

**TOWN OF MEAD, COLORADO
ORDINANCE NO. 839**

AN ORDINANCE OF THE TOWN OF MEAD, COLORADO, ACTING BY AND THROUGH ITS WASTE WATER ACTIVITY ENTERPRISE FUND, APPROVING AN AMENDMENT TO THE LOAN FROM THE COLORADO WATER RESOURCES AND POWER DEVELOPMENT AUTHORITY TO EXTEND THE TERM OF THE LOAN THAT WAS USED TO EXPAND TOWN'S WASTEWATER TREATMENT PLANT FROM TWENTY TO THIRTY YEARS, AND DECLARING AN EMERGENCY.

WHEREAS, the Colorado Water Resources and Power Development Authority (the "Authority") and the Town of Mead, Colorado, acting by and through its Wastewater Activity Enterprise Fund (the "Governmental Agency") entered into a Loan Agreement to finance the expansion of the Town's wastewater treatment plant ("Project"); and

WHEREAS, pursuant to the federal Water Quality Act of 1987 and Section 37-95-107.6 of the Colorado Revised Statutes, the Authority administers the Water Pollution Control Revolving Fund and provides financial assistance to governmental agencies in financing the costs of certain wastewater projects; and

WHEREAS, in 2007, the Authority determined to issue bonds and to loan the proceeds of such bonds to public entities in Colorado, including the Governmental Agency, to finance the costs of wastewater treatment facilities, and to use moneys on deposit in the water pollution control revolving fund to assist such public entities in connection with the financing of such facilities; and

WHEREAS, the Governmental Agency and the Authority entered into a Loan Agreement dated May 1, 2007 (the "2007 Loan Agreement") to finance through the Water Pollution Control Revolving Fund a portion of the cost of the Project of the Governmental Agency; and

WHEREAS, the Authority, in accordance with the Act and the Bond Resolution (as such terms are defined in the 2007 Loan Agreement), issued bonds for the purpose of making loans from the proceeds thereof to public entities, including the Governmental