

**RESOLUTION OF THE TOWN COUNCIL OF MOUNTAIN VILLAGE APPROVING
THE FIRST AMENDMENT TO THE SAN MIGUEL AUTHORITY FOR REGIONAL
TRANSPORTATION (SMART) INTERGOVERNMENTAL AGREEMENT (IGA)
ACCEPTING THE INCLUSION OF THE TOWN OF RICO AS A MEMBER WITH ALL
RIGHTS AND DUTIES OF A MEMBER**

RESOLUTION NO. 2019-1017-17

- A. The San Miguel Authority for Regional Transportation (“SMART”) was created pursuant to the San Miguel Authority for Regional Transportation Intergovernmental Agreement dated as of November 9, 2016 (the “SMART IGA”) (capitalized terms used but not defined in this Resolution have the meanings assigned to them in the SMART IGA); and
- B. SMART was formed for the purpose of financing constructing, operating and maintaining an efficient and sustainable regional multi-modal transportation system; and
- C. The SMART IGA may be amended by Resolution of the Board of the SMART pursuant to Article XI of the SMART IGA provided such consent for amendment is manifested by a majority affirmative vote of the governing bodies of each member of SMART: and
- D. This Resolution is being adopted to accommodate the inclusion of the Town of Rico as a new member to SMART if a majority of the electors of the Town of Rico approve a Ballot Question at the Town of Rico General Election to be held on November 5, 2019 approving the Town of Rico to join SMART;
- E. Section 8.03 of the SMART IGA states:
 - 1. “Section 8.03 Additional Members. Any County or Municipality or portion thereof, which is not an Initial Member of the Authority, may become a Member (for purposes of this Section, a “new Member”) effective upon:
 - i. The adoption of a Resolution of the Board in accordance with Section 3.09 herein, the effectiveness of which may be conditioned by agreement and compliance of such new Member with any conditions which the Board, in its sole discretion, sees fit to impose;
 - ii. Unless the new Member is the State, approval of such new Member’s participation in the Authority by the electors residing within the territory of the new Member that is to be included in the Boundaries of the Authority; and
 - iii. Compliance with any other conditions to the admission of such new Member as a Member or its execution of the amended Agreement imposed under the Act, the Intergovernmental Relations Statute or any other applicable law.”

2. The Town of Mountain Village desires to approve the admission of the Town of Rico as a Member of SMART and the inclusion of the Town of Rico within the boundaries of SMART, generally as provided in the First Amendment to the SMART IGA a copy of which is attached hereto and made a part hereof as Exhibit A; and

NOW, THEREFORE, BE IT RESOLVED BY THE TOWN COUNCIL OF THE TOWN OF MOUNTAIN VILLAGE AS FOLLOWS:

1. If a majority of the electors of the Town of Rico approve a ballot question at the Town of Rico General Election to be held on November 5, 2019 authorizing the Town of Rico to join SMART then the Town of Mountain Village hereby consents to and conditionally approves the First Amendment to the SMART IGA providing for the inclusion of the Town of Rico as a Member of SMART, the inclusion of the boundaries of the Town of Rico into the boundaries of SMART and an increase in the number of Directors for the appointment of one (1) director by the Town of Rico substantially in the form attached hereto and the final form for which shall be subject to the approval as to form by counsel for the respective parties.
2. The Town Manager and the officers of the Town of Mountain Village are hereby authorized and directed to take such actions and sign such documents necessary and appropriate to effectuate the purposes of this Resolution.

Section 1. Resolution Effect

- A. This Resolution shall have no effect on pending litigation, if any, and shall not operate as an abatement of any action or proceeding now pending under or by virtue of the resolutions repealed or amended as herein provided and the same shall be construed and concluded under such prior resolutions.
- B. All resolutions, of the Town, or parts thereof, inconsistent or in conflict with this Resolution, are hereby repealed, replaced and superseded to the extent only of such inconsistency or conflict.

Section 2. Severability

The provisions of this Resolution are severable and the invalidity of any section, phrase, clause or portion of this Resolution as determined by a court of competent jurisdiction shall not affect the validity or effectiveness of the remainder of this Resolution.

Section 3. Effective Date

This Resolution shall become effective on October 17, 2019 (the "Effective Date") as herein referenced throughout this Resolution.

Section 4. Public Meeting

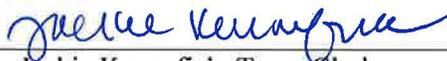
A public meeting on this Resolution was held on the 17th day of October in the Town Council Chambers, Town Hall, 455 Mountain Village Blvd, Mountain Village, Colorado 81435.

Approved by the Town Council at a public meeting held on October 17, 2019

Town of Mountain Village, Town Council

By: 
Laila Benitez, Mayor

Attest:

By: 
Jackie Kennefick, Town Clerk

Approved as to Form:


James Mahoney, Assistant Town Attorney

Exhibit A to Town of Mountain Village
Resolution DRAFT 10/17/2019

**FIRST AMENDMENT TO THE FORMATION INTERGOVERNMENTAL
AGREEMENT OF THE SAN MIGUEL AUTHORITY FOR REGIONAL
TRANSPORTATION (SMART)
TO INCLUDE THE TOWN OF RICO
AS A MEMBER**

This First Amendment to the formation Intergovernmental Agreement for the San Miguel Authority for Regional Transportation (“First Amendment”) is entered into as of the 10th day of November, 2019, by and among the TOWN OF TELLURIDE, COLORADO, the TOWN OF MOUNTAIN VILLAGE, COLORADO, the UNINCORPORATED AREA ENCOMPASSED WITHIN THE BOUNDARIES OF THE TELLURIDE R-1 SCHOOL DISTRICT OF SAN MIGUEL COUNTY, COLORADO (Initial Signatories), the TOWN OF RICO, COLORADO, AND the SAN MIGUEL AUTHORITY FOR REGIONAL TRANSPORTATION.

