. Those attending Council meetings shall refrain from disruptive, vulgar, or abusive language, applause, heckling or other actions that interfere with the orderly function of the Council. The Mayor may take any reasonable steps to maintain the order and dignity of Council meetings.
- d. If meeting is being held electronically due to unforeseen circumstances, speakers may submit comments via email to the Town Clerk prior to meeting to be read into record or raise hand to speak via the electronic platform being used to conduct the meeting.

Town Manager Report

The Town Manager will include items such as reports or updates regarding various town issues and may be accompanied with written material in the agenda packet.

Mayor's Report

This time on the agenda is to allow the Mayor to provide an update of official activities that the Mayor may have participated in or discussions that have occurred as part of the official duties for the Town that other Councilmembers may not have participated in.

Council Items for Discussion

Councilmembers may place before the Council matters which are not included in the formal agenda. This item is generally limited to responses to Town Hall Meeting items, appointments to boards and commissions, sharing of information, and requests for advice concerning matters pending before other bodies, requests for staff work, and requests for scheduling of future agenda items. Matters requiring a formal vote are normally placed on the agenda as a separate agenda item.

Adjournment

If there are no further items for discussion, the meeting may be adjourned by a regularly adopted motion to do so.

RULES OF ORDER

The Town Council has typically adopted Robert's Rules of Order to guide and direct the official actions the Council makes during its meetings. General components of the Rules of Order include:

Making a Motion

A Councilmember after obtaining the floor makes a motion. The Councilmember may state reasons briefly before making the motion, but may argue the motion only after it has been

seconded, and having spoken once may not speak again until everyone who wishes to be heard has had the opportunity to speak, except to answer questions asked by other Councilmembers. Having made a motion, a Councilmember may neither speak against it nor vote against it.

1. Main or Principal Motion – a motion made to bring before the Council for its consideration any particular subject. It takes precedence of nothing and yields to everything except another principal motion offered later. It should be in writing if complicated. It may be divided, if advisable, by a motion to divide it. It is not in order if any other motion is pending. Once decided, it cannot be taken up again at that meeting. (*e.g. appoint the time and the place for the next meeting – if introduced when no other business is pending*).
2. Subsidiary Motion – a motion applied to other motions for the purpose of most appropriately disposing of them; by means of them the original motion may be modified or action postponed. May be applied to any main motion, and by doing so supersede the main motion and must be decided before the main motion can be acted upon.
3. Incidental Motion – a motion that arises out of another question which is pending, and therefore takes precedence and must be decided before the question out of which they arise. It yields to privileged motions. It is generally not debatable except under certain appeals as outlined by Robert’s Rules of Order.
4. Privileged Motion – a motion of such importance to the Council that it must be acted on at once. It takes precedence over all other motions as due to its importance is not debatable. (*e.g. making a motion to adjourn*).

Seconding a Motion

A second Councilmember seconds the motion. All motions require a second to indicate that more than one Councilmember is interested in discussing the question. The Councilmember who seconds the motion does not, however, have to favor the motion in order to second it, and may both speak and vote against it. If there is no second, the Mayor will not recognize the motion. If there is a second, the Mayor will state the motion and ask for discussion.

General debate and discussion will follow, if desired. Councilmembers, the Town Manager, or Town Attorney, when wishing to speak should follow the rules of speaking outlined above. The Mayor will then restate the motion and ask for a vote.

Voting

Voting ultimately decides all questions. The Council may use one of the following manners of voting:

1. Voice Vote – all in favor say “aye” and all opposed say “no”. The Mayor rules on whether the “ayes” or “no’s” have the vote, and so the question is decided.
2. Raising of Hands – All in favor raise their hands, and then all opposed raise their hands. The Mayor decides which predominates and notes dissenting votes for the record.
3. Random Roll Call – The Mayor or Town Clerk calls the roll of the Councilmembers at random and each one that is present votes “aye” or “no” as each name is called. The Mayor announces the result.

Amending a Motion

A Councilmember may move to amend the motion by (add, strike out, insert, strike out and insert, substitute, divide). A second Councilmember seconds the motion. The Mayor will state that there is a motion to amend the motion by (add, strike out, insert, strike out and insert, substitute, divide) and then state the motion as it would be changed by the amendment. The Mayor would then ask for any discussion on the amendment. If there is no discussion it can then be put to a vote.

The rules of an amendment state that:

1. it takes precedence of only the motion to which it applies.
2. it may be amended (by an amendment to an amendment).
3. it may be divided by a motion to divide it (even after debate is closed).
4. the Mayor decides propriety of amendments (subject to appeal).
5. the Mayor may demand that the amendments be in writing.
6. neither yields to nor has precedence over a motion to postpone indefinitely.
7. an amendment to an amendment cannot be amended.
8. to table, postpone, or refer an amendment to the main question is the same as tabling, postponing, or referring the main question itself; consequently the motion to table, postpone, or refer must be applied to the main question instead of to the amendment for the sake of clarity.

A Councilmember may suggest a Friendly Amendment which is any amendment to the main motion which, if acceptable to the maker of the motion and the Councilmember which seconded the motion, may be incorporated into the main motion without a vote of the Council.

Making a Substitute Motion

A Councilmember may move to make a substitute motion. A second Councilmember seconds the motion. The Mayor will note that it has been moved and seconded that a substitute motion occur (and state substitute motion), then ask whether there is any discussion on the original or substitute motion. If there is no discussion it can then be put to a vote.

The rules of a substitute motion state that:

1. it is just an amendment that changes an entire sentence or paragraph.
2. it may be amended (like any other amendment).
3. it differs from an amendment only in that the motion to substitute, if adopted, does away entirely with the original motion.

Reconsidering a Vote

A Councilmember who voted on the prevailing side in the original vote may move to reconsider (motion must occur at the same meeting the vote occurred during). A second Councilmember

seconds the motion. The Mayor will note that it has been moved and seconded to reconsider the vote on the motion (and state the motion), then ask whether there is any discussion on the motion to reconsider. If there is no discussion it can then be put to a vote. Until the motion to reconsider is disposed of, the effect of the original vote is suspended and no action may be taken to implement it.

The rules of reconsidering a vote state that:

1. it may interrupt a Councilmember who is speaking.
2. for actual consideration and voting its precedence is that of the motion to which it applies.
3. it may be applied to all motions except to adjourn, to suspend the rules, or to table.
4. it requires only majority vote in all cases.
5. it has not privilege for consideration other than that of the motion to which it applies.
6. it is not debatable if the motion to which it applies was not debatable.
7. no question can be reconsidered more than once.
8. one cannot reconsider a negative vote on a motion to postpone indefinitely.
9. one cannot reconsider a negative vote on a motion that may be renewed “after progress”.

Rescinding (Repealing) a Motion

Any motion made by Council may be rescinded by a majority vote, provided notice of the motion was given at the previous meeting; or it may be rescinded without notice by a 2/3 vote. It is a main motion without any privilege and therefore can be introduced only when there is nothing else before the Council.

