

**THE PLAZA METROPOLITAN DISTRICT NOS. 1-3
REGULAR MEETING**

7337 W. Alaska Drive, Suite 200
Lakewood, Colorado
Wednesday, August 26, 2015
1:00 p.m.

Mark Mitchell, President	Term to May 2018
Mark G. Falcone, Vice President/Assistant Secretary	Term to May 2016
Linda Kaboth, Vice President/Assistant Secretary	Term to May 2016
Mark Tompkins, Secretary/Treasurer	Term to May 2016
VACANT, Assistant Secretary	Term to May 2018

AGENDA

1. Call to Order
2. Declaration of Quorum/Director Qualifications/Reaffirmation of Disclosure
3. Approval of Agenda/ Consideration of Changes to the Agenda
4. Acknowledge Resignation of Patrick Vaughn
5. Public Comment
6. Approval of June 24, 2015 Minutes (**enclosure**)
7. Legal Matters
 - a. Discuss status of sale of property within the Belmar Site
 - b. Review Bid from SOF-X Belmar Holdings, L.P. for Management Services and Consider Approval of Management Agreement by and between District No. 1 and SOF-X Belmar Holdings, L.P. (**enclosures**)
 - c. Consider Termination of Management Agreement by and between District No. 1 and GFP-Belmar, LLC (**enclosure**)
 - d. Consider Approval of Infrastructure Acquisition and Reimbursement Agreement by and between the Districts and Belmar District Development Owner, L.P. (**enclosure**)
 - e. Consider Termination of Improvement Acquisition Agreement by and between District No. 1, Continuum Lakewood Development Company, LLC and Belmar I, LLC (**enclosure**)
 - f. Consider Approval of Funding and Reimbursement Agreement (Operations and Maintenance) by and between the Districts and Belmar District Development Owner, L.P. (**enclosure**)
 - g. Consider Termination of Amended and Restated Funding and Reimbursement Agreement by and between District No. 1, Continuum Lakewood Development Company, LLC, Belmar Holdings, LLC, Block 1 Asset, LLC, Belmar Mainstreet Holdings I, LLC, Plaza South Asset, LLC, Block 5 Asset, LLC, Block 2 West Asset, LLC and CLD Land Asset, LLC (**enclosure**)

- h. Consider Approval of Consent to Assignment of Agreement Relating to On-Street Parking among District No. 1, the City of Lakewood and Continuum Lakewood Development Company, LLC (**enclosure**)
 - i. Consider Approval Consent to Assignment and Assumption of Agreements by Continuum Lakewood Development Company, LLC to Belmar District Development Owner, L.P. regarding assignment of the following agreements (**enclosure**):
 - i. Redevelopment Agreement between the Lakewood Reinvestment Authority and Continuum Lakewood Development Company, LLC
 - ii. Public Financing Amendment to Redevelopment Agreement among the City of Lakewood, Lakewood Redevelopment Authority, the Districts and Continuum Lakewood Development Company, LLC
 - iii. Supplemental Financing Agreement among the City of Lakewood, Lakewood Redevelopment Authority, District No. 1, Continuum Lakewood Development Company, LLC, and SunTrust Bank
 - iv. PIF Collection Agreement among Continuum Lakewood Development Company, LLC, SunTrust Bank, District No. 1, Lakewood Redevelopment Authority and the City of Lakewood
 - v. Letter of Representations, Covenants and Agreement of Redeveloper
 - vi. Public Improvements Agreement between the City of Lakewood and Redeveloper
8. Financial Report/Claims Payable/Financial Matters
- a. Financial Reports and Claims Payable (**enclosure**)
 - b. Discuss Potential Amendment to the Trust Indenture dated January 1, 2013
 - c. Other Financial Matters
9. Management Update
10. Other Business
11. Next Regular Meeting
12. Adjourn