



***2035 Metro Vision Regional Transportation Plan
2013 Cycle 1 FaTracks Amendment***

March 2013

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1.0 DESCRIPTION OF PROPOSED AMENDMENT

This Regional Transportation Plan (RTP) Amendment for the 2013 Cycle 1 process is being prepared in order to change the completion date of the North Metro Rail Line segment from National Western Stock Show Station (NWSS) to the 72nd Avenue Station (see Section 1.1). Additionally, this Amendment includes a station addition to the East Rail Line as described in Section 1.2 below.

1.1 North Metro Rail Line

The North Metro Rail Line is a commuter rail project (EMU) that begins at Denver Union Station (DUS) and extends north 18.4 miles to SH 7/162nd Avenue traversing the jurisdictions of Denver, Commerce City, Adams County, Northglenn, and Thornton. A 5.5-mile portion of the project from DUS to 72nd Avenue will be completed by 2018 (**Figure 1**). The remainder of the project (from 72nd Avenue to SH 7/162nd Avenue) is currently conservatively projected to open for service outside of the 2035 horizon of the RTP and is not included in this RTP Amendment.

In the current RTP, the initial phase of the North Metro Rail Line (DUS to NWSS) is scheduled to be completed in 2018; and the next phase (NWSS to 72nd Avenue) between 2030 and 2035. Due to the availability of additional funding (see Section 7.0), the segment from NWSS to 72nd Avenue will be constructed with the initial phase. Therefore, DUS to 72nd Avenue are both scheduled for completion and revenue service in 2018. The NWSS Station will have 400 parking spaces (200 shared) and the 72nd Avenue Station will include 600 parking spaces.

The current cost for the DUS to 72nd Avenue Station segment of the North Metro Rail Line is \$351.5 million YOES. This does not include prior expenditures for right-of-way, environmental documentation, or Preliminary Engineering, but represents the remaining costs to build the segment.

