HIGHLANDS RANCH METROPOLITAN DISTRICT
STUDY SESSION ADDENDA

April 20, 2016

Addendum documents can also be viewed at
http://highlandsranch.org
or
http://intranet.highlandsranch.org/default.aspx

- US 85 Corridor Improvements
- Plum Valley Heights NWDC Water Project
- HRMD Debt Refinancing
- Portfolio update email
HRMD Board Meeting

April 20, 2016

WELCOME

Douglas County and the Colorado Department of Transportation (CDOT) are making way on improvements to US-85. The project includes two key studies: a short-term National Environmental Policy Act (NEPA) Study and a long-term Planning and Environmental Linkages (PEL) Study.
WHAT DOUGLAS COUNTY AND CDOT ARE WORKING ON

NEPA STUDY

NEW WORK FROM HIGHLANDS RANCH PARKWAY TO C-470
Since 2002, Douglas County and CDOT have made improvements to segments of the US-85 Corridor, based on the design approved in the Record of Decision. These improvements have been constructed as funding has become available.

Douglas County/CDOT secured more funding to improve the segment from Highlands Ranch Pkwy north to C-470.

As part of this work, the design approved in the 2002 Record of Decision is being re-analyzed to consider additional growth in the US-85 Corridor in order to extend the life of the roadway upgrades and efficiently serve the Corridor users.

PEL STUDY

STUDY FROM SEDALIA TO JUST PAST COUNTY LINE ROAD
A new PEL study is being conducted to determine needs for US-85 from Sedalia north to just past County Line Rd.

April 7th, 2016
NEPA STUDY

WHAT WILL BE CONSTRUCTED – HIGHLANDS RANCH PKWY TO C-470

SIX LANES WITH BICYCLE/PEDESTRIAN FACILITIES ALONG US-85

High Line Canal Trail Grade-Seperated Crossing Under US-85

Before

After

April 7th, 2016
INTERSECTION EXAMPLES — TOWN CENTER DR

CONVENTIONAL BUILD

Triple Left Turn Intersection.

CONTINUOUS FLOW INTERSECTIONS

Only applies to Southbound to Eastbound and Westbound to Northbound movements.
WHAT IS THE ANTICIPATED SCHEDULE FOR CONSTRUCTION?

- **2002**: Record of Decision Approved
- **2015-2016**: Environmental "Reevaluation" to be completed to account for any changed conditions
- **2017**: Final Design
- **2018**: Right-of-Way Acquisition
- **2019**: Construction
- **2020**:

April 7th, 2016
PEL STUDY

Transportation demand forecasts now indicate a need for more capacity than the 2002 study anticipated. Douglas County and CDOT are working with stakeholders to create a long term vision, beyond 2040, for the US-85 corridor with an implementation plan and a prioritized list of improvements.

Other Considerations for the Entire PEL Study Area

The following slides will share the various roadway alternatives being considered. For all of these alternatives, the PEL Study will look at incorporating the ideas below.

Congestion Management and Emerging Technology

Managed Lane

Autonomous Vehicle Lane

Transit

Bus in Mixed Traffic

Light Rail Transit

Commuter Rail

Pedestrian and Bicycle

Multi-use path along the east side of the corridor from State Highway 67 to C-470 and grade separated crossings at High Line Canal and C-470 (part of FEIS).

Wildlife Crossings

Protected grade separated crossings at selected locations.

Signal Timing

Signal timing will be examined throughout the PEL study area to help improve traffic flow.
Public and stakeholder participation has helped us to refine intersection designs for the NEPA study, and narrow the alternatives being considered in the PEL Study.

**OUTREACH EFFORTS**

The NEPA and PEL studies are separate but have been closely coordinated at each step in the process to allow citizen and stakeholder input.

**YOU HAVE AND CAN CONTINUE TO HELP SHAPE THE CORRIDOR**

Public and stakeholder participation has helped us to refine intersection designs for the NEPA study, and narrow the alternatives being considered in the PEL Study.

**OCTOBER 2015**
- Corridor Stakeholder Group Scoping Meeting
- First Project Email Update

**KEY MEETING FEEDBACK RECEIVED**
- Wanted details of what screening criteria were used to narrow alternatives.
- Desire for multimodal options.

**DECEMBER 2015**
- Corridor Stakeholder Group Level 1 Results and Level 2 Alternatives Meeting
- Third Project Email Update

**KEY MEETING FEEDBACK RECEIVED**
- Wanted details of what screening criteria were used to narrow alternatives.
- Desire for multimodal options.

**MARCH 2016**
- Three Corridor Neighbors Stakeholder Meetings
- Fourth Project Email Update
- Contacted 300 corridor neighbors

**KEY MEETING FEEDBACK RECEIVED**
- Support for Continuous Flow Intersections.
- Desire for improved safety.
- Desire for multimodal options.

**NOVEMBER 2015**
- First Public Open House
- Second Project Email Update

**KEY OPEN HOUSE FEEDBACK RECEIVED**
- Signs and signals were a major concern.
- Attendees worried about increased traffic congestion.
- Accessibility to Roxborough Park, business access from C-470 to Highlands Ranch Parkway, and Northbound Santa Fe to Westbound C-470.

**JANUARY 2016**
- Corridor Stakeholder Group Level 2 Screening Results Meeting

**KEY MEETING FEEDBACK RECEIVED**
- Wanted details of what screening criteria were used to narrow alternatives.
- Desire for multimodal options.

**APRIL 2016**
- Second Public Open House
- 5,500 postcard invitations sent to stakeholders

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April 7th, 2016
THANKS FOR PARTICIPATING

WE WANT YOUR INPUT

Your continued help in shaping this corridor is greatly appreciated.