The rules of rescinding a vote state that:

1. it is not in order when the subject can be reached by reconsidering
2. it cannot be applied to an action that cannot be reversed

Suspending the Rules

When the Council wishes to do something that violates its own rules, and yet is not in conflict with its constitution, by-laws, or the fundamental rules of parliamentary law (*Robert's Rules of Order*), it “suspends the rules that interfere with” the proposed action. A Councilmember may move to suspend the rules which interfere with (specifying the items that are interfered with). A second Councilmember seconds the motion. The Mayor will note that it has been moved and seconded that the rules be suspended with interfere with (specifying the items interfered with by rules) and ask for a vote.

The rules of suspending a vote state that:

1. it takes precedence of the main motion and all subsidiary motions but yields to all privileged motions.
2. it requires a 2/3 vote unless otherwise specified in the constitution or bylaws.
3. rules may be suspended only when they make provision for such suspension, and then

- only in accordance with those provisions.
- 4. the motion to suspend the rules applies only to the one purpose specified in the motion.
- 5. cannot be debated.
- 6. cannot have any subsidiary motion to it.
- 7. cannot be reconsidered.
- 8. cannot be renewed later for the same purpose at the same meeting.

Postponing a Motion

1. To a Certain Day
 - a. applies only to the main motion.
 - b. takes precedence of a motion to refer, amend, or postpone indefinitely.
 - c. may be amended, but only by altering the time.
 - d. if the intent is to create a special order for the time fixed, this motion requires 2/3 vote.
 - e. the motion postponed becomes a general order for the day named and cannot be taken up sooner except by 2/3 vote unless the motion to reconsider is still in order.
 - f. debatable only as to the propriety of postponement
2. Indefinitely
 - a. takes precedence of only the main question.
 - b. opens the main question to debate.
 - c. removes the subject for the season.
 - d. applies only to the main question and questions of privilege.
 - e. does not yield to amendments.
 - f. is not subject to subsidiary motions except the motion to close debate.

Conflict and Decorum

During debate a Councilmember must confine discussion to the subject before Council and avoid personalities. It is not allowable to make accusations as to the motives of a Councilmember, but the nature or consequences of an action may be condemned in strong terms. Remember, it is not the Councilmember, but the measure that is the subject of debate.

Should a debate be judged by other Councilmembers to have become too heated, it is permissible to ask for a recess. Such an action may also be requested by the Town Manager or Town Clerk

Conflict Resolution

The key to making a decision that is acceptable to all parties involved require that:

1. all affected parties are involved or represented.
2. everyone feels that that had a chance to be heard and were understood.
3. everyone was treated respectfully and honestly.

Negotiating can be used to reduce conflict and make better decisions through:

1. separating the people from the problems – attack the problem, not the people.
2. focusing on interests or principles, not positions.
3. investing options that result in mutual gain.
4. using objective criteria to examine the issue.

EXECUTIVE SESSIONS

Allowable Situations

The Colorado Revised Statutes (C.R.S.) limit these sessions to the following situations:

1. Real and Personal Property – CRS Title 24, Section 6, Subsection 402-4(a) – to discuss the purchase, acquisition, lease, transfer, or sale of property interests, so long as the executive session is not held to conceal an official’s personal interest in the property.
2. Attorney Conferences – CRS Title 24, Section 6, Subsection 402-4(b) – for the purpose of receiving legal advice on specific legal questions.
3. Confidential Matters Under State or Federal Law – CRS Title 24, Section 6, Subsection 402-4(c) – for the purpose of discussing any topic required by state or federal law to be kept confidential. The governing body must announce the specific statutory citation or rule that requires the confidentiality of the matter to be discussed.
4. Security Arrangements or Investigations – CRS Title 24, Section 6, Subsection 402-4(d) – for the purpose of discussing specialized details of security arrangements or investigations.
5. Negotiations – CRS Title 24, Section 6, Subsection 402-4(e) – for the purpose of determining positions, strategy, or instructions to negotiators.
6. Personnel Matters – CRS Title 24, Section 6, Subsection 402-4(f) – for the purpose of discussing general personnel matters. However, if the discussion involves a specific employee, that employee may request an open meeting. If the discussion involves more than one employee, the executive session may be held unless all of the employees request an open meeting. ‘Personnel Matters’ does not include discussions of any member of a local public body, any elected official, the appointment of any person to fill a vacancy in a local public body or elected office, or discussion of personnel policies that do not require discussion of particular employees.
7. Documents Protected Under Open Records Act – CRS Title 24, Section 6, Subsection 402-4(g) – for discussions that involve consideration of documents protected by the mandatory non-disclosure provision of the Open Records Act. Discussion of documents protected under the ‘work product’ or ‘deliberative process’ privileges in the Open Records Act must occur in an open meeting unless an independent basis for an executive session concerning such documents exists.

Procedures

The following procedures are necessary to ensure compliance with C.R.S. as well as legal precedence:

1. The Council may only call an executive session at a regular or special meeting.
2. The Council must first announce the topic of discussion, including the specific citation to the Open Meetings Law that authorizes consideration of the announced topic in executive session, as well as 'identification of the particular matter to be discussed in as much detail as possible without compromising the purpose for which the executive session is authorized'.
3. The Town Council must make an official motion to go into Executive Session (i.e. 'I move to go into Executive Session for the purpose of a conference with the Town Attorney for the purpose of receiving legal advice on specific legal questions under C.R.S. Section 24-6-402(4)(b)').
4. The Council must then vote on whether to hold the session for the purpose of discussing only the purpose announced. Two-thirds of the quorum present must vote affirmatively before the governing body can close the meeting to the public.
5. Executive Sessions must be recorded in the 'same manner and media' used to record minutes of open meetings. The recordings must be retained for at least ninety (90) days after the date of the session. A recording is not required if (in the attorney's opinion) the discussion constitutes a privileged attorney-client communication.
6. The public may seek access to the record of an Executive Session by filing an application in district court. The court will then review the record and, if it finds that the Council engaged in substation discussion of unauthorized matters, or took formal action in the Executive Session, that portion of the record will be opened for public inspection.

LEGISLATIVE V. QUASI-JUDICIAL PROCEEDINGS

Applying constitutional due process (fair hearing) requirements, state and federal courts have characterized certain governmental entity decisions as legislative and others as quasi-judicial. It is important to understand the differences between the two because the courts require that special procedures be followed for quasi-judicial matters.

Legislative Matters

Legislative matters are matters of general concern or applicability throughout a municipality or certain portions thereof. In the legislative role, the Council reviews and recommends new regulations, modifications to existing regulations, or the elimination of regulations on a town-wide basis. Legislative matters are frequently referred to as 'policy making'.

Examples: creating or amending zoning regulations, creating, or amending Resolutions or Ordinances, and annexation discussions

Town Council may freely discuss legislative matters with the general public.

Quasi-Judicial Matters

Quasi-judicial proceedings occur when a decision must be made on an issue that is rooted in the law and the Council acts in a manner similar to a judge in a court of law. In a quasi-judicial proceeding, the Council is not setting new policy (which would be a legislative matter) but is

applying the policy expressed in an existing ordinance, statute, or regulation to past or present facts presented at a hearing; the Council is applying the law to the facts gathered at the hearing to arrive at its decision. The decision is not town wide.