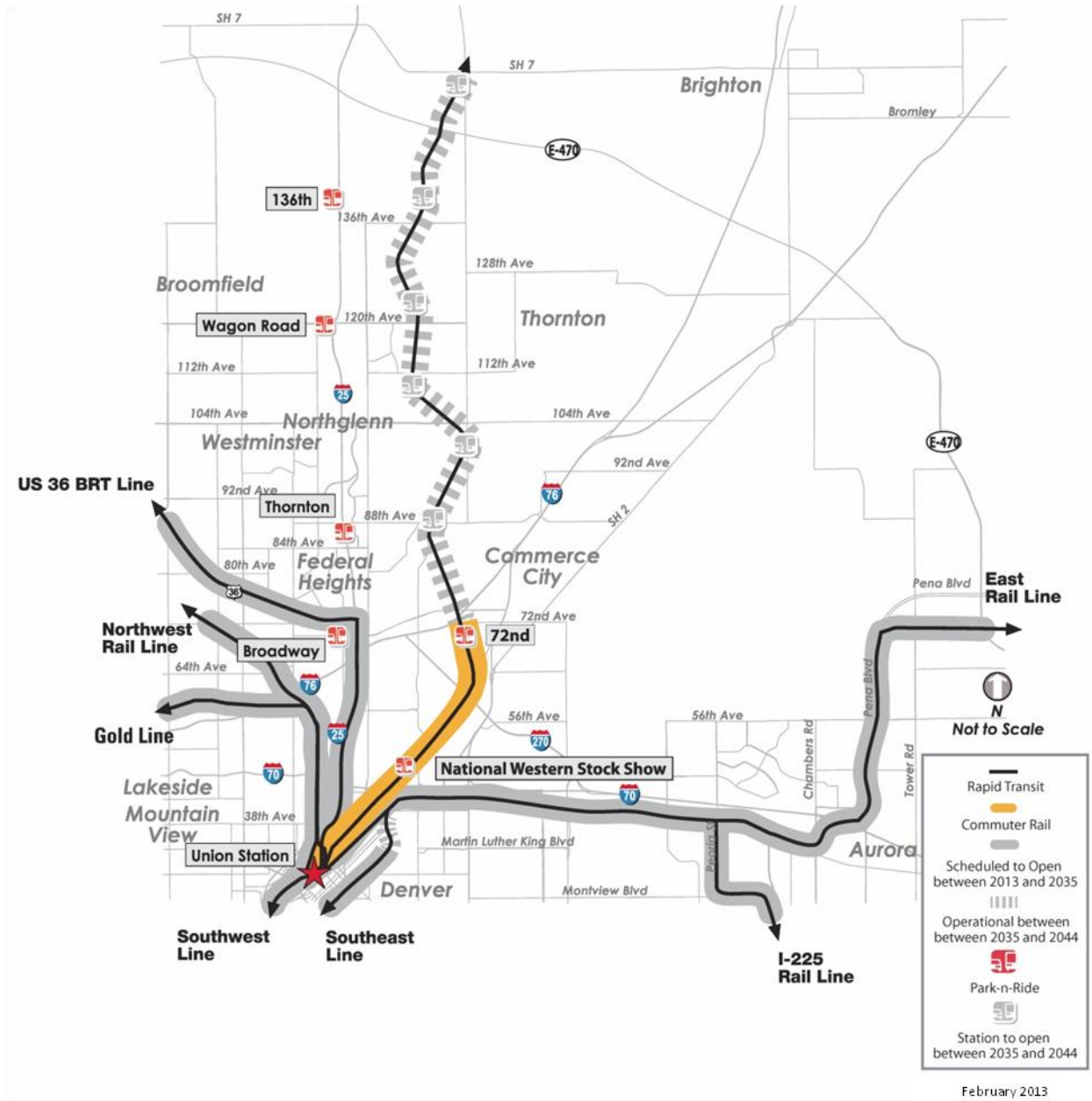


Figure 1: North Metro Rail Line

1.2 Eagle Project/East Rail Line – Aviation Station

The East Rail Line, one component of the Eagle Project, is a 22.8-mile commuter rail service utilizing electric multiple unit (EMU) vehicles from DUS to Denver International Airport (DIA). The Line serves the Denver communities of Five Points, Cole, Elyria/Swansea, Northeast Park Hill, Stapleton, Gateway, and DIA, as well as northwest Aurora. It also serves to transport passengers arriving and departing from DIA (**Figure 2**). An additional station, the Aviation Station, is being added to the six stations that are already part of this project. These include stations at 38th & Blake, 40th/Colorado, Central Park, Peoria/Smith, 40th/Airport Blvd, and DIA.

The Aviation Station will be located near the intersection of 61st Avenue and Pena Boulevard and will include 800 parking spaces. It is being added to the East Rail Line to serve transit riders going to and from a planned mixed-use development. This development, approved by the City and County of Denver, and the station will be funded and completed by L.C. Fullenwider, Inc..

Neither the project completion schedule nor the RTD project cost will change as a result of the Aviation Station addition. The East Rail Line, which is part of the Eagle Project, is scheduled to open for service in January 2016. Eagle Project costs for all elements remain unchanged from the current RTP at \$2,185.0 million YOES.

