

LEYDEN ROCK METROPOLITAN DISTRICT NOS. 1-5 & 10

SPECIAL MEETING

5740 Olde Wadsworth Boulevard

Arvada, Colorado 80002

July 6, 2016

9:00 AM

Chris Elliott, TBD	Term to May 2020
C. Regan Hauptman, TBD	Term to May 2018
Matt Cavanaugh, TBD	Term to May 2018
Paul Ron Hauptman, TBD	Term to May 2018
Corey Elliott, TBD	Term to May 2020

AGENDA

1. Call to Order
2. Declaration of Quorum/Director Qualifications/Reaffirmation of Disclosures
3. Appointment of Officers
4. Approval of Agenda
5. 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. Please sign in.
6. Consent Agenda:
 - a. Consider Approval of Minutes from the April 4, 2016 meeting (**enclosure**)
 - b. Consider Approval of Independent Contractor Agreement with Thoutt Bros. Concrete Contractors Inc. for Entry Way Repairs (District No. 1) (**enclosure**)
 - c. Consider Approval of Independent Contractor Agreement with Tamarack Consulting LLC for Certification of District Eligible Costs (District No. 10) (**enclosure**)
 - d. Consider Ratification of Independent Contractor Agreement with Backflow Consulting, Testing and Repair, Inc. for Backflow Testing (District No. 1) (**enclosure**)
 - e. Consider Approval of First Addendum to Independent Contractor Agreement with Access Systems, LLC for Pool Key Services (District No. 1) (**enclosure**)
Consider Approval of First Addendum to Independent Contractor Agreement with YMCA of Metropolitan Denver for Pool Maintenance & Staffing and Recreation Programs (District No. 1) (**enclosure**)
 - f. Consider Approval of Amendments to the Pool and Clubhouse Use Policy, Updated as of July 6, 2016 (District No. 1) (**enclosure**)

- g. Consider Approval of Extension to Independent Contractor Agreement with Allied Waste Transportation, Inc., d/b/a Republic Services of Denver for Solid Waste Services (District No. 1) (**enclosure**)
 - h. Consider Approval of Second Amendment to Independent Contractor Agreement with Stillwater Community Management, LLC for District Management (District No. 1) (**enclosure**)
 - i. Consider Approval of Independent Contractor Agreement with Dave's Landscape & Construction, Inc. for Weed Control (District No. 1) (**enclosure**)
 - j. Consider Ratification of 2015 Annual Report (**enclosure**)
7. Legal Matters
- a. Consider Approval of Transaction-Based Informed Consent to Representation Letter from White Bear Ankele Tanaka & Waldron (**enclosure**)
 - b. Consider Approval of Termination of District Operating Agreement between the Districts (**to be distributed**)
 - c. Consider Approval of District Cooperative Intergovernmental Agreement between the Districts (**to be distributed**)
 - d. Consider Approval of Amended and Restated Infrastructure Acquisition and Reimbursement Agreement between the Districts and RRCEA, LLC (**to be distributed**)
 - e. Consider Approval of Amended and Restated Funding and Reimbursement Agreement (Operations and Maintenance) between the Districts and RRCEA, LLC (**to be distributed**)
8. Financial Matters
- a. Financial Report/Claims Payable (**enclosure**)
 - b. Consider Acceptance of 2015 Audit (District No. 5) (**enclosure**)
 - c. Bond Matters:
 - i. Consider Adoption of Resolution Regarding Acceptance and Acquisition of Public Improvements from RRCEA LLC (**to be distributed**)
 - ii. Consider approval of Engagement of Kutak Rock as bond counsel (District No. 10) (**to be distributed**)
 - iii. Review Special Fee Disclosure for Legal Services in Connection with Financial Transaction from White Bear Ankele Tanaka & Waldron (**to be distributed**)
 - iv. Consider Ratification of Engagement of CliftonLarsonAllen LLP for Municipal Advisor Services Related to the 2016 Bonds (District No. 10) (**enclosure**)
 - v. Consider Ratification of Engagement of North Slope Capital Advisors for External Financial Advisor Services (District No. 10) (**enclosure**)
 - vi. Consider Approval of Placement Agent Agreement with D.A. Davidson & Co. for Series 2016C Bonds (District No. 10) (**to be distributed**)
 - vii. Consider making a final determination regarding the issuance of general obligation indebtedness consisting of Limited Tax (Convertible to Unlimited Tax) General Obligation Refunding and Improvement Bonds, Series 2016A, in the principal aggregate amount of up to \$45,000,000 (the "Series 2016A Bonds"), and Limited Tax Subordinate General Obligation

Bonds, Series 2016B, in the principal aggregate amount of up to \$8,000,000 (the “Series 2016B Bonds”), and Junior Subordinate Limited Tax General Obligation Bonds, Series 2016C (Taxable), in the principal aggregate amount of up to \$10,000,000 (the “Series 2016C Bonds,” together with the Series 2016A Bonds and Series 2016B Bonds, the “Bonds”), for the purpose of financing additional project costs and refunding certain indebtedness previously incurred by District No. 5 in the form of a 2013 loan from Compass Mortgage Corporation. The Series 2016A Bonds and Series 2016B Bonds are each to be issued pursuant to separate Indentures of Trust (the “Indentures”) between the District and UMB Bank, n.a. In connection therewith, the Board will consider resolutions authorizing the issuance of such Bonds, approving the execution and delivery of the Indentures and all other related agreements, amendments, certificates, filings or other documentation necessary to complete the Bond transaction, including a Bond Purchase Agreement for the Series 2016A Bonds and Series 2016B Bonds; approving, ratifying and confirming the execution of certain related documents; making determinations and findings as to other matters related to such Bond transaction; authorizing incidental action; and repealing prior inconsistent actions. (District No. 10) **(to be distributed)**

d. Other Financial Matters

9. Management Update
10. Other Business
11. Adjourn