In quasi-judicial hearings, individual Council Member's desires or prejudices may not enter into the decision; decisions must be based on evidence presented and legal standard.

In quasi-judicial hearings the desires and prejudices of citizens may not enter into the decision unless they are applicable to the legal standard. This is often a source of confusion and frustration for many interested parties; even if the entire town does not desire a particular improvement (i.e. housing development, building, etc), the Council may not legally deny an application based on public opinion.

Quasi-judicial proceedings frequently occur in relation to zoning issues. In Colorado, landowners have specific property rights to use their land as they wish, consistent with the law. Town zoning establishes what types of uses are allowed on what pieces of land. When a landowner makes an application to improve a property, they are allowed by state law to make those changes, provided that the zoning and other applicable laws allow the improvement at the time the application is made. When these approvals are brought before the Council, a public hearing may be held and testimony taken by the applicant and any other interested parties. This testimony is evidence. The Council is then bound by law to consider the testimony provided and approve or deny the application solely by applying the governing law.

Because of the legal constraints of this process, Council Members may not discuss quasi-judicial issues outside of a hearing. Council must refrain from listening to opinions outside of the public hearing and should not form opinions until the hearing. Council may not research the issue outside of the hearing (except for a site visit for visual purposes).

Should a member of the public attempt to share views or discuss the issue, Council must explain that it is a quasi-judicial matter and you may not engage in ex-parte communication; *this also applies to discussions with the applicant*. Council direct the member of the public to speak with or provide written comments to Town Staff, but Council may not engage in discussion personally outside of the hearing.

Examples: special use permits, zoning variances, subdivision plat approvals, liquor license issuing

Generally, any matter that will appear on a Council Agenda where a Public Hearing will be held can be considered a quasi-judicial matter.

Ex-Parte Communications

Ex-Parte communication refers to information received 'outside of the record' whether the information is verbal, written, electronic, or graphic. Courts generally hold that such communication is improper and may provide legal grounds for overturning a decision. This rule

promotes impartial decisions by ensuring disclosure of all evidence and arguments presented to the Council in its deliberation and decision. This rule also gives everyone involved a fair chance to respond to all information that may affect the decision.

MISCELLANEOUS TOWN COUNCIL PROTOCOLS

Section 1.3 – Form of Government (Town Charter)

The municipal government provided by this Charter shall be a "council-manager" form of government. Pursuant to its provisions and subject only to limitations imposed by the State Constitution and by this Charter, all powers of the Town shall be vested in an elective mayor and council, hereafter referred to as the "council", which shall enact local legislation, adopt budgets, determine policies and appoint the Town manager who shall execute the laws and administer the Town government. All powers of the Town shall be exercised in the manner prescribed by this Charter or by ordinance.

Section 6.1 – Town Manager (Town Charter)

The Town manager shall be the chief executive and administrative officer of the Town. The council, by a majority vote, shall appoint a Town manager within six (6) months whenever a vacancy exists in such position. Such appointment shall be without definite term and shall be at a salary to be fixed from time to time by the council. The manager shall be appointed without regard to any consideration other than his fitness, competency, training, and experience in professional urban administration. At the time of his appointment, he need not be a resident of the Town or state. No member of the council shall be appointed manager during the term for which he shall have been elected nor within one (1) year after the expiration of his term of office.

The council, at a regular or special meeting, may, upon the vote of the majority of the entire council, remove the Town manager from office. Upon such termination the council may, in its discretion, provide termination pay.

Section 6.4 – Relationship of Council to Administrative Service (Town Charter)

Neither the council, its members, the mayor, nor any council committee shall dictate the appointment to or removal of any person from office by the Town manager except as otherwise provided in this Charter or in any way interfere with the Town manager or other Town officer to prevent him from exercising his judgment in the appointment, employment or discharge of officers and employees in the administrative service. Except for the purpose of inquiry, the council and its members, the mayor and any council committee shall deal with the administrative service solely through the Town manager and neither the council, its members, the mayor, nor any council committee thereof shall give orders to any of the subordinates of the Town manager.

Attendance and Compensation Policy (Council Protocol)

The Town Council recognizes that flexibility is necessary to accommodate varying schedules and lifestyle choices of elected officials. Town Council also recognizes the need and importance of electronic participation during unforeseen circumstances that do not allow for in person meetings. Technology allows for greater access to elected officials beyond the Regular Meetings of the Town Council. As such, the Council hereby considers attendance to include participation via telephone, teleconference, video conferencing and other modern means to meet the broad standard established in state statute. In addition, compensation as enumerated under Section 3.8 of the Town Charter and Section 1.5.1 of the Municipal Code shall be paid monthly on the premise of an average of two meetings occurring per month while acknowledging that the Council may officially meet more or fewer times, depending on business demands. The Council also recognizes that modern technology allows for greater constituent access to elected officials and thus heightened workloads for elected officials beyond just the Regular Meetings of the Town Council.

Mayor and Mayor Pro-Tem Appointment Process (Council Protocol)

Any member of the Winter Park Town Council or person running for Town Council as part of a regular municipal election who has interest in being considered for the positions of Mayor or Mayor Pro-Tem shall deliver a letter of intent to the Town no later than sixty (60) days prior to the election. The letter(s) of intent shall be considered as part of the selection process as identified in the Town Charter (Sections 3.3 and 3.4).

Town Council Regular Meeting Date or Time Change (Council Protocol)

In the event the regular meeting date or time of the Town Council needs to be changed for any reason, all Councilors shall be provided notice via phone, e-mail or other means of communication and have a twenty-four (24) hour comment period. Any concerns expressed by Councilors with regard to the meeting changes shall be sent to all other Councilors for consideration. All possible consideration shall be given to accommodate concerns expressed during the comment period with the intent to encourage the greatest amount of participation for Councilors.

Section 13.7 – Emergency Powers (Town Charter)

In case of riot, insurrection, or extraordinary emergency, the mayor or in his absence, the Town manager, shall assume the authority to execute any action necessary for the protection of life and property. Such authority may include but not be limited to establishing regulations governing conduct and activities related to the cause of the emergency, and if the emergency situation continues, the mayor or in his absence, the Town manager shall convene the council who may take such action as it deems necessary. In the event it becomes necessary, the line of succession provided in section 13.8 shall be followed.

Section 13.8 – Continuity of Government (Town Charter)

The council shall have the power to provide for continuity of government of the Town of Winter Park in the event of natural or enemy caused disaster. Such power shall be employed in a manner which will preserve representative government in the Town of Winter Park and which will provide

an orderly line of succession of officers, notwithstanding the provisions of this Charter. Such succession shall commence with the mayor and the mayor pro tem and shall then revert to the councilmen by order of seniority, and thereafter, through an orderly line of succession of the administrative department heads, commencing with the Town manager.