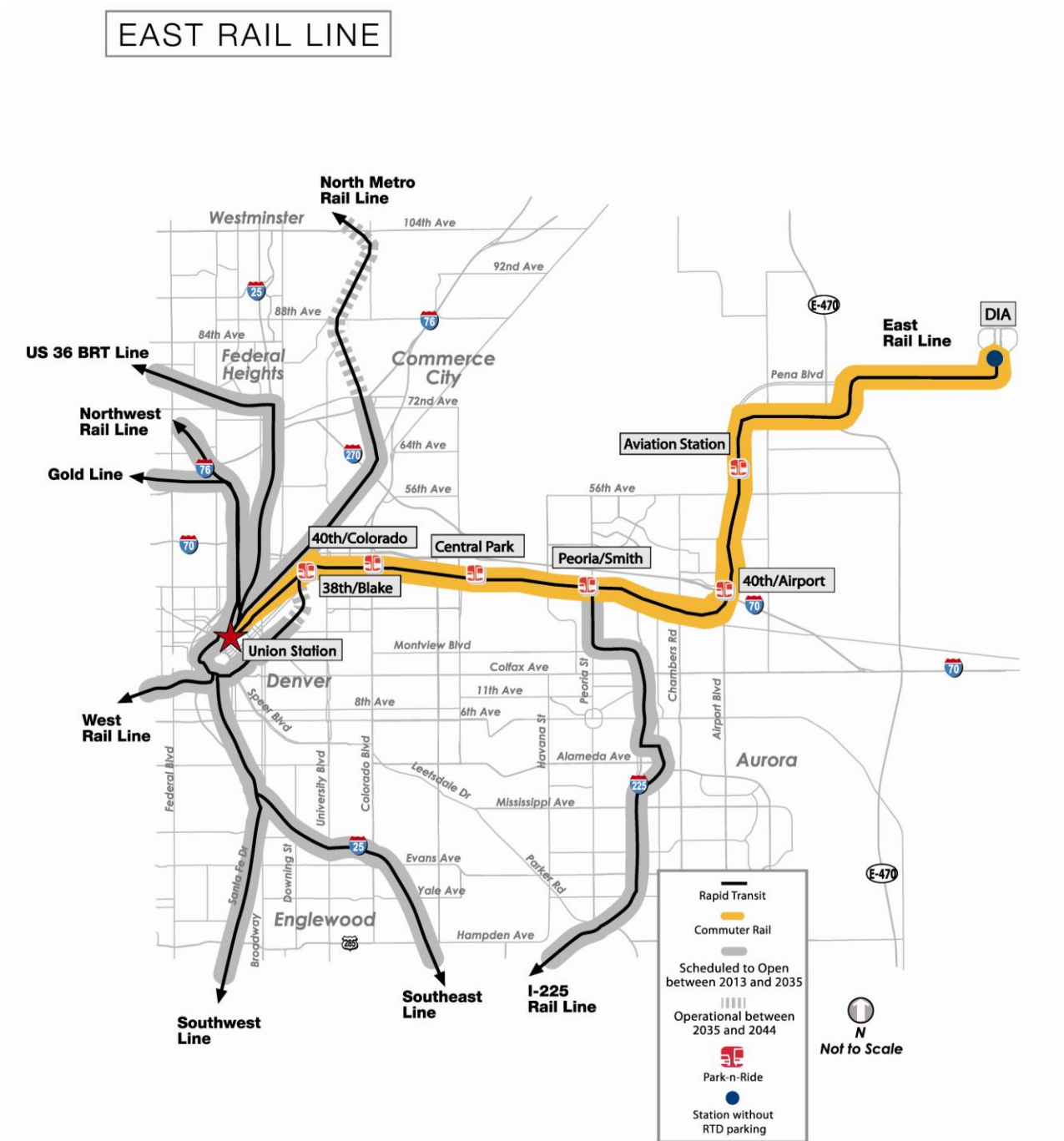


Figure 2: East Rail Line

2.0 BENEFITS TO BE REALIZED FROM THE PROPOSED AMENDMENT

The FasTracks Plan, approved by the voters in 2004, will provide an enhanced region-wide transit system to respond to growing transportation needs and improve traffic congestion by offering transportation choices. The proposed amendment includes changes to two FasTracks projects, the North Metro Rail Line and the Eagle Project/East Rail Line. The amendment is necessary to meet the federal requirements for a fiscally-constrained RTP, which is a requirement for funding projects within the DRCOG region. Specific benefits from the two projects to be amended are:

- **North Metro Rail Line**

In the current RTP, the initial phase of the North Metro Rail Line (DUS to NWSS) is scheduled to be completed in 2018; and the next phase (NWSS to 72nd Avenue) between 2030 and 2035. Due to the availability of additional funding, RTD intends for both phases to be completed in one initial phase from NWSS to 72nd Avenue that is scheduled for completion in 2018. The accelerated schedule will provide transit benefits including increased accessibility to fixed guideway transit, greater mobility, increased mode choice, and reduced vehicle miles traveled (VMT), for potential riders in the North Metro Rail Line project study area.

- **Eagle Project/East Rail Line**

The Aviation Station is added to the Eagle Project/East Rail Line for consistency with land use plans approved by the City and County of Denver (CCD) and DIA. The development proposed will provide economic benefit, including increased tax revenue and job creation, to the local jurisdiction and to the Denver Metropolitan Area. Transit serving the planned development, located adjacent to the Aviation Station, will further link land use and transportation and benefit both riders and the economic aspects of the proposed development.

3.0 EXPLANATION OF WHY THE AMENDMENT MUST BE MADE NOW

The proposed amendment is necessary at this time for the following reasons:

North Metro Rail Line

As described above, the segment of the North Metro Rail Line from NWSS to 72nd Avenue is included in the current fiscally-constrained RTP, but not within the proper time frame for construction. The project schedule has moved up and this segment will now be completed with the initial construction phase from DUS to NWSS in 2018. To expend federal funds on the North Metro Rail Line, it is necessary to adjust the project schedule so that it is correctly reflected in the fiscally-constrained RTP. Inclusion in the RTP requires air quality conformity, which the Federal Transit Administration (FTA) requires for National Environmental Policy Act (NEPA) approval. It is necessary to amend the RTP now to maintain the project schedule.

Eagle Project/East Rail Line

The Eagle Project/East Rail is currently under construction and is scheduled for completion and revenue service in 2016. As a federally-funded project, any changes to the project require NEPA documentation and approval. For NEPA approval, FTA requires air quality conformity, which is required for inclusion in the RTP. In this case, no federal funds will be applied to the Aviation

Station, but it must be included in NEPA documentation. FTA will not be able to approve a NEPA document until the project is included in the fiscally-constrained RTP. Therefore, an amendment to the RTP is necessary to facilitate NEPA approval and station construction. Approval of the amendment in this cycle is necessary to avoid added costs to the developer that would occur if the station is not able to be built commensurate with current East Rail Line construction. These additional costs could render the station unaffordable and delay or even prevent implementation of CCD and DIA land use and economic development plans.

