

CASTLE OAKS METROPOLITAN DISTRICT NO. 3

AGENDA

2154 E. Commons Avenue, Suite 2000

Centennial, CO 80122

December 16, 2015

3:00 p.m.

Craig Campbell	President	Term to May 2016
Sandi Thomas	Vice President	Term to May 2018
Christian Matt Janke	Treasurer/Secretary	Term to May 2016
VACANT	Assistant Secretary	Term to May 2018
VACANT	Assistant Secretary	Term to May 2016

NOTICE OF SPECIAL MEETING AND AGENDA

1. Call to Order/Declaration of Quorum
2. Director Disclosures
3. Approval of Agenda
4. Approval of Minutes from the October 27, 2015 Regular Meeting and the November 19, 2015 Special Meeting (**enclosures**) PAGE 01
5. Public Comment – Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes. Please sign in.
6. Legal Matters
 - a. Consider Approval of Amended and Restated Funding and Reimbursement Agreement with SLV Castle Oaks, LLC (**enclosure**) PAGE 14
 - b. Consider Approval of Independent Contractor Agreement with Castle Oaks Estates Master Association (**to be distributed**)
 - c. Consider Adoption of a Resolution (i) authorizing the issuance of General Obligation Limited Tax Completion Bonds in the approximate principal amount of \$13,370,000, and (ii) approving the form of an Amended and Restated Indenture of Trust and other documents and agreements relating to the Bonds, including a bond purchase agreement, a limited offering memorandum and continuing disclosure undertaking, and authorizing such other acts, documents, agreements, and related matters as necessary or appropriate in connection with the foregoing (**to be distributed**)
7. Construction Matters
 - a. Independent Contractor Agreement with CTL/Thompson, Inc. for Geotechnical Investigation and Testing Services (Terrain – State Highway 86 Acceleration/Deceleration Lanes)
 - i. Consider Approval of Change Order No. 1, for State Highway 86 Acceleration/Deceleration Lanes, in the amount of \$9,235.00 (**enclosure**) PAGE 22
 - ii. Consider Approval of Invoice No. 2, for State Highway 86 Acceleration/Deceleration Lanes, in the amount of \$5,350.00 (**enclosure**) PAGE 25
 - iii. Consider Approval of Invoice No. 3, for State Highway 86 Acceleration/Deceleration Lanes, in the amount of \$3,745.00 (**enclosure**) PAGE 26

- b. Independent Contractor Agreement with Core Consultants, Inc. for Engineering Services
 - i. Consider Approval of Invoice No. 5, for Autumn Sage Monitoring, in the amount of \$4,852.68 (**enclosure**) PAGE 28
 - ii. Consider Approval of Invoice No. 6, for Highway 86/High Point Improvements, in the amount of \$8,965.00 (**enclosure**) PAGE 29
 - c. Terrain-Dog Bone Park and Phase 1 Trail – Civil (Premier Earthworks & Infrastructure, Inc.)
 - i. Construction Manager Report
 - d. Terrain – State Highway 86 Acceleration/Deceleration Lanes – (ESCO Construction Co.)
 - i. Consider Approval of Contract Progress Estimate No. 6 in the amount of \$131,561.70 (**enclosure**) PAGE 30
 - ii. Construction Manager Report
 - e. Terrain-Dog Bone Park and Phase 1 Trail – Landscape (ValleyCrest Landscape Development, Inc.)
 - i. Consider Ratification of Change Order No. 3, with a Net Increase of \$4,429.04 (**enclosure**) PAGE 33
 - ii. Consider Approval of Change Order No. 4, with a Net Increase of \$3,562.00 (**enclosure**) PAGE 36
 - iii. Consider Approval of Pay Application No. 4, in the amount of \$154,022.33 (**enclosure**) PAGE 39
 - iv. Construction Management Report
 - f. Terrain – Autumn Sage Street Landscape/Irrigation/Hardscape (Colorado Designs, Inc.)
 - i. Construction Manager Report
 - g. McMurdo Gulch Drainage and Valley View Extension (Premier Earthworks & Infrastructure, Inc.)
 - i. Construction Manager Report
 - h. Consider Approval of Indenture of Trust, Requisition No. 10 (**enclosure**) PAGE 46
 - i. Consider Approval of Indenture of Trust, Requisition No. 11 (**to be distributed**)
8. Financial Matters
- a. Payables/Financials (**enclosure**) PAGE 47
 - b. Consider Engagement of Wagner Barnes & Griggs, P.c. to Perform 2015 Audit (**enclosure**) PAGE 49
 - c. Consider Adoption of Resolution Regarding Acceptance of District Eligible Costs incurred by SLV Castle Oaks, LLC pursuant to the Infrastructure Acquisition and Reimbursement Agreement dated November 21, 2014 (**enclosure**) Page 53
9. Other Business
10. Adjourn