Please leave a comment today and join our mailing list to be notified about future project updates.

April 7th, 2016
PLUM VALLEY HEIGHTS

NWDC WATER PROJECT

A ROXBOROUGH WATER AND SANITATION DISTRICT SPONSORED PROJECT TO PROVIDE WATER SERVICE TO CHATFIELD ACRES, CHATFIELD EAST, PLUM VALLEY HEIGHTS AND THE TITAN ROAD INDUSTRIAL PARK (TRIP)
EXHIBIT A - 150 IGA AREA

Legend
- Project Area
- 150 IGA Area
- Roads
  - Major Roads
  - Other Roads

<table>
<thead>
<tr>
<th>Area</th>
<th>SFE</th>
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<tbody>
<tr>
<td>Chatfield East</td>
<td>45</td>
</tr>
<tr>
<td>Chatfield Acres</td>
<td>103</td>
</tr>
<tr>
<td>TRIP</td>
<td>74</td>
</tr>
<tr>
<td><strong>TOTAL</strong></td>
<td>222</td>
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August 2014
Douglas County
Department of Community Development
Supports Douglas County initiative for strong regional partnerships

Potential revenue to fund HRMD intract line replacement Provides fire service to areas adjacent to Highlands Ranch Open Space

Eliminates the need for a water tank within Highlands Ranch (BackCountry)
POINTS - OF - CONNECTION

- Three connections to existing CWSD infrastructure
- POC includes master meter vault and 30’ pipeline easement
- Master Meter Vault
  - underground vault with two surface hatches
  - two vents (36” maximum height)
  - instrumentation pedestal (48” max equipment height)
CONNECTION #3

POC Vault #3
Location and Extent process by Douglas County

Easement request in May

Construction summer of 2016
HIGHLANDS RANCH METROPOLITAN DISTRICT
DEBT REFINANCING
PORTIONS OF GENERAL OBLIGATION DEBT OUTSTANDING AS OF DECEMBER 31, 2015
- Assembled team
  - First Southwest - Financial advisor
  - Butler Snow – Bond counsel
  - US Bank – escrow and paying agent
  - Board approved appointment of team at January Continued Board Meeting (2/17/16)
- Staff completed analysis of cash flow scenario’s
Discussion on proposed structures

- Refund Metro 2 ($21,920,000) and Metro 3 Series 2005 ($7,810,000)
- Do not refund Metro 4 Series 2005
  - Final scheduled payment 2016
- Concluded that bank loan most closely met the needs of the District
  - ability to call
  - lower closing costs
- Consideration of advance refunding of HRMD 2008 Bonds ($4,825,000) if rate is right
- RFP’s prepared and mailed April 5th
  - Bank of America
  - Colorado State Bank and Trust
  - JP Morgan/Chase
  - NBH Bank
  - UMB
  - Vectra Bank
  - Wells Fargo

- Also posted on Metro website

RFP’S SENT

Due back to the District by April 22
- If possible determine recommended lender by April 26.
- Approve Parameters Resolution April 26.
  - Maximum net effective rate 3.50%.
  - Maximum principal of the loan $35,000,000.
  - Term of the loan shall not extend beyond December 1, 2026.
  - Maximum annual repayment shall not exceed $5,000,000.
- Approve general form of other loan documents
- Authorizes Director of Finance and Administration to proceed with necessary negotiations if within key parameters.
<table>
<thead>
<tr>
<th>DATE</th>
<th>EVENT</th>
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<tr>
<td>April 5</td>
<td>RFPs, Refunding Resolution, and draft Loan Agreement available</td>
</tr>
<tr>
<td>April 22</td>
<td>Proposals and Term Sheets due</td>
</tr>
<tr>
<td>April 26</td>
<td>Preferred Lender identified</td>
</tr>
<tr>
<td>April 26</td>
<td>Regular Board Meeting: Loan Parameters Resolution Approved, including forms of other loan documents</td>
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<tr>
<td>May 5</td>
<td>All comments on final loan documents due</td>
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<tr>
<td>May 12</td>
<td>Tentative Date of Final Loan Pricing (subject to Lender’s term sheet)</td>
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<tr>
<td>May 18</td>
<td>Closing of 2016 Loan</td>
</tr>
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<td></td>
<td>Districts Nos. 2 &amp; 3 Bonds fully defeased with net Loan proceeds plus District contribution of $520,488 (to offset interest accrual on HRMD District 2 Bonds)</td>
</tr>
<tr>
<td></td>
<td>Redemption Notices Delivered to owners of Districts Nos. 2 &amp; 3 Bonds</td>
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<tr>
<td>June 1</td>
<td>Escrow makes regular interest payment on HRMD No. 3 Bonds</td>
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<tr>
<td>June 15</td>
<td>Escrow makes regular principal and interest payment on HRMD No. 2 Bonds</td>
</tr>
<tr>
<td>June 20</td>
<td>Redemption date for Refunded Bonds</td>
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Hi Bruce

I want to let you know that on March 29, 2016 the 3M Company ("3M") was downgraded by Moody's to A1 from Aa3. Standard & Poor's still rates 3M AA-. The Districts' portfolios both currently hold 3M securities that mature on 8/7/18 – the Centennial position is $740,000 and the Highlands Ranch position is $505,000. Both investment policies require that at the time of the initial purchase corporate bonds be rated at least Aa3/AA- or better by two rating agencies (so you are in compliance). Both investment policies also allow each District to hold or sell the securities at its discretion. Our Credit Committee has conducted a review of the situation, and we suggest holding the securities to maturity.

Let me know if you require any other information.

Thanks,
Chris

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