In summary, to maintain a fiscally-constrained RTP and to ensure completion and approval of NEPA documentation, an amendment to the current RTP must be made in the 2013 Cycle 1 time frame.

4.0 EFFECTS ON OTHER DRCOG PLANS

This amendment to the fiscally-constrained RTP is not anticipated to have any effect on other DRCOG plans.

5.0 IF THE PROPOSAL WOULD CHANGE A PLAN POLICY, IDENTIFY THE POLICY AND PROVIDE THE REASONS FOR THE CHANGE

The proposed amendment will not change a plan policy.

6.0 ESTIMATED PROJECT COST AND YEAR OF COMPLETION

North Metro Rail Line – DUS to 72nd Avenue Station

- Estimated project cost (excluding expenditures prior to 2013): \$351.5 million YOES.
- Scheduled year of completion: 2018

Eagle Project/East Rail Line – Aviation Station

- Estimated project cost does not change as a result of adding the Aviation Station as it will be funded privately (see Section 7.0): \$2,185.0 million YOES.
- Scheduled year of completion does not change: January 2016

7.0 SOURCES OF FUNDING FOR THE PROJECT

North Metro Rail Line – DUS to 72nd Avenue Station

This segment of the North Metro Rail Line is moving forward on an accelerated schedule as a result of items identified by RTD in the Risk Allocation Matrix (RAM). Implementation of these items will result in additional financing capacity. Included are:

- Refinancing three RTD debt issues at lower than current rates to reduce payments, improve cash flow, and provide additional capacity under TABOR;
- Issuing debt to bridge the Full Funding Grant Agreement (FFGA) for the Eagle project at a lower interest rate than previously assumed, saving interest costs and preserving additional capacity under Colorado's Taxpayer Bill of Rights (TABOR);
- Issuing sales tax revenue bonds in 3rd Quarter, 2013 to finance the remaining portion of the DUS to 72nd Avenue segment;

- Initiating a procurement for construction (Request for Proposals) of the NMRL to 72nd Avenue in the next ten months.

The RTD Board of Directors approved the RAM and the issuance of Tax-Exempt Sales Tax Revenue Refunding Bonds to implement two of the four strategies listed above on February 12, 2013.

Eagle Project/East Rail Line – Aviation Station

The Aviation Station will be privately funded by the developer, L.C. Fullenwider, Inc. Therefore, there will be no additional costs to RTD for this construction.

8.0 IDENTIFY OTHER ENTITIES THAT ARE DIRECTLY IMPACTED AND ATTACH ENDORSEMENT OR CONCURRENCE DOCUMENTS FROM THEM**North Metro Rail Line – DUS to 72nd Avenue Station**

There is overwhelming support from Adams County and the North Denver Metropolitan area cities, as well as the City and County of Denver, to complete the segment in an earlier timeframe. Attached are letters from the North Area Transportation Alliance (NATA) and Denver expressing support.

Eagle Project/East Rail Line – Aviation Station

Both the City and County of Denver and DIA are very much in support of the addition of this station and have provided letters to this effect (attached).



Adams County

*Adams County
Economic
Development, Inc.*

February 28, 2013

Brighton

*City & County of
Broomfield*

Jennifer Schaufele
Denver Regional Council of Governments
1290 Broadway, Suite 700
Denver, CO 80203-5606

Commerce City

Dear Ms. Schaufele:

Dacono

Erie

On behalf of the North Area Transportation Alliance, this letter is to express support for RTD's Regional Transportation Plan Amendment that proposes to change the completion date of the North Metro Rail Line from Denver Union Station to 72nd Avenue to 2018.

Frederick

This project is important to us and the region, because it will increase transit ridership and access to transit. Opening this project in advance of the 2030-2035 timeframe brings a valuable transportation resource and transit option to the north area.