Emergency Management – Adoption of Incident Command System (ICS) (Council Protocol)

The Winter Park Town Council has adopted the federal Incident Command System (ICS) for use in times of emergency. ICS provides for a flexible response system to utilize resources available in response to emergencies and catastrophes. Responsibilities of Town officials (both Councilors and staff) are determined based upon resource allocation under the auspices of the Incident Commander (IC) at the time of the incident.

Section 1.7 – Master Plan (Town Charter)

The council shall adopt and maintain a comprehensive master plan of the Town. No subdivision of land, zoning change or land development significantly affecting the Town shall be approved by the council without considering the effect of such approval on the comprehensive master plan, as amended.

BOARDS, COMMISSIONS AND COMMITTEES

Section 8.1 Existing Boards and Commissions (Town Charter)

All existing boards and commissions may continue as established or abolished by ordinance, except as otherwise provided in this Charter.

Section 8.2 Composition of Boards and Commissions (Town Charter)

The following shall apply to the composition of all existing permanent boards and commissions and those created by this Charter or subsequently by ordinance:

- (a) Neither the mayor nor any town employees shall serve on any such board or commission.
- (b) No board or commission shall have more than two council members appointed to serve on such board or commission
- (c) Terms and conditions of appointment to such boards and commissions shall be determined by ordinance, except as provided in section 8.3 regarding the planning and zoning commission.

Section 8.3 Planning and Zoning Commission (Town Charter)

There shall be established a seven (7) member planning and zoning commission appointed by the council. At least five (5) members of the planning and zoning commission shall be residents of the Town of Winter Park and electors. The terms of appointment to the planning and zoning commission shall not exceed four (4) years. Terms of office shall be on an overlapping basis.

Section 8.4 Vacancy (Town Charter)

Whenever a vacancy occurs on any board or commission, the council shall cause public notice of such vacancy to be made and encourage qualified volunteers to seek appointment to such board or commission. The council shall then make the appointment to fill such vacancy.

Section 8.5 Right to Establish (Town Charter)

In addition to those boards and commissions heretofore created by ordinance, council shall have the power and authority to create boards and commissions, including advisory and appeal boards. All permanent boards and commissions, including advisory and appeal boards, shall be created by ordinance, which shall set forth the number and qualifications of members including residency requirements, if any, and the powers and duties delegated to such boards and commissions. Initial appointments by the council to any board or commission shall specify the term of office of its members in order to achieve overlapping tenure. All members, however, shall be subject to removal by the council. Each board and commission shall elect its own chairman and vice-chairman from among its members. Each board and commission shall operate in accordance with its own rules of procedure and its meetings shall be open to the public. Any board or commission created under this article which is not required by statute or this Charter may be abolished by the council.

Application for Appointment

Staff shall prepare an application form for interested persons to complete and submit as a condition of consideration for appointment. Information concerning the application process and the application form will be maintained on the Town's website. Applications will be accepted both at any time if at the initiative of an interested person as well as in response to announcements of vacancies. The Town Clerk will confirm with applicants not appointed during any recruitment process their interest in having the Town maintain their application on file for future consideration. Applications will be maintained by the Town Clerk for a period of two years. Applications held by Town Clerk for longer than two years will be considered expired.

Appointment Process

Staff will advise the Council of vacancies as they occur by resignation of a member and report to Council two months prior to expiration of terms regarding the need to appoint persons to fill vacancies due to current members that have served full terms. For purposes of counting full terms, an appointment to complete a partial term will not be counted. The Council shall appoint two Council members and one Staff member to review vacancies and applications for each Board, Commission, or Committee with vacancies. Those Council and Staff members assigned shall review all applications, schedule meetings with candidates as necessary and present their recommendation to the Town Council.

Reappointment of Incumbent Members

The Town Council recognizes the value of allowing members to serve for more than one term, but also recognizes the importance of having members be active participants. The Town Council will consider reappointment of incumbent members based on the following criteria: (1) receipt by Staff of confirmation from the incumbent of their interest in reappointment; (2) receipt by the appropriate Council liaison from the Chair of the applicable board, commission or

committee confirming that the incumbent has dutifully attended meetings and actively participated in deliberations; (3) review of the incumbent's meeting attendance record as tracked by Staff, and reassurance from the member of their ability to attend meetings if their attendance record is below 75%. In such case that the Council approves the reappointment of an incumbent member, no advertisement for applications shall be solicited from the public. Partial terms will not be counted as a full term, consistent with Town Council terms.

At the Town Council's discretion, after a member has served full terms a recruitment process will follow, and the incumbent member will be considered for another term along with any new applicants if they wish to continue serving.

Removal of Board, Commission and Committee Members

The Town Council may consider removing any member of a Board, Commission or Committee in the event that either the Chair of a Board, Commission or Committee or the Town Manager presents a recommendation to the Town Council calling for removal. Upon such a recommendation, the Council shall decide on the review procedure to be followed and act on the matter pursuant to Council determination.

Advisory Committees

The Town Council may from time to time create advisory Committees. The Town Clerk shall prepare an application form for interested persons to complete and submit as a condition of consideration for appointment. Applicants from previous recruitment processes shall also be considered if they have indicated such interest. The Town Clerk will confirm with applicants not appointed during any recruitment process their interest in having the Town maintain their application on file for future consideration. Persons appointed to an advisory Committee shall serve through completion of the work of the Committee.

WINTER PARK URBAN RENEWAL AUTHORITY

RESOLUTION NO. 5
SERIES OF 2025

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE WINTER
PARK URBAN RENEWAL AUTHORITY ADOPTING A PUBLIC COMMENT
POLICY

WHEREAS, the Bylaws of the Winter Park Urban Renewal Authority, at Section 2 of Article V, provide that the Authority may adopt policies, as it deems appropriate, by resolution; and

WHEREAS, the Authority desires to adopt a public comment policy for its public meetings, which is attached hereto and incorporated herein.

NOW, THEREFORE, BE IT RESOLVED by the Winter Park Urban Renewal Authority as follows:

Section 1. The Authority hereby adopts the Policy on Public Comment During Meetings of the Urban Renewal Authority, attached hereto and incorporated herein.

PASSED, ADOPTED AND APPROVED this __ day of _____, 2025.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

WINTER PARK URBAN RENEWAL AUTHORITY

Policy on Public Comment During Meetings of the Urban Renewal Authority

The Winter Park Urban Renewal Authority (the "Authority") recognizes the value of public comment on public issues being considered by the Authority and acknowledges the importance of allowing members of the public to express themselves on matters of community interest. To permit the fair and orderly expression of such comment, the Authority provides a period for public comment at every regular meeting of the Board of Commissioners, oftentimes in conjunction with the public comment period provided by the Town of Winter Park Town Council.

