

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, February 18, 2015 at the hour of 12:00 p.m. at the offices of McGeady Sisneros, P.C., 450 E. 17th 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

Board of Directors:	Term Expires:
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: February 18, 2015 - Wednesday
Time: 12:00 p.m.
Location: McGeady Sisneros, P.C.
450 E. 17th Avenue
Suite 400
Denver, CO 80203

1. CALL TO ORDER / DECLARATION OF QUORUM

2. DISCLOSURE OF CONFLICTS OF INTEREST

3. REVIEW AND APPROVE AGENDA AND MEETING LOCATION

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 January 21, 2015 Special Meeting (enclosed)
 - B. Ratify Approval of Claims Totaling \$761,344.68, Represented by Check Numbers 249 through 275 (enclosed)
 - C. Review and Consider Acceptance of Unaudited Financial Statements as of November 30, 2014 (enclosed)

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 90 Day Extension of ARS Sand & Gravel Co., LLC First Right of Refusal Under Purchase Agreement Dated November 4, 2009 (and subsequent First Amended Purchase Agreement dated January 31, 2012) (enclosed)
- B. Consider Adoption of Resolution No. 2015-02-01, A Resolution Setting Guidelines for the District Utility Director's Signatory Authority (to be distributed at the meeting)

STERLING RANCH WASTEWATER ACTIVITY ENTERPRISE:

- C. Discuss Coordination of Construction and Financing of Wastewater Services with the Sterling Ranch Community Authority Board
- D. Discuss and Approve Delivery of Notice to Close Under Purchase and Sale Agreement with Roxborough Water and Sanitation District, Payment of \$800,000, and Issuance of Note for Remaining Purchase Price
- E. Discuss and Consider Approval of Task Order for Black & Veatch to Prepare a Conceptual Alignment for Alternate Wastewater Connection (to be distributed)

STERLING RANCH WATER ACTIVITY ENTERPRISE:

- F. Discuss Status of WISE Agreement
 - 1. Discuss and Ratify Approval of the Notice of Lease Extension with the Town of Castle Rock (enclosed)
 - 2. Discuss Status of WISE Bids on Modifications for the East Cherry Creek Valley Pipeline
- G. Discuss Status of Term Sheet/Potential Agreement between the District and Renewal Resources Group Holding Company, Inc. to Develop a Water Supply Pipeline

- H. 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.
- I. 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
- J. Discuss Implementation of Chatfield Valley Water Supply Framework
- K. 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 Status 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)
- L. 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)
- M. 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 at the meeting)
- N. Discuss and Consider Ratifying Approval of Assignment and Assumption of Cost Sharing Agreement for Engineering Design for the Water Treatment Plant by and between the District and the District Acting Through its Sterling Ranch Water Activity Enterprise (enclosed)
- O. Consider Ratifying Approval of Amendment to Agreement for Purchase and Sale of Western Pipeline Capacity by and between Rangeview Metropolitan District, Centennial Water & Sanitation District, Cottonwood Water and Sanitation District, Inverness Water & Sanitation District, Denver Southeast Suburban Water & Sanitation District (d/b/a Pinery Water & Sanitation District), and Dominion Water & Sanitation District, acting by and through its Sterling Ranch Water Activity Enterprise

- P. Discuss and Consider Approval of Amendment to Honey Creek/Dominion Contract to Authorize Additional Review of Miscellaneous Fees Related to Water and Sewer Connections (to be distributed)
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7. FINANCIAL MATTERS

- A. Discuss and Consider Adoption of Resolution Approving Issuance of Promissory Note in the Amount of \$5,000,000 and Loan Agreement with FirstBank, N.A. (to be distributed)
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8. PUBLIC COMMENTS

9. BOARD MATTERS

- A. Other
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10. MANAGEMENT MATTERS

- A. Confirm Quorum for Next Board Meeting to be Held Wednesday, March 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

Informational Items:

- 2015 Adopted Budget

NEXT SCHEDULED BOARD MEETING

Wednesday, March 18, 2015 – 12:00 p.m.

CliftonLarsonAllen LLP

8390 E. Crescent Pkwy., Suite 500

Greenwood Village, CO 80111

2015 SCHEDULED BOARD MEETINGS

- 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

DOUGLAS COUNTY, STATE OF COLORADO

AFFIDAVIT OF POSTING

DOMINION WATER & SANITATION DISTRICT

I, Hugh Hurd, do hereby certify that a Notice of Special Meeting to be held on February 18, 2015 at 12:00 p.m. (attached hereto) was posted in three (3) separate places within the boundaries of the Dominion Water & Sanitation District at least seventy-two (72) hours prior to the special meeting.

DATED this ____ day of February, 2015.

By: Hugh Hurd

STATE OF COLORADO)
) ss.
COUNTY OF ARAPAHOE)

The foregoing instrument was acknowledged before me this ____ day of February 2015, by Hugh Hurd as an individual.

WITNESS my hand and official seal.

Notary Public

My commission expires: _____

(SEAL)