*Metro North
Chamber of
Commerce*

Northglenn

Sincerely,

Thornton

Erik Hansen, Chair

Westminster

*Smart Commute
Metro North TMO*

Michael B. Hancock
MAYOR



City and County of Denver

OFFICE OF THE MAYOR
CITY AND COUNTY BUILDING
DENVER, COLORADO • 80202-5390
TELEPHONE: 720-865-9000 • FAX: 720-865-8787
TTY/TTD: 720-865-9010

February 27, 2013

Jennifer Schaufele
DRCOG Executive Director
1290 Broadway, Suite 700
Denver, CO 80203

Re: Denver Letter of Concurrence for the RTD North Metro Project

Dear Mrs. Schaufele

The City and County of Denver strongly supports the RTD North Metro Rail Line project. Although the City looks forward to the full build-out of the North Metro, we understand the funding constraints and support a phased project approach. This letter serves as the City and County of Denver's endorsement to amend the DRCOG RTP to allow the North Metro segment between Denver Union Station-72nd Ave segment to be completed by 2018.

Sincerely,



Michael B. Hancock
Mayor

cc: Ryan Pauk
Jose Cornejo
Councilman Chris Nevitt
Councilwomen Robin Kniech



DENVER
THE MILE HIGH CITY

Community Planning & Development

201 W. Colfax Ave., Dept. 205
Denver, Co 80202
Phone: 720.865.2915
Fax: 720.865.3052
www.denvergov.org

February 28, 2013

Jennifer Schaufele
Executive Director
Denver Regional Council of Governments
1290 Broadway, Suite 700
Denver, CO 80203

Re: Support for Aviation Station Addition to Regional Transportation Plan

Dear Ms. Schaufele,

I write you today in support of the proposed addition of the 61st and Pena Boulevard commuter rail Station (RTD East Corridor) to the Regional Transportation Plan. The station is important to us and the Region, because:

- it supports the comprehensive planning of the City and County of Denver and Denver International Airport,
- it will serve a designated urban center within DRCOG's urban plan,
- it will increase ridership, and
- it creates jobs and provides economic benefit to the region.

Thank you for your consideration of this very important project.

Sincerely,

Rocky Piro, Ph.D., FAICP
Manager



Executive Office
Airport Office Building
8500 Peña Boulevard, Room 9860
Denver, Colorado 80249

(303) 342-2206
www.flydenver.com



February 28, 2013

Jennifer Schaufele
Executive Director
Denver Regional Council of Governments
1290 Broadway, Suite 700
Denver, CO 80203

Re: Support for Aviation Station addition to Regional Transportation Plan

Dear Ms. Schaufele:

I write you today in support of the proposed addition of the 61st and Peña Boulevard commuter rail station (RTD East Corridor) to the Regional Transportation Plan. The station is important to us and the region, because:

- It supports the comprehensive planning of the City and County of Denver and Denver international Airport,
- It will serve a designated urban center within DRCOG's urban plan,
- It increases access to transit,
- It will increase ridership, and
- It creates jobs and provides economic benefit to the region.

Thank you for your consideration of this very important project.

Sincerely,

Kim Day
Manager of Aviation

March 8, 2013

Mr. Jacob Riger, AICP
Senior Transit Planner
DRCOG
1290 Broadway, Suite 700
Denver, CO 80203-5606

RE: 2013 Cycle 1 FasTracks RTP Amendment; Additional Information Requested
March 5, 2013

Dear Mr. Riger:

In response to your March 5, 2013, request for further information regarding the 2013 Cycle 1 FasTracks RTP Amendment, we offer the following information.

Information Requested:

"A summary ridership/operations analysis for Aviation Station: Present East Line changes in ridership and revenue, and travel time and operational impacts due to the new station."

Response:

With the addition of the Aviation Station to the East Rail Line, the 2030 corridor ridership (average weekday) increases from 43,600 to 44,400. High level analysis indicates that the change in revenue would be minimal. East Rail Line travel times are extended by two minutes with this new station, which brings the end-to-end travel time to a total of 37 minutes with the Aviation Station. The operations of the East Rail Line will not be impacted as a result of including the Aviation Station; all stations will still be served at the same frequencies as previously planned (15 minutes peak/15 minutes off-peak). Additionally, the new station does not cause the need for more rail vehicles to serve the ridership demand.

Information Requested:

"Further documentation of non-FasTracks funds to pay for Aviation Station."

Response:

Information from the developer and the City and County of Denver has been requested. When received, this information will be sent to you in separate correspondence.

Information Requested:

"More detailed documentation on North Metro RAM revenues, and a comparison of costs and revenues. This is presumably coming in Susan Cohen's white paper."

Response:

See attached white paper.

Information Requested:

"As requested separately, the North Metro cost in 2008\$ for Appendix 4 of the RTP."

Response:

Calculated using the same methodology as calculated for items included in the 2012 Cycle 2 RTP Amendment request, the 2008 base year cost of for North Metro from DUS to 72nd Avenue is \$169 million.

We hope this information is helpful to you. Please let us know if you have additional questions.

