

**NOTICE OF SPECIAL MEETING**

**DOMINION WATER & SANITATION DISTRICT  
DOUGLAS COUNTY, COLORADO**

NOTICE IS HEREBY GIVEN that the Board of Directors of Dominion Water & Sanitation District, Douglas County, Colorado, will hold a special board meeting on Wednesday, January 21, 2015 at the hour of 1:00 p.m. at the offices of McGeady Sisneros, P.C., 450 E. 17<sup>th</sup> Avenue, Suite 400, Denver, Colorado 80203. At this meeting the Board will take up regular business of the District as reflected on the agenda attached, and any other matters as may come before the Board. The meeting is open to the public.

This notice is given by order of the Board of Directors of the District.

DOMINION WATER & SANITATION DISTRICT  
DOUGLAS COUNTY, COLORADO

By: /s/ David Peak  
Manager

**DOMINION WATER & SANITATION DISTRICT ("DWSD")**  
**SPECIAL MEETING AGENDA OF THE DISTRICT, ITS STERLING RANCH**  
**WATER ACTIVITY ENTERPRISE AND ITS STERLING RANCH WASTEWATER**  
**ACTIVITY ENTERPRISE**

<b>Board of Directors:</b>	<b>Term Expires:</b>
Harold R. Smethills, President	May 2016
James Yates, Treasurer	May 2018
Alec Garbini, Assistant Secretary	May 2016
Jeffrey Clark LaForte, Assistant Secretary	May 2018
Vacant, Assistant Secretary	May 2016
David Peak, Secretary	N/A

**Date:** January 21, 2015 - Wednesday  
**Time:** 1:00 p.m.  
**Location:** McGeady Sisneros, P.C.  
450 E. 17<sup>th</sup> Avenue  
Suite 400  
Denver, CO 80203

1. CALL TO ORDER / DECLARATION OF QUORUM  

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2. DISCLOSURE OF CONFLICTS OF INTEREST  

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3. REVIEW AND APPROVE AGENDA AND MEETING LOCATION  

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4. CONSENT AGENDA (THE FOLLOWING CAN BE APPROVED WITH A SINGLE MOTION, OR PULLED FROM THE CONSENT AGENDA TO DISCUSS SEPARATELY)
  - A. Review and Approve Minutes of the December 22, 2014 Special Meeting (enclosed)
  - B. Ratify Approval of Claims Totaling \$1,364,308.87, Represented by Check Numbers 222 through 248 (enclosed)
  - C. Consider Adoption of Resolution No. 2015-01-01, Resolution Designating Location for Posting of 24-Hour Notices (enclosed)

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5. UTILITY MATTERS

- A. Report
- B. Other

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6. LEGAL MATTERS (ADJOURN TO EXECUTIVE SESSION, IF NECESSARY, FOR ANY OF THE FOLLOWING ITEMS)

**DISTRICT:**

- A. Ratify Approval of Bond Counsel Engagement Letter between the District and Greenberg Traurig, LLP (enclosed)

**STERLING RANCH WASTEWATER ACTIVITY ENTERPRISE:**

- B. Discuss Coordination of Construction and Financing of Wastewater Services with the Sterling Ranch Community Authority Board

**STERLING RANCH WATER ACTIVITY ENTERPRISE:**

- C. Discuss Status of WISE Agreement
- D. Discuss Status of Term Sheet/Potential Agreement between the District and Renewal Resources Group Holding Company, Inc. to Develop a Water Supply Pipeline
- E. Discuss Status of Due Diligence Review and Potential Closing Pursuant to the Purchase and Sale Agreement (for Red Hill Ranch Water Rights) between the District and Rex Motors, Inc.
- F. Discuss and Consider Approval of Intergovernmental Agreement with the Sterling Ranch Community Authority Board (“CAB”) for the CAB’s Construction Administration Related to Certain Wholesale Water and Sanitation Improvements Necessary for Service to Sterling Ranch Filing No. 1
- G. Discuss Implementation of Chatfield Valley Water Supply Framework
- H. Discuss Status of Implementation of Intergovernmental Agreement for Water Treatment Services between the District (acting by and through its Sterling Ranch Water Activity Enterprise) and Roxborough Water and Sanitation District (“Roxborough IGA”)

1. Discuss and Consider Approval of First Amendment to the Intergovernmental Agreement for Water Treatment Services between the District (acting by and through its Sterling Ranch Water Activity Enterprise) and Roxborough Water and Sanitation District (enclosed)
  - I. Discuss and Consider Approval of Operational Agreement for the Delivery of Water Pursuant to the Water Supply Agreements between the City of Aurora, Colorado, Acting by and through its Utility Enterprise, and Dominion Water & Sanitation District (acting by and through its Sterling Ranch Water Activity Enterprise) of October 26, 2009, as Amended by the Agreement Dated July 30, 2012, and the Intergovernmental Agreement for Delivery of Water Dated December 11, 2013 (regarding the 230 and 250 Water)
  - J. Discuss and Consider Approval of Service Agreement between the District (acting by and through its Sterling Ranch Water Activity Enterprise) and Leonard Rice Water Engineers (to be distributed)

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7. FINANCIAL MATTERS
  - A. Discuss and Consider Approval of Letter of Credit with FirstBank, N.A. in the Amount of \$5,000,000.00, Term Sheet, and Related Documents. Authorize any Necessary Actions in Connection Therewith. (enclosed – Term Sheet)
  - B. Other

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8. PUBLIC COMMENTS

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9. BOARD MATTERS
  - A. Other

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10. MANAGEMENT MATTERS
  - A. Confirm Quorum for Next Board Meeting to be Held Wednesday, February 18, 2015 at 12:00 p.m. at the Offices of CliftonLarsonAllen LLP

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B. Other

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11. ADJOURNMENT

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Informational Items:

**NEXT SCHEDULED BOARD MEETING**  
**Wednesday, February 18, 2015 – 12:00 p.m.**  
**CliftonLarsonAllen LLP**  
**8390 E. Crescent Pkwy., Suite 500**  
**Greenwood Village, CO 80111**

**2015 SCHEDULED BOARD MEETINGS**

- Wednesday, February 18, 2015
- Wednesday, March 18, 2015
- Wednesday, April 15, 2015
- Wednesday, May 20, 2015
- Wednesday, June 17, 2015
- Wednesday, July 15, 2015
- Wednesday, August 19, 2015
- Wednesday, September 16, 2015
- Wednesday, October 21, 2015
- Wednesday, November 18, 2015
- Wednesday, December 16, 2015