AGENDA
Timnath Development Authority
Meeting
6:00 PM - Tuesday, April 28, 2020
4750 Signal Tree Drive, Timnath, Colorado

1. CALL TO ORDER AND ROLL CALL
2. AMENDMENTS TO THE AGENDA
3. PUBLIC COMMENT
   The Timnath Town Center continues to be closed to the public. For members of the public wishing to listen and view the April 28th Timnath Development Authority meeting, it will be available for viewing live on the Town's Facebook page. Any member of the public who wishes to participate in the Public Comment section of the meeting should email publiccomment@timnathgov.com with a written statement. If a member of the public wished to address the council directly, please email publiccomment@timnathgov.com and arrangements can be made via live video conferencing.
4. CONSENT AGENDA
   4.a. Approval of the April 14, 2020, TDA Meeting Minutes

      Timnath Development Authority - 14 Apr 2020 - Minutes

5. REPORTS
5.a. Chairperson and Commissioner Reports

6. BUSINESS
   6.a. RESOLUTION NO. TDA-03, SERIES 2020, A Resolution Authorizing Electronic Signatures and Establishing Related Procedures (“Resolution”)

      Staff Report - Pdf
      TDA-03
      Presented by: Robert Rogers

7. ADJOURNMENT

DISCLAIMER
ADA Disclaimer: The Town of Timnath will make reasonable accommodations for access to Town services, programs, and activities and will make special communication arrangements for persons with disabilities. If you need reasonable accommodation please notify us 24 hours in advance of the service, program or activity. Please call 970-224-3211 (TTY: Dial 711 or 800-659-3656 for Relay Colorado assistance).
PRESENT: Mayor Jill Grossman-Belisle, Mayor Pro Tem Aaron Pearson, Councilmember William Neal, Councilmember Lisa Laake (via Virtual access), and Councilmember Rick Collins (via Virtual access)

STAFF: Contracted Town Attorney Robert Rogers, Contracted Town Attorney Audrey Johnson (via Virtual access), Town Manager Wesley LaVanchy, Town Clerk Milissa Peters-Garcia, Contracted Finance Director Christine Harwell (via Virtual access), Police Chief Terry Jones, Contracted Town Engineer Don Taranto (via Virtual access), Contracted Community Development Director Matt Blakely (via Virtual access), Contracted Town Planner Brian Williamson (via Virtual access), Contracted Town Planner Kevin Koelbel (via Virtual access), Ashley Lauwereins (via Virtual access) and Contracted Town Engineer Eric Fuhrman (via Virtual access)

1 CALL TO ORDER AND ROLL CALL 6:25 P.M.

2 AMENDMENTS TO THE AGENDA NONE

3 PUBLIC COMMENT NONE

4 CONSENT AGENDA
   a) Approval of the December 10, 2019, TDA Meeting Minutes

Co-Chair Aaron Pearson made a motion approval of the consent agenda. Commissioner William Neal seconded the motion. CARRIED unanimously.

5 REPORTS
   a) Chairperson and Commissioner Reports
      NONE

6 BUSINESS
   a) RESOLUTION NO. TDA-01, SERIES 2020, A Resolution Declaring Emergency Procedures and Authorizing Electronic Meetings and Remote Participation ("Resolution")

   • Mr. Rogers spoke to the Commissioners about the proposed resolution.
Commissioner William Neal made a motion approval of RESOLUTION NO. TDA-01, SERIES 2020, A Resolution Declaring Emergency Procedures and Authorizing Electronic Meetings and Remote Participation. Co-Chair Aaron Pearson seconded the motion. CARRIED unanimously.

b) RESOLUTION NO. TDA-02, SERIES 2020, A Resolution Ratifying Settlement Agreement (“Resolution”)

- Mr. Rogers spoke to the Commissioners about the proposed resolution.
- Chairperson Grossman-Belisile expressed her appreciation for all of the hard work and stated that she was glad a solution was finalized.