Sincerely,



Susan A. Wood, AICP
RTD-FasTracks



Genevieve Hutchison
RTD-FasTracks

Attachments

cc: William C. Van Meter, Assistant General Manager, Planning
Rick Clarke, Assistant General Manager, Capital Programs
Susan Cohen, FasTracks Program Control Manager
Brian Welch, Technical Services Manager
Julie Skeen, FasTracks Team
Mr. Steve Rudy, DRCOG
Mr. Steve Cook, DRCOG
Document Control

2013 CYCLE 1 FASTRACKS RTP AMENDMENT

Major Changes from Prior Financial Plan

In August 2012, the RTD Board of Directors adopted a financial plan which assumed that the following components of FasTracks would be completed by 2035:

- West Rail Line: Complete 2013
- Denver Union Station: Complete 2015
- I-225: Complete 2016
- Eagle Project: Complete 2016
- Northwest Rail - Longmont Station: Complete 2015
- Central Corridor Extension - Planning Study: Complete 2012/2013
- Southwest Corridor Extension – Union Pacific rail line relocation: Complete 2015
- US 36 BRT:
 - \$120M for Managed Lanes to 88th Street: 2012-2014
 - Table Mesa Pedestrian Bridge: Complete 2012
 - \$15M for Managed Lanes to Table Mesa: 2014/2015
 - Remaining RTD funding commitment available: 2030-2035
- North Metro:
 - Construction to National Western Stock Show: 2017
 - Complete to 72nd using local funds: 2030-2035
- Southeast Corridor Extension: Complete assuming 50% federal grant funding 2030-2035

In December 2012 the RTD Board adopted the Risk Allocation Matrix (RAM). The RAM identified eight measures with the potential to generate funds to accelerate completion of selected elements of the FasTracks program, which would accrue to the FasTracks Internal Savings Account (FISA). FISA funds were identified to be used to complete the North Metro corridor to at least 72nd Avenue and the US 36 BRT remaining commitment. Other projects would be considered if the balance in the FISA were to exceed \$300 million. The Union Pacific rail line relocation for the Southwest Corridor Extension was deferred as part of the FISA.

In February 2013, the RTD Board voted to accelerate completion of the North Metro Corridor to 72nd Avenue without using the FISA funds identified in the Board action of December 2012. Construction of the additional elements of North Metro would be accomplished through the following measures:

- Refinancing of two outstanding bond issues to generate additional debt service coverage, cash flow, and TABOR capacity. These refinancings were approved by the Board in February 2013, and will be completed in March 2013.

- Refinancing one outstanding COP issue to generate additional debt service coverage and cash flow. This refinancing is scheduled to be brought to the Board in March 2013, to close in the second quarter of 2013.
- Projected savings from issuing the cash flow financing for the Eagle Project at lower than projected interest rates. The adopted financial plan projected interest rates of 3.95% for the GARVEE financing to be issued in 2013, and current rates are approximately 2.4%.
- RTD would use this additional cash flow and TABOR capacity to issue additional revenue bonds in the fourth quarter of 2013 to finance the construction of the North Metro corridor to 72nd Avenue. These bonds are projected to yield \$120 million in project funds.

Sources and Uses for Corridors with Changes

North Metro:

The current cost for the DUS to 72nd Avenue Station segment of the North Metro Rail Line is \$351.5 million in year-of-expenditure dollars. This does not include prior expenditures for right-of-way, environmental documentation, or preliminary engineering, but represents the remaining costs to build the segment. Remaining construction costs for this segment would be funded through \$120 million in bonds to be issued in the fourth quarter of 2013, \$213.3 million in proceeds of prior bond issues and pay-as-you-go cash financing, \$10.7 million in local match funds, and \$7.5 million in CMAQ grant funds. RTD may consider applying the CMAQ funding elsewhere on the FasTracks program and backfilling the \$7.5 million with additional bond proceeds or pay-go cash. The allocation of prior sales tax bonds proceeds and pay-go cash would depend on the timing of expenditures on the North Metro project relative to those for other corridors.

Aviation Station:

The Aviation Station will be privately funded by the developer, L.C. Fulenwider, Inc. Therefore, there will be no additional costs to RTD for this construction.

Implication of Financial Plan Changes on Other Projects in the Financial Plan

The acceleration of completion of the North Metro Corridor to 72nd Avenue would have no impact on the schedule for the completion of the other elements of the RTP. All other projects will be completed on the current schedule.

The current financial plan still maintains healthy fund balances. RTD's projected minimum unrestricted fund balance would be \$108 million in 2017. In addition, the risk of future cost escalation on a crucial segment of the North Metro Corridor is reduced by accelerating completion of the corridor from 2034 to 2017.

