

RESOLUTION NO. 2016-11-04

RESOLUTION OF THE BOARD OF DIRECTORS OF
PARKER HOMESTEAD METROPOLITAN DISTRICT REGARDING CONTINUING
DISCLOSURE POLICIES AND PROCEDURES

A. The Parker Homestead Metropolitan District, Douglas County, Colorado (the “**District**”), has entered into the continuing disclosure undertaking(s) set forth in **Exhibit A** attached hereto (referred to collectively herein, whether one or more than one, the “**Continuing Disclosure Undertaking**”); and

B. The Board of Directors of the District (the “**Board**”) desires to adopt policies and procedures in an effort to ensure compliance by the District with its obligations set forth in the Continuing Disclosure Undertaking (the “**Continuing Disclosure Policy**”); and

C. The Board desires to implement the Continuing Disclosure Policy through the imposition of procedures and the delegation tasks and responsibilities, as more particularly set forth in **Exhibit B** attached hereto (the “**Compliance Procedures**”); and

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Parker Homestead Metropolitan District, Douglas County, Colorado:

1. The Continuing Disclosure Policy is hereby approved and adopted and made a part of the public records of the District.

2. The Board hereby delegates the tasks and responsibilities set forth in the Compliance Procedures to the responsible parties as set forth therein.

3. The Continuing Disclosure Policy is intended to supplement any previous post-issuance compliance procedures that may have been adopted by the District and any procedures evidenced in writing by any Official Statement or continuing disclosure undertaking heretofore or hereafter issued, entered into, or executed and delivered by the District or on its behalf.

4. The Board may revise the Continuing Disclosure Policy from time to time as the Board deems necessary or desirable to comply with federal and state securities laws or otherwise as the Board may determine in its sole discretion.

5. Prior to the engagement of the responsible parties listed in the Compliance Procedure, and other consultants as may be applicable with respect to the Continuing Disclosure Undertaking, such responsible parties and consultants shall be required to review and comply with the Continuing Disclosure Policy, including, without limitation, the responsibilities set forth in the Compliance Procedures.

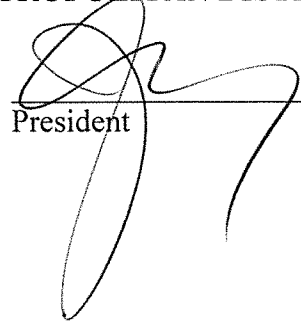
6. Within thirty (30) days, or earlier if necessary, of entering into any new Continuing Disclosure Undertaking and/or with respect to any changes or modifications to the Continuing Disclosure Undertaking, the responsible parties and consultants shall meet with bond counsel and disclosure counsel to review the continuing disclosure compliance requirements and

develop a process for compliance with respect to such new and/or changed Continuing Disclosure Undertaking.

RESOLUTION APPROVED AND ADOPTED this 14th day of November, 2016.

**PARKER HOMESTEAD
METROPOLITAN DISTRICT**

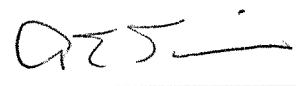
By:



President

Attest:

By:



Secretary

EXHIBIT A
CONTINUING DISCLOSURE UNDERTAKING
DATED NOVEMBER 15, 2016

EXHIBIT B
COMPLIANCE PROCEDURES