

# HAWTHORN METROPOLITAN DISTRICT NOS. 1 & 2

## SPECIAL MEETING

5740 Olde Wadsworth Boulevard

Arvada, Colorado 80002

December 7, 2015

3:30 P.M.

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Christopher Elliot, President	Term to May 2018
C. Regan Hauptman, Vice President	Term to May 2016
P. Ron Hauptman, Treasurer	Term to May 2016
Matthew Cavanaugh, Secretary	Term to May 2016
Corey Elliott, Assistant Secretary	Term to May 2018

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### AGENDA

1. Call to Order
2. Declaration of Quorum/Director Qualifications/Reaffirmation of Disclosures
3. Approve Agenda
4. Public Comment - Members of the public may express their views to the Board(s) on matters that affect the District(s) on items not otherwise on the agenda. Comments will be limited to three (3) minutes.
5. Approval of Minutes from the November 19, 2015 Special Meeting (**enclosure**)
6. Legal Matters
  - a. Subordinate Bond Matters
    - i. Consider engagement of Kutak Rock, LLP for bond counsel services related to the District No. 2's Subordinate General Obligation Bonds, Series 2015 (**to be distributed**)
    - ii. Consider and Make Final Determination to Issue General Obligation Indebtedness: Consider Adoption of Resolution Authorizing the Issuance of Limited Tax Subordinate General Obligation Bonds, Series 2015, in the approximate aggregate principal amount of \$2,500,000, and, in connection therewith, adopt a resolution authorizing the issuance of the same and authorizing a Trust Indenture, a Bond Purchase Agreement, Continuing Disclosure Agreement and other related documents; ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such transaction; authorizing incidental action; and repealing prior inconsistent actions (**to be distributed**)

b. Developer Funding Agreements

- i. Discuss and Consider Termination of Funding and Reimbursement Agreement (Operations and Maintenance) between District No. 1 and Golden Peaks, LLC, and acknowledged by District No. 2, dated December 10, 2012 (**enclosure**)
- ii. Discuss and Consider Approval of Funding and Reimbursement Agreement (Operations and Maintenance) between District No. 2 and Golden Peaks, LLC (**enclosure**)
- iii. Discuss and Consider Approval of Funding and Reimbursement Agreement (Operations and Maintenance) between District No. 2 and Hawthorn Development, Inc. (**enclosure**)
- iv. Discuss and Consider Termination of Infrastructure Acquisition and Reimbursement Agreement between District No. 1 and Golden Peaks, LLC, and acknowledged by District No. 2, dated December 10, 2012 (**enclosure**)
- v. Discuss and Consider Termination of Infrastructure Acquisition and Reimbursement Agreement with Hawthorn Development, Inc. dated August 11, 2014 (**enclosure**)
- vi. Discuss and Consider Approval of Infrastructure Acquisition and Reimbursement Agreement between Hawthorn Development, Inc. and District No. 2 (**to be distributed**)

c. Fee Matters

- i. Discuss and Consider Repeal and Termination by District No. 1 of Second Amended and Restated Joint Resolution of the Boards of Directors Concerning the Imposition of an Operations Fee and Consider Adoption by District No. 2 of Resolution Imposing an Operations Fee (**to be distributed**)

d. Real Property Matters

- i. Discuss and Consider Quit Claim Deed from District No. 1 to District No. 2 conveying Tracts A, C, F, and G of the Hawthorn Subdivision (**enclosure**)

e. Independent Contract Agreements

- i. Discuss and Consider Assignment of Independent Contractor Agreement (Waste/Recycle Services) between District No. 1 and Waste Management of Colorado dated October 12, 2014 to District No. 2 and consider extension of same (**enclosure**)
- ii. Discuss and Consider Assignment of Independent Contractor Agreement (District Management) between District No. 1 and Stillwater Community Management, LLC dated January 3, 2013 (as revised and extended through December 31, 2016) to District No. 2 (**enclosure**)

- iii. Discuss and Consider Assignment of Independent Contractor Agreement (Snow Removal Services – 2015/2016) between the Districts and Keesen Landscape Management, Inc. dated November 1 to District No. 2 (**to be distributed**)

f. Other Legal

- i. Discuss and Consider Termination of District Operating Agreement between the Districts dated December 10, 2012 (**enclosure**)
- ii. Consider Approval of Delegation, Transfer, and Assignment of Rights of District No. 1 to District No. 2 under the Covenants and Restrictions of Hawthorn (**to be distributed**)

g. Discuss Additional Action Items Necessary for Transfer of Responsibilities to District No. 2

- i. Assignment and Delegation of Easement Deed (Trail) from District No. 1 to District No. 2
- ii. Discuss and Consider Assignment and Delegation of Easement Deed (Drainage) from District No. 1 to District No. 2
- iii. Assignment of Intergovernmental Agreement between District No. 1 and North Table Mountain Water and Sanitation District dated November 13, 2012 to District No. 2 (**to be distributed**)
- iv. Assignment of Subsurface Groundwater Collection System Maintenance Plan between District No. 1 and Lennar Colorado, LLC dated January 22, 2013 to District No. 2 (**to be distributed**)

7. Financial Matters

8. Construction Matters

9. Management Update

10. Other Business

11. Next Meeting

12. Adjourn