April 9, 2013

Mr. Jacob Riger, AICP
Senior Transit Planner
DRCOG
1290 Broadway, Suite 700
Denver, CO 80203-5606

RE: 2013 Cycle 1 FasTracks RTP Amendment; Aviation Station Information Follow-up and Additional Information Requested March 27, 2013

Dear Mr. Riger:

Below is additional information regarding the 2013 Cycle 1 FasTracks RTP Amendment. Included is Aviation Station funding information that was requested March 5, 2013, and responses to the request for additional information that was received March 27, 2013.

Aviation Station Information Requested March 5, 2013:

"Further documentation of non-FasTracks funds to pay for Aviation Station."

Response:

The City and County of Denver (CCD) provided the following: "Funding for Aviation Station improvements will be provided through the public-private partnerships established in the formation of special districts by the adjacent property owners in conjunction with the City and County of Denver. The special districts were formed at the request of the landowners to facilitate partnerships among the various land owners for funding and maintaining infrastructure that will provide safe public access to Aviation Station where currently none exists. Infrastructure currently authorized in the district's service plans includes roads, drainage, parks, plazas, station improvements, and other public domain enhancements." Additionally, CCD provided a copy of the ordinance passed by Denver City Council authorizing the formation of the Title 32 districts (attached).

Information Requested March 27, 2013:

Question:

1. What comprises the \$120 million?

Response:

The \$120 million is a new bond to be issued in the fall of 2013. The savings from the three refinancings do not provide the \$120 million directly. Instead, they provide RTD with the headroom to repay the debt service on the \$120 million under the 1.20x net coverage requirement. The savings from the FasTracks bond refinancing also provide additional TABOR repayment capacity to issue the additional \$120M.

Question:

- a. Refinancing of two bond issues approved by RTD's Board in February 2013: RTD staff directed us to review the RTD Board agenda items as documentation. Those agenda items indicate a combined estimated savings from refinancing of \$88 million (\$63.8 million and \$24.2 million). Is the \$88 million being bonded against to generate the \$120 million?

Response:

See above.

Question:

- b. What amount will be generated by the refinancing of one outstanding COP issue? Is that also part of the \$120 million? Please confirm when the RTD Board approved this refinancing.

Response:

The RTD Board approved the refinancing in March 2013.

Question:

- c. What are the projected savings from issuing the cash flow refinancing for the Eagle project? Is this part of the \$120 million?

Response:

The interest savings on the Eagle cash flow financing are projected at \$17M. These are not part of the \$120 million bond issue.

Question:

2. What are the \$213.3 million in proceeds of prior bond issues and pay-go cash financing? (Where was that allocated in the Cycle 2, 2012 financial plan?)

Response:

The prior financial plan assumed \$121.9M in proceeds of prior bond issues and pay-go financing to finance the North Metro corridor to NWSS, including the Eagle savings referenced in Question 3. The balance will come from savings on the Eagle cash flow financing, a small increase in projected sales and use tax collections, and fund balances.

Question:

3. The Cycle 2, 2012 FasTracks financial plan indicated that DUS-NWSS would be financed with \$90 million in Eagle savings. How does that figure into the current financing plan?

Response:

These are included in the \$213 million referenced in Question 2.

Question:

4. Please identify the amount of *First Commitment in Principle* funds applied towards this amendment.

Response:

\$7.5 million.

Question:

5. Please provide summary analysis about the cost impacts of additional (~15 years?) operations on North Metro (NWSS-72nd), and specify the source of the funds that will pay for that.

Response:

The additional operating cost is approximately \$22 million, of which \$19 million is expected to be offset by increased farebox revenues. The remainder will be paid for through sales and use tax revenues.

Question:

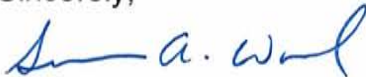
6. Finally, the white paper needs to be more clear about changes from the Cycle 2, 2012 financial plan.

Response:

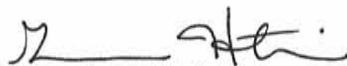
Please let us know of specific questions that you have and we will be glad to provide additional information.

We hope this information is helpful to you. Please let us know if you have additional questions.