WHEREAS, the San Miguel Authority for Regional Transportation (“SMART”) was created pursuant to the San Miguel Authority for Regional Transportation Intergovernmental Agreement dated as of November 9, 2016 (the “SMART IGA”) by and between the Town of Telluride, the Town of Mountain Village and San Miguel County, as the Initial Signatories; and

WHEREAS, capitalized terms used but not defined in this First Amendment have the meanings assigned to them in the SMART IGA; and

WHEREAS, SMART was formed for the purpose of financing, constructing, operating and maintaining an efficient and sustainable regional multi-modal transportation system; and

WHEREAS, the SMART IGA may be amended by resolution of the Board of the Authority pursuant to Article XI of the SMART IGA; and

WHEREAS, the Original Signatories, the Town of Rico and SMART desire to enter into this First Amendment for the purpose of adding the Town of Rico as a Member of SMART and including the boundaries of the Town of Rico within SMART; and

[WHEREAS, on November 5, 2019, the majority of the electors in the Town of Rico approved a Ballot Question allowing the Town of Rico to join SMART; and]

WHEREAS, Section 8.03 of the SMART IGA states:

“Section 8.03. Additional Members. Any County or Municipality or portion thereof, which is not an Initial Member of the Authority, may become a Member (for purposes of this Section, a “new Member”) effective upon:

- (a) The adoption of a resolution of the Board in accordance with Section 3.09 herein, the effectiveness of which may be conditioned by agreement and compliance of such new Member with any conditions which the Board, in its sole discretion, sees fit to impose;
- (b) Unless the new Member is the State, approval of such new Member's participation in the Authority by the electors residing within the territory of the new Member that is to be included in the Boundaries of the Authority; and
- (c) Compliance with any other conditions to the admission of such new Member as a Member or its execution of the amended Agreement imposed under the Act, the Intergovernmental Relations Statute or any other applicable law."

WHEREAS, pursuant to Section 43-4-605, Colorado Revised Statutes, a Notice of Hearing concerning the proposed inclusion was published within the boundaries of SMART in the Telluride Daily Planet and the Notice of Hearing and was mailed to the Colorado Division of Local Government (Department of Local Affairs), the Colorado Transportation Commission (Colorado Department of Transportation) and owners of real property to the last known address described in the real estate records of the County of Delores in which the property is located and, pursuant to the Notice, the SMART Board held a hearing to consider the objections to the proposed inclusion, which hearing date was not less than 20 days after the mailing and publication of the Notice; and

WHEREAS, SMART and the Town of Rico entered into an Intergovernmental Agreement effective as of January 10, 2019, (the "Rico IGA"), which provided for a ballot question on the November 5, 2019 Town of Rico Ballot seeking formal acceptance by the Town of Rico electors to be included in SMART and which Ballot Question was approved by the electors of the Town of Rico; and

WHEREAS, the Initial Signatories and the SMART Board desire to amend Section 3.02 of the SMART IGA to provide for an additional Member of the SMART Board of Directors to be appointed by the Town of Rico.

NOW, THEREFORE, for and in consideration of the mutual covenants set forth below the Initial Signatories, the Town of Rico and the Board of SMART hereby agree that the SMART IGA shall be amended as follows:

1. The text of Article II of the SMART IGA shall be amended to add a new section 2.06 to read as follows:

Section 2.06. Appendix A to the SMART IGA shall be amended to include the following:

All territory within the Town of Rico and all territory subsequently annexed into the Town of Rico.

2. The text of Article II of the SMART IGA shall be amended to add a new section 2.07 to read as follows:

Section 2.07. Town of Rico Voter Approval. Appendix C to the SMART IGA shall be amended to reflect the Ballot Question passed by the electors of the Town of Rico on November 5, 2019, approving inclusion of the Town of Rico and all territory subsequently annexed into the Town of Rico into SMART.

3. The text of Section 3.02 of the SMART IGA shall be amended to add an additional Member to the Board of Directors of SMART to provide for a Director to be appointed by the Town of Rico, such amended Section 3.02 to read as follows:

Section 3.02. Directors. The Board shall be composed of two regular Directors appointed by each Member from the Town of Telluride, the Town of Mountain Village and San Miguel County and one regular Director appointed from the Town of Rico.

4. Pursuant to Section 8.03 of the SMART IGA, the Town of Rico is hereby deemed to be a new Member of SMART and the Town of Rico agrees to be bound by the SMART IGA as amended by this First Amendment.

5. The SMART Executive Director is hereby authorized and directed to file with the Director of the Division of Local Affairs, who shall cause this First Amendment and the SMART Resolution approving the First Amendment to be recorded in the real estate records of each county having territory included in the boundaries of the Authority pursuant to Section 43-4-605(2)(b)(II), Colorado Revised Statutes.

ATTEST:

SAN MIGUEL AUTHORITY FOR REGIONAL
TRANSPORTATION

Secretary to the Board

By: _____
Todd Brown,
Chairman, Board of Directors

Date: _____

ATTEST:

THE TOWN OF TELLURIDE, COLORADO

Telluride Town Clerk

By: _____

Printed Name: _____

Title: _____

ATTEST:

THE TOWN OF MOUNTAIN VILLAGE, COLORADO

Mountain Village Town Clerk

By: _____

Printed Name: _____

Title: _____

ATTEST:

SAN MIGUEL COUNTY, COLORADO

San Miguel County
Clerk to the Board

By: _____

Printed Name: _____

Title: _____

ATTEST:

THE TOWN OF RICO, COLORADO

Rico Town Clerk

By: _____

Printed Name: _____

Title: _____