Public participation shall be governed by the following rules:

1. A participant must be recognized by the presiding officer prior to speaking.
2. A participant shall be limited to 3 minutes, and no pooling of time is allowed by and among multiple participants.
3. A participant shall be present in the room to speak during the public comment period. Online participation is limited to action items that have a public hearing, and statements made at that time must be relevant to the action item being presented.
4. Participants who are unable to attend in person may submit comments to the Secretary of the Authority in writing, by either email or letter, or by phone prior to the meeting. A summary of comments received by phone will be provided to the Board of Commissioners by the Secretary.
5. All statements shall be directed to the Board of Commissioners as a body; no participant may address or question Authority staff or Commissioners individually.
6. All statements shall be limited to Authority business and matters of community interest that are relevant to Authority business.
7. Signs shall be limited to 18 x 24 inches in size so as not to block other meeting attendees' views. Participants with signs must display them in a manner so as not to obstruct the views of other meeting attendees.
8. The presiding officer may:
 - a. Interrupt, warn, or terminate a participant's statement when the statement is too lengthy, abusive, obscene, or irrelevant;
 - b. Request any individual to leave the meeting when that person does not observe reasonable decorum;
 - c. Request the assistance of law enforcement if an individual's conduct

interferes with the orderly progress of the meeting; and

- d. Call for a recess if the lack of decorum so interferes with the orderly conduct of the meeting as to warrant such action.

9. This Policy shall be read as operating in conjunction with the Town of Winter Park Policy on Public Comment During Meetings of the Town Council.

WINTER PARK URBAN RENEWAL AUTHORITY

RESOLUTION NO. 6
SERIES OF 2025

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE WINTER
PARK URBAN RENEWAL AUTHORITY ADOPTING A REMOTE
PARTICIPATION POLICY

WHEREAS, the Bylaws of the Winter Park Urban Renewal Authority, at Section 2 of Article V, provide that the Authority may adopt policies, as it deems appropriate, by resolution; and

WHEREAS, the Authority desires to adopt a remote participation and meeting policy for the Board of Commissioners, which is attached hereto and incorporated herein.

NOW, THEREFORE, BE IT RESOLVED by the Winter Park Urban Renewal Authority as follows:

Section 1. The Authority hereby adopts the Remote Participation and Remote Meeting Policy, attached hereto and incorporated herein.

PASSED, ADOPTED AND APPROVED this __ day of _____, 2025.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

WINTER PARK URBAN RENEWAL AUTHORITY

Remote Participation And Remote Meeting Policy

I. Purpose.

This Policy specifies the circumstances under which members of the Board of Commissioners of the Winter Park Urban Renewal Authority (the "Authority") and Authority staff and the public, may participate in meetings by telephonic or other electronic means of participation, such as video-conferencing ("Remote Participation"), as well as situations where the meeting itself is held without the physical presence of any members of the Board, Authority staff, or the public at a designated meeting location (a "Remote Meeting").

II. Procedure.

A. Conditions. Remote Participation and Remote Meetings are authorized only if all of the following conditions are met:

1. The Board of Commissioners can hear one another and can hear or read all discussion and testimony in a manner designed to provide maximum participation.
2. Members of the public can hear or see all discussion, testimony, and votes.
3. Members of the public have the opportunity to participate to the greatest extent possible.
4. All votes are taken by roll call or electronic voting.
5. Minutes of the meeting are taken in the same manner as other meetings.

B. Remote Meetings. The decision to hold a Remote Meeting shall be made by the Secretary or Chair upon a determination that a situation exists where a Remote Meeting would be in the best interest of the public health, safety and welfare. Remote Meetings shall be coordinated and arrangements shall be made, to the extent possible, to ensure full and timely notice to the public. Notice shall set forth the time of the meeting, the fact it will be a Remote Meeting as well as the right of the public to observe the meeting.

C. Remote Participation. For members of the public, remote participation shall be according to the Authority's Public Comment Policy. Remote participation for members of the Board of Commissioners is permitted with prior notice to the Secretary or Chair. For staff, consultants, and presenters, remote participation is permitted with prior notice to the Secretary or Chair.

III. Applicability.

This Policy applies to all regular and special meetings and study sessions of the Board of Commissioners.

IV. Reasonable Accommodation.

The Authority shall provide reasonable accommodations and shall waive or modify provisions of this Policy as necessary to provide disabled individuals with full and equal access to all meetings.

WINTER PARK URBAN RENEWAL AUTHORITY

RESOLUTION NO. 7
SERIES OF 2025

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE WINTER
PARK URBAN RENEWAL AUTHORITY ADOPTING A PURCHASING
POLICY

WHEREAS, the Bylaws of the Winter Park Urban Renewal Authority, at Section 2 of Article V, provide that the Authority shall adopt a purchasing policy by resolution.

NOW, THEREFORE, BE IT RESOLVED by the Winter Park Urban Renewal Authority as follows:

Section 1. The Authority hereby adopts the Winter Park Urban Renewal Authority Purchasing Policy, attached hereto and incorporated herein.

PASSED, ADOPTED AND APPROVED this __ day of _____, 2025.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

**Winter Park
Urban Renewal Authority
Purchasing Policies**

Effective _____, 2025

1. **INTRODUCTION**

I. **General**

This Purchasing Policy (the "Policy") is intended to ensure adequate and uniform control of the Winter Park Urban Renewal Authority's (the "URA") purchasing and payment activities. Principles and policies incorporated into this Policy are in accordance with generally accepted accounting principles and applicable State law.

All parties involved in the negotiation, performance, or administration of procurement and/or contracts for the URA shall act in good faith. All procurements should be made for the purpose of meeting the URA's current budget goals.

Information in this Policy will be reviewed and updated by the Executive Director as necessary so that the maximum use and benefit may be derived in accordance with its intended purpose. Questions about any purchasing or payments should be directed to the Executive Director.

II. **Goals and Objectives**

The objective of this Policy is to establish requirements for purchasing goods or services on behalf of the URA, provide for the most efficient use of taxpayer's dollars, and provide for timely purchases by being easy to interpret with the best overall cost, quality, and quantity.

In selecting products and service providers, the URA considers and weighs all the following criteria:

- A. **Pricing:** Ensure the URA receives the required product or services at the lowest possible cost and highest value.
- B. **Competition:** Provides vendors equal opportunity to sell to the URA.
- C. **Quality:** Using the purchasing and bidding parameters, acquire the highest quality product and service for the URA.
- D. **Customer Service:** Vendor is consistent, reliable, and timely throughout the process.
- E. **Local Bidder Preference:** Local bidders shall receive a 5% preference over all non-local bidders or \$100,000, whichever is less during formal bids and as allowed by applicable law.
- F. **Environmental Sustainability:** Give preference to products that minimize environmental impacts.

2. GENERAL RESTRICTIONS AND GUIDELINES

I. General

All purchases shall be made in accordance with this Policy.

II. General Provisions and Restrictions

A. No personal purchases may be made using URA funds.

B. Sales tax is not to be charged on purchases. The URA's tax-exempt number must be given to the vendor before the sale is completed.

C. All URA personnel shall establish and maintain ethical relationships with all vendors or suppliers of URA goods and services. Acceptance or solicitation of entertainment, loans, gifts, or special consideration from vendors or suppliers for personal benefit by URA personnel shall follow current State limitations. No employee or official of the URA shall participate in a transaction, contract, activity, service of the URA which has a direct or predictable effect on the employee's or official's financial interest or the financial interests of an employee's or official's immediate family member or is otherwise prohibited by law.