Sincerely,



Susan A. Wood, AICP
RTD-FasTracks



Genevieve Hutchison
RTD-FasTracks

Attachment

cc: William C. Van Meter, Assistant General Manager, Planning
Rick Clarke, Assistant General Manager, Capital Programs
Susan Cohen, FasTracks Program Control Manager
Brian Welch, Technical Services Manager
Julie Skeen, FasTracks Team
Mr. Steve Rudy, DRCOG
Mr. Steve Cook, DRCOG
Document Control

BY AUTHORITY

ORDINANCE NO. 101
SERIES OF 2013

COUNCIL BILL NO. CB13-0074
COMMITTEE OF REFERENCE:

Land Use, Transportation & Infrastructure

A BILL

For an ordinance approving the Service Plans for the formation and establishment of the Aviation Station area metropolitan districts including Aviation Station North Metropolitan District No. 1, Aviation Station North Metropolitan District No. 2, Aviation Station North Metropolitan District No. 3, Aviation Station North Metropolitan District No. 4, Aviation Station North Metropolitan District No. 5, Aviation Station North Metropolitan District No. 6, Smith Metropolitan District No. 1, Smith Metropolitan District No. 2, Smith Metropolitan District No. 3 and Smith Metropolitan District No. 4.

WHEREAS, upon publication of notice, City Council held a public hearing regarding the formation of, Aviation Station North Metropolitan District No. 1, Aviation Station North Metropolitan District No. 2, Aviation Station North Metropolitan District No. 3, Aviation Station North Metropolitan District No. 4, Aviation Station North Metropolitan District No. 5, Aviation Station North Metropolitan District No. 6, Smith Metropolitan District No. 1, Smith Metropolitan District No. 2, Smith Metropolitan District No. 3 and Smith Metropolitan District No. 4, (collectively the "Districts"), on February 25, 2013; and

WHEREAS, the City Council acknowledges that the boundaries of the Districts overlap with the boundaries of the existing Gateway Regional Metropolitan District (the "Overlap District"); and

WHEREAS, pursuant to C.R.S. § 32-1-107(3)(b)(IV), the Overlap District has consented to the formation of the Districts and the provision of the same services and facilities in any overlapping area; and

WHEREAS, pursuant to C.R.S. § 32-1-107(3)(b)(II), it is necessary that the City Council adopt a resolution approving the inclusion of such overlapping services as part of the Service Plans for the Districts.

BE IT ENACTED BY THE COUNCIL OF THE CITY AND COUNTY OF DENVER:

Section 1. Pursuant to C.R.S. § 32-1-107(3)(b)(II), the City Council hereby approves the inclusion of overlapping services and facilities between the Gateway Regional Metropolitan District and the Districts as part of the Service Plans for the Districts.

Section 2. That upon consideration of the Service Plans (and the conclusions contained therein) and other facts and information, including holding a duly noticed public hearing, the Service Plans for the Districts, available in the office and on the web page of City Council, to be filed in the

office of the Clerk and Recorder, Ex-Officio Clerk of the City and County of Denver, including Aviation Station North Metropolitan District No. 1, City Clerk's Filing No. 2013-0137, Aviation Station North Metropolitan District No. 2, City Clerk's Filing No. 2013-0138, Aviation Station North Metropolitan District No. 3, City Clerk's Filing No. 2013-0139, Aviation Station North Metropolitan District No. 4, City Clerk's Filing No. 2013-0140, Aviation Station North Metropolitan District No. 5, City Clerk's Filing No. 2013-0141, Aviation Station North Metropolitan District No. 6, City Clerk's Filing No. 2013-0142, Smith Metropolitan District No. 1, City Clerk's Filing No. 2013-0143, Smith Metropolitan District No. 2, City Clerk's Filing No. 2013-0144, Smith Metropolitan District No. 3, City Clerk's Filing No. 2013-0145 and Smith Metropolitan District No. 4, City Clerk's Filing No. 2013-0146, are hereby approved.

COMMITTEE APPROVAL DATE: February 5, 2013

MAYOR-COUNCIL DATE: February 12, 2013

PASSED BY THE COUNCIL February 25 2013

[Signature] - PRESIDENT

APPROVED: [Signature] - MAYOR February 26 2013

ATTEST: [Signature] - CLERK AND RECORDER,
EX-OFFICIO CLERK OF THE
CITY AND COUNTY OF DENVER

NOTICE PUBLISHED IN THE DAILY JOURNAL Feb 22 2013; Mar 1 2013

PREPARED BY: Jo Ann Weinstein, Assistant City Attorney DATE: February 14, 2013

Pursuant to section 13-12, D.R.M.C., this proposed ordinance has been reviewed by the office of the City Attorney. We find no irregularity as to form, and have no legal objection to the proposed ordinance. The proposed ordinance is not submitted to the City Council for approval pursuant to § 3.2.6 of the Charter.

Douglas J. Friednash, City Attorney for the City and County of Denver

BY: [Signature], Assistant City Attorney DATE: Feb 26, 2013