Co-Chair Aaron Pearson made a motion approval of RESOLUTION NO. TDA-02, SERIES 2020, A Resolution Ratifying Settlement Agreement.
Commissioner Lisa Laake seconded the motion. CARRIED unanimously.

7 ADJOURNMENT 6:30 P.M.

________________________________________
Chairperson

________________________________________
Secretary
TO:   Board of Commissioners
FROM: Robert Rogers
DATE OF MEETING: April 28, 2020
TITLE / SUBJECT: A Resolution Authorizing Electronic Signatures and Establishing Related Procedures ("Resolution")

DESCRIPTION
A Resolution Authorizing Electronic Signatures and Establishing Related Procedures ("Resolution")

SUMMARY
During the COVID-19 Emergency, the Board authorized the use of electronic signatures. This Resolution extends that authorization and adopts a policy that governs the process for using and accepting electronic signatures for TDA business in a way that keeps pace with technological advances that are now widely recognized by the Colorado General Assembly and the Larimer County Court System.

RECOMMENDATION
Staff recommends approval of this Resolution.

KEY POINTS
- The TDA’s use of electronic signatures will be in conformance with state law and other applicable policies.
- Scanned, copied, or facsimiles of documents containing an original handwritten signature will continue to be accepted by the TDA.
- This Resolution maintains the rule that only an authorized signatory may execute a document on behalf of the TDA.
- This Resolution also ratifies any previous electronic signatures that may have been used or accepted by the TDA prior to the adoption of the Resolution.

ADVANTAGES
Use of electronic signatures increases the efficiency of various internal and external transactions that require signatory authorizations or consents.

DISADVANTAGES
None.

FINANCIAL IMPLICATIONS
None.

RECOMMENDED MOTION
I move for approval of the Resolution.

ATTACHMENTS
1. Resolution.
TIMNATH DEVELOPMENT AUTHORITY
RESOLUTION NO. TDA-03, SERIES 2020

A RESOLUTION AUTHORIZING ELECTRONIC SIGNATURES AND ESTABLISHING RELATED PROCEDURES

WHEREAS, the Board of Commissioners (“Board”) of the Timnath Development Authority (the “TDA”), pursuant to the provisions of the Colorado Revised Statutes, has the power to pass resolutions; and

WHEREAS, in 2002, the Colorado legislature enacted the Uniform Electronic Transactions Act, §§ 24-71.3-101 et seq., C.R.S. (the “Act”); and

WHEREAS, pursuant to § 24-71.3-117, C.R.S., the TDA, as a political subdivision of the State of Colorado, has the general power, in relation to the administration of the affairs of the TDA, to determine the extent to which it will create and retain electronic signatures; and

WHEREAS, pursuant to § 24-71.3-118 (1), C.R.S., the TDA, as a political subdivision of the State of Colorado, has the general power, in relation to the administration of its affairs, to determine the extent to which it will send and accept electronic signatures to and from other persons and otherwise create, generate, communicate, store, process, use, and rely upon electronic signatures; and

WHEREAS, on April 14, 2020, the Board passed Resolution No. TDA-01, Series 2020, Declaring Emergency Procedures and Authorizing Electronic Meetings and Remote Participation, which included the authorization of electronic signatures during the Novel Coronavirus 2019 (“COVID-19”) pandemic; and

WHEREAS, the Board desires to extend the authorization of electronic signatures beyond the COVID-19 emergency and establish related procedures; and

WHEREAS, attached hereto as Exhibit A is the Electronic Signature Policy (“Policy”) designed to increase the efficiency of various internal and external transactions that require signature or authorization, and govern the process for using and accepting electronic signatures for internal and external TDA business and transactions; and

WHEREAS, the Board is familiar with the Policy and finds it to be in the best interest of the TDA, its residents, and the general public.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE TIMNATH DEVELOPMENT AUTHORITY, COLORADO AS FOLLOWS:

Section 1. Authorization
The TDA authorizes the use of Electronic Signatures to conduct the official business of the
TDA in conformance with the Colorado Uniform Electronic Transactions Act, C.R.S. §§ 24-71.3-101 et seq., and other applicable laws.