III. Emergency Procurement

Notwithstanding any other provision of this Policy, the Executive Director or their designee may make or authorize others to make emergency procurement when there exists a threat to public health, welfare, or safety under emergency conditions. A written determination of the basis for emergency and for the purchase or selection of the vendor or contractor shall be included with the purchase documentation. The Board of Commissioners shall consider and ratify the procurement as soon as practicable thereafter.

IV. Sole Source

Occasionally it is necessary to purchase supplies, services, or construction items without going to bid, or that only one firm is in a better position to provide. Examples of potential sole source purchases include engineering or other professional or consulting services, items for resale, matching existing equipment, custom items, paint, prime lumber (except for large quantities), new technology services or equipment, on site repairs (such as heating, air, plumbing, phone, *etc.*) and utilities. The Executive Director may authorize securing such items without the above bidding process(es) by declaring a sole source vendor.

V. Cooperative Purchasing

The Board of Commissioners shall have authority to join with other governmental bodies in cooperative purchasing in the best interest of the URA, notwithstanding any provisions of this Policy. The URA may also participate in joint bidding with other agencies if it is in the best interest of the URA to do so.

VI. Purchasing Thresholds

The Executive Director shall have discretionary authority for all purchases under \$30,000. All purchases \$30,000 and over shall go to Board of Commissioners for approval.

VII. Operation in Conjunction with the Town of Winter Park Purchasing Policy

This Policy shall be construed to operate in conjunction with the Town of Winter Park Purchasing Policy, and any conflicting provisions shall be harmonized to the furthest extent practicable after due consideration by the Board of Commissioners and the Town of Winter Park Town Council. If a question not addressed by this Policy arises, the appropriate provision in the Town of Winter Park Purchasing Policy shall control.

3. COMPETITIVE BIDDING

I. General

Competitive bids (formal or informal) are required for every purchase unless otherwise noted under this Policy. All bid specifications shall seek to promote overall economy for the purposes intended and encourage competition in satisfying the URA's needs and shall not be unduly restrictive to limit competition.

Depending on the nature of the product or service, bids are not awarded based on price alone. In situations where the low bid is not accepted, a written description of the other factors considered and the basis for the award shall be included with the bid information.

For purchases within the Executive Director's authorization, bid information shall be maintained by the Executive Director. For purchases requiring additional authorization, a summary of the bid information shall be attached to the documentation requiring approval.

II. Bidder's List

Whenever possible, the Colorado State Price Agreement Listing or other cooperative purchasing venues should be consulted. All formal bids shall be advertised on the URA's website and other government bid sites as determined by the URA. Public notice may also include publication in a newspaper of general circulation.

III. Types of Solicitations

A. *Request for Quote (RFQ)*: An RFQ is a request seeking a price quote from a supplier or contractor in an informal manner (verbally, electronically, etc.) for an informal purchase. Quotes must be in writing but can be informal, by letter or email. For repetitive purchases, it is not necessary to obtain quotes with each purchase. However, quotes should be obtained and compared at least once every 12 months.

B. *Request for Bid (RFB)*: An RFB is a solicitation of formal bids. A formal bid is a solicitation that requires advertising, bonds, and sealed bids. The specifications, delivery requirements, plans, drawings, and other items must be determined and finalized prior to the bid package being provided. Eligibility may be determined from a pre-qualification process, general advertising of project, or any other method deemed appropriate. The RFB should contain, at a minimum, the following: (1) disclosure of the local bidder preference and EPP, as outlined below; (2) criteria to determine acceptability such as inspection, testing, quality, workmanship, delivery, and suitability for a particular purpose standard; and (3) evaluation criteria that will be used for selection and award.

C. *Requests for Proposal (RFP)*: An RFP is a solicitation for goods or services designed for an award based upon criteria other than price alone. It is most often used for items or services that are hard to quantify or describe because it allows the proposer to suggest the item or service that might best suit the URA's needs. Examples where an RFP may be appropriate include design services, janitorial services, specialized equipment purchases, etc. The RFP should contain the following as a minimum: (1) a

scope of services and/or detailed specifications; (2) the required time schedule; (3) general requirements; (4) conditions and provisions; (5) location, date and time for submittal of the proposal; and (6) evaluation criteria that will be used for selection and award.

IV. Bid and Proposal Evaluation

Bids and Proposals shall be evaluated based on the requirements set forth in the RFB or RFP, which shall include local bidder preference as outlined below and may include criteria to determine acceptability such as inspection, testing, quality, workmanship, delivery, and suitability for a particular purpose. Those criteria that will affect the bid price and be considered in evaluation for award shall be objectively measurable, such as discounts, transportation costs, and total life cycle costs. The bid package sets forth the evaluation criteria to be used. No criteria may be used in bid evaluation that is not set forth in the bid package.

V. Local Bidder Preference

A. *Local Bidder/Proposer.* A local bidder or proposer is a person, partnership, corporation, limited liability company or joint venture, which is authorized to transact business in Colorado, and which maintains a physical business office within Grand County.

B. *Local Preference.* An advantage in consideration for award of a project or bid will be given to a bidder or proposer by reason of the business's location during a formal solicitation process. Local bidders and proposers shall receive a 5% preference over all non-local bidders or \$100,000, whichever is less. In no event shall the local bidder or proposer preference exceed the amount of \$100,000. When evaluation of a competitive solicitation process results in a determination that the respective bids or proposals are essentially equal in value, under no circumstances shall a Local Business Preference be granted where the award of a contract to a Local Business at a higher price will result in the URA exceeding its budgeted appropriation for that contract award.

C. *No Preference Given in Certain Circumstances.* No preference shall be given under this Section if the Executive Director determines that awarding a contract in compliance with the preference provisions of this rule: (1) may cause a denial of State or federal money that would otherwise be available; (2) may otherwise be inconsistent with any applicable requirement(s) of State law or the purposes of this Policy; (3) may cause delay(s) in a procurement action that would compromise the public health, safety, or welfare, then the resident preference authorized by this rule shall be suspended; (4) is redundant, as it would be in the case of a sole source procurement, or cooperative procurement; or (5) is in direct conflict with federal grant or contract competition procedures.

D. *Timing.* Except for when expressly authorized by other provisions of this Policy, a Local Business may not submit any type of revised bid or proposal to take advantage of any of the provisions in this Section.

E. *Protest.* Any person who has been adversely affected in a competitive solicitation process by the designation of a business as a Local Business may file a written protest with the Executive Director within seven calendar days of the date that person knew or should have known of the adverse effect. The written protest must set forth specific facts supporting the allegation that the business should not receive a Local Business designation. The Executive Director shall investigate the allegations and make a recommendation to the Board of Commissioners, who shall make the final determination.

VI. Environmentally Preferable Purchasing

The URA shall give preference to products that minimize environmental impacts over the lifetime of the product. At a minimum, the URA will consider a product's energy profile and recycled material content, toxicity, and impact on air and water resources, and the purchase of Energy-Star® certified products (or equivalent) when available. Environmentally Preferable Purchasing ("EPP") may be considered, but is not required, as part of the acquisition of services.

EPP is the purchase of products that have a lesser or reduced effect on human health and the environment when compared to competing products and services that serve the same purpose. This comparison will take into consideration the "life cycle costs" of the product, such as raw materials acquisition, production, manufacturing, packaging, distribution, reuse, operation, maintenance, disposal, energy efficiency, product performance, durability, safety, the needs of the purchaser, and cost.

The URA shall use the following action steps to move toward sustainable purchasing practices:

- A. Purchase products that are made from recycled content.
- B. Purchase products that are recyclable or compostable and avoid single-use plastics where possible.
- C. Conserve energy and reduce electricity costs.
- D. Purchase durable products that do not have to be replaced as often as their competition.
- E. Where electronic submittals are possible, request bids in this format.
- F. Purchase products in bulk to reduce costs, packaging, and transportation impacts.
- G. Purchase electric vehicles and equipment when financially viable.

VII. Award

The contract shall be awarded with reasonable promptness to the lowest responsible and responsive bidder whose bid or proposal meets the requirements and criteria set forth in

the bid package, unless the Executive Director or their designee shall determine that the public interest will be better served by accepting a different bid. When the award is not given to the lowest bidder, a complete statement of the reasons for placing the order with another bidder shall be made available to all bidders upon request.

VIII. Cancellation of Invitation for Bids

An RFB or RFP, or any other solicitation, may be canceled, or any or all bids or proposals may be rejected in whole or in part as may be specified in the solicitation, when it is in the best interests of the URA. The reasons therefore shall be put in writing and made part of the contract file.

4. BID GUIDELINES

I. Correspondence with Vendors

All correspondence with vendors should be communicated through the Executive Director unless the bid specifications make it advisable to delegate the authority to others.

II. Formal Bid Notice

All Formal bid purchases or formal contracts for services shall be advertised as follows:

- A. All notices and solicitation of bids shall state the time and place of the bid opening.
- B. Notices and solicitations of bids shall include information that these are sealed bids and that they should be so identified (as bids) on the envelope.
- C. Notices and solicitation of bids shall plainly state to whom the sealed bid(s) should be addressed.
- D. Performance bond(s), in cash or otherwise, or other acceptable financial assurance such as letter of credit shall be requested if in the best interest of the URA in such an amount as may be deemed sufficient to secure the execution of the contract or furnish supplies.
- E. The URA reserves the right to reject any and all bids and waive any informality. The URA also reserves the right to select the lowest and/or best bidder as determined by the URA in its sole discretion.

III. Competitive Buying

The URA shall obtain quotes or bids from as many providers as reasonably possible to ensure a competitive marketing atmosphere and advantageous pricing. Bids will be solicited when required by policy and when it is found to be advantageous to do so. Any qualified provider may respond to a URA request for quote or bid.

IV. Exemptions from the Public Bidding Process

The URA recognizes certain exemptions from the Public Bidding Process, as described herein.

- A. *Professional Services.* This Policy does not apply to professional services, including without limitation attorneys, certified public accountants/auditors, consultants, engineers, financial advisors, physicians, and real estate brokers. Professional services are considered sole source procurements.
- B. *Design-Build Services.* This Policy shall not apply to design-build specialty services so long as the Board of Commissioners approves such an exemption through formal action.

C. *Waiving Competitive Bidding.* A contract for materials or services may be awarded without competition if the Executive Director determines in writing that one or more of the following conditions exist:

1. Although there exists more than one responsible source, a competitive process cannot reasonably be used or, if used, will result in a substantial cost to the URA, will otherwise injure the URA's financial interests or will substantially impede the URA's administrative functions or the delivery of services to the public.

2. A particular material or service is required to maintain interchangeability or compatibility as a part of an existing integrated system.

3. A particular material or service is required to standardize or maintain standardization for the purpose of reducing financial investment or simplifying administration.

4. The material is perishable.

5. The material qualifies as an object of fine art.

6. Time limits the URA's ability to complete a formal bid/proposal process.

7. A particular material or item is required to match materials in use to produce visual harmony.

8. A particular material is required to enable use by specific individual.

9. A particular material is prescribed by a professional advisor or consultant.

10. The material or service is the subject of a change order.

11. Waiver of the competitive process is found to be in the best interests of the URA and its residents.

WINTER PARK URBAN RENEWAL AUTHORITY

RESOLUTION NO. 8
SERIES OF 2025

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE WINTER
PARK URBAN RENEWAL REGARDING THE SELECTION OF A BANK
FOR DEPOSIT OF ALL AUTHORITY FUNDS

WHEREAS, the Bylaws of the Winter Park Urban Renewal Authority, at Section 4 of Article V, provide that the Authority shall select a bank, by resolution, for deposit of all funds of the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Winter Park Urban Renewal Authority as follows:

Section 1. The Authority hereby selects Citywide Bank for the deposit of all funds of the Authority.

PASSED, ADOPTED AND APPROVED this __ day of _____, 2025.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

WINTER PARK URBAN RENEWAL AUTHORITY

RESOLUTION NO. 9
SERIES OF 2025

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE WINTER
PARK URBAN RENEWAL AUTHORITY ADOPTING A BUDGET AND
APPROPRIATING SUMS OF MONEY

WHEREAS, the Board of Commissioners (the "Board") of the Winter Park Urban Renewal Authority (the "Authority") must adopt an annual budget in accordance with the Local Government Budget Law, C.R.S. § 29-1-101, *et seq.*;

WHEREAS, a proposed 2025 Authority Budget was submitted to the Board on February 18, 2025, for the Board's consideration;

WHEREAS, the proposed budget was open for inspection by the public at the Winter Park Town Hall, 50 Vasquez Road, Winter Park, Colorado;

WHEREAS, the Board held a properly-noticed public hearing on February 18, 2025, and interested persons were given the opportunity to register any objections to the 2025 Authority Budget; and

WHEREAS, it is necessary to appropriate the revenues provided in the 2025 Authority Budget to and for the purposes described herein, so as not to impair the operations of the Authority.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the Winter Park Urban Renewal Authority as follows:

Section 1. The estimated revenues and expenditures for the Authority for 2025 are outlined in Attachment A:

Section 2. The 2025 Authority Budget, as submitted to the Board, is hereby approved and adopted as the budget of the Authority for 2025.

Section 3. For the Authority for 2025, the following sums are hereby appropriated from the revenue of each fund, to each fund, for the purposes stated on Attachment A:

PASSED, ADOPTED AND APPROVED this __ day of _____, 2025.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

Winter Park Urban Renewal Authority
Proposed Budget
Fiscal Year 2025

Revenue

Intergovernmental \$ 50,000

50,000

Expenditures

Legal services 20,000

Administrative services (IGA) 14,000

Audit services 5,000

General services 3,000

Reimbursable Expenses 3,000

Insurance 2,500

Bank Fees & Interest 1,000

Other 1,000

49,500

Net Revenue (Expenditures) 500

Fund Beginning Balance -

Estimated Ending Fund Balance **\$ 500**

WINTER PARK URBAN RENEWAL AUTHORITY

RESOLUTION NO. 10
SERIES OF 2025

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE WINTER
PARK URBAN RENEWAL AUTHORITY APPROVING AN
INTERGOVERNMENTAL AGREEMENT FOR INITIAL LOAN AND
SHARED ADMINISTRATIVE SERVICES WITH THE TOWN OF WINTER
PARK

WHEREAS, the Town of Winter Park (the "Town") desires to loan the Winter Park Urban Renewal Authority (the "Authority") \$50,000, along with additional funds for administrative costs, as provided for in an intergovernmental agreement for initial loan and shared administrative services (the "IGA"), attached hereto and incorporated herein.

NOW, THEREFORE, BE IT RESOLVED by the Winter Park Urban Renewal Authority as follows:

Section 1. The Authority hereby authorizes the Chair of the Authority to execute the IGA with the Town in substantially the form attached hereto.

PASSED, ADOPTED AND APPROVED this __ day of _____, 2025.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

**INTERGOVERNMENTAL AGREEMENT FOR INITIAL LOAN AND SHARED
ADMINISTRATIVE SERVICES**

THIS INTERGOVERNMENTAL AGREEMENT FOR INITIAL LOAN AND SHARED ADMINISTRATIVE SERVICES (the "IGA") is made and entered into this ___ day of _____, 2025 (the "Effective Date"), by and between the Town of Winter Park, a Colorado home rule municipality (the "Town") and the Winter Park Urban Renewal Authority, an urban renewal authority duly formed pursuant to Title 31, Article 25, Part 1, C.R.S. (the "Authority") (each a "Party" and collectively the "Parties").

WHEREAS, by adoption of Resolution No. 2179, Series of 2024, the Town formed the Authority;

WHEREAS, to provide for sufficient funding for the Authority's administrative operations until the receipt of its first tax increment revenue ("TIF") following approval of one or more urban renewal plans, the Authority requires a loan from the Town;

WHEREAS, as part of the Town's adopted budget for the year 2025, the Town set aside and appropriated \$50,000 for the initial funding and operation of the Authority;

WHEREAS, to assist in the Authority's start up and operations until such time as the Authority is receiving sufficient TIF revenue, the Town will supply to the Authority executive director services, finance services, website services and support, and general administrative support;

WHEREAS, executive director services, finance services, website services and support, and general administrative support for the Authority come at a cost to the Town (the "Administrative Costs");

WHEREAS, the Town and the Authority wish to enter into this IGA to establish the terms and conditions of the Initial Loan, the Administrative Costs, and the process for repayment of both.

NOW, THEREFORE, for the consideration hereinafter set forth, the receipt and sufficiency of which are hereby acknowledged, the Parties agree as follows:

I. LOAN AND ADMINISTRATIVE COSTS

A. As of the Effective Date, the Town shall provide to the Authority fifty thousand dollars (\$50,000) (the "Initial Loan"). The Initial Loan shall accrue interest at the rate of one percent per year, beginning on the first anniversary of the Effective Date.

B. In addition to the Initial Loan, as compensation for the Town's Administrative Costs, the Authority shall pay the Town \$14,000.00, which the Parties agree represents a flat fee estimate of the cost to the Town for the Authority's use of Town staff and Town consultants in 2025. The Initial Loan plus the Administrative Costs are referred to as the "Loan".

II. REPAYMENT

The Authority's receipt of TIF revenue, and accordingly, its ability to repay the Loan on an established schedule, is unknown to the Parties at this time. As such, the Loan shall have a term of 30 years from the Effective Date; provided, however, the Parties agree that repayment of the Loan, including partial repayment, shall be encouraged at such time as the Authority has sufficient cash on hand to repay the Loan, in whole or in part, as determined by the Authority's Board of Commissioner's in its reasonable discretion. In the case of partial repayment, all payments made shall first apply to interest accrued to the date of payment, then principal.

III. TERM

The Term of this IGA shall be from the Effective Date through December 31, 2025; provided, however, the repayment obligation set forth herein shall survive for 30 years from the Effective Date, or until the Loan is repaid in full, plus interest, whichever occurs first.

IV. DEFAULT

If for any reason the Authority fails to repay the Loan within 30 years from the Effective Date, the Authority shall be in default of this IGA. In the event of default, the Town may demand immediate payment of the entire remaining unpaid balance of the Loan, plus accrued interest, without prior notice of default or opportunity to cure. If the Authority fails to pay the entire Loan plus interest within 30 days of such a demand, in addition to other remedies that may be available to the Town under applicable law, the Authority agrees to present to Town Council no more than 30 days afterward regarding the Authority's finances, assets, and liabilities.

V. GENERAL PROVISIONS

A. This IGA shall be binding on and inure to the benefit of the Parties hereto, their heirs, executors, administrators, assigns, and successors.

B. Governing Law and Venue. This IGA shall be governed by the laws of the State of Colorado, and any legal action concerning the provisions hereof shall be brought in Grand County, Colorado.

C. Integration. This IGA constitutes the entire agreement between the Parties, superseding all prior oral or written communications.

D. Third Parties. There are no intended third-party beneficiaries to this IGA.

E. Severability. If any provision of this IGA is found by a court of competent jurisdiction to be unlawful or unenforceable for any reason, the remaining provisions hereof shall remain in full force and effect.

F. Modification. This IGA may only be modified upon written agreement of the Parties.

G. Assignment. Neither this IGA nor any of the rights or obligations of the Parties shall be assigned by either Party without the written consent of the other.

H. Governmental Immunity. The Parties and their respective officers, attorneys and employees, are relying on, and do not waive or intend to waive by any provision of this IGA the monetary limitations or any other rights, immunities or protections provided by the Colorado Governmental Immunity Act, C.R.S. § 24-10-101, *et seq.*, as amended, or otherwise available to the Parties and their respective officers, attorneys or employees.

I. Rights and Remedies. The rights and remedies of the Parties under this IGA are in addition to any other rights and remedies provided by law. The expiration of this IGA shall in no way limit the Parties' legal or equitable remedies, or the period in which such remedies may be asserted.

J. Subject to Annual Appropriation. Consistent with Article X, § 20 of the Colorado Constitution, any financial obligation of the Parties not performed during the current fiscal year is subject to annual appropriation, shall extend only to monies currently appropriated, and shall not constitute a mandatory charge, requirement, debt or liability beyond the current fiscal year.

Signature page follows.

IN WITNESS WHEREOF, the Parties have each caused this IGA to be executed as of the Effective Date.

WINTER PARK URBAN RENEWAL
AUTHORITY

Nick Kutrumbos, Chair

ATTEST:

Keith Riesberg, Secretary

TOWN OF WINTER PARK, COLORADO

Nick Kutrumbos, Mayor

ATTEST:

Danielle Jardee, Town Clerk