Section 2. Adoption.
The Electronic Signature Policy is hereby adopted in substantially the form attached hereto as Exhibit A, with such modifications and additions as the Executive Director, in consultation with Legal Counsel, determines to be necessary and appropriate to protect the interests of the TDA or effectuate the purposes set forth herein and not otherwise inconsistent with this resolution.

Section 3. Severability.
If any part, section, subsection, sentence, clause or phrase of this Resolution or Electronic Signature Policy is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining provisions.

Section 4. Effective Date.
This Resolution and Electronic Signature Policy shall take effect as of the date of this Resolution until amended, superseded or rescinded.

Section 1. Ratification of Electronic Signatures.
To the extent that the TDA has utilized or accepted Electronic Signatures (as defined in the Electronic Signature Policy) prior to the Effective Date, such Electronic Signatures are hereby ratified, approved and accepted by the Board.

INTRODUCED, MOVED, AND ADOPTED ON APRIL 28, 2020.

TIMNATH DEVELOPMENT AUTHORITY

____________________________________
Mark Soukup, Chairperson

____________________________________
Milissa Peters-Garcia, CMC
Clerk
EXHIBIT A

Electronic Signature Policy

1.0 Background and Purpose

Use of electronic signatures increases the efficiency of various internal and external transactions that require signature or authorization. This policy establishes and governs the process for using and accepting electronic signatures used to conduct official TDA business.

2.0 Policy

The TDA permits the use of Electronic Signatures for both internal and external transactions to conduct the official business of the TDA in accordance with the procedures set forth below.

2.1 Where TDA policies, or applicable laws, regulations, or rules require a signature, that requirement is met if the document contains an Electronic Signature.

2.2 If a law or regulation prohibits a transaction from occurring electronically, the transaction must occur in the manner specified by that law or regulation.

2.3 This Policy shall be construed in a manner consistent with the Colorado Uniform Electronic Transactions Act (the “Act”). If there is a conflict between the Act and this policy, the Act shall control.

2.4 Nothing contained in this Policy shall be construed as requiring a person to use an Electronic Signature for any TDA business or transaction. Scanned, copied, or facsimiles of documents containing an original handwritten signature are not covered by this Resolution as such are not considered Electronic Signatures under the Act, and are legally acceptable without further action of the TDA.

2.5 If an applicable policy, law, regulation or rule prohibits particular TDA business or transactions from utilizing Electronic Signatures, such business or transaction shall be consummated in the manner permitted by applicable law. If an applicable policy, law, regulation or rule requires an Electronic Signature to contain specific elements, notwithstanding the acceptability of the Electronic Signatures as described in this Policy, the Electronic Signature must contain those specific elements to be valid and enforceable.

3.0 Procedures

3.1 External Transactions

3.1.1. Each party to an External Transaction must agree to conduct the transaction electronically. Agreement may be implied from the context and circumstances.
3.1.2. Only an Authorized Signatory may execute an External Transaction on behalf of the TDA.

3.1.3. The TDA may require a standard signature block or certification to be used for certain External Transactions.

3.2 **Internal Transactions**

3.2.1. Only an Authorized Signatory may execute an Internal Transaction on behalf of the TDA.

4.0 **DEFINITIONS.**

4.1 **“Authorized Signatory”** means a director, employee, contractor, consultant or other person who has been authorized or delegated by the Board the authority to sign documents on behalf of the TDA.

4.2 **“Electronic Signature”** means an electronic sound, symbol, or process attached to or logically associated with a record and executed or adopted by a person with the intent to sign the record. Electronic Signatures include, but are not limited to, (i) a signature image (a computer file that is created from the scanned image of the handwritten signature); and (ii) a signature generated by a computer program such as Adobe, DocuSign or other similar software that may or may not be time and date stamped.

4.3 **“External Transaction”** means any legally binding agreement or contract between the TDA and an individual, entity, business, or government agency.

4.4 **“Internal Transaction”** means any internal work-flow or approval process that requires a signature or approval on a TDA form, document, memo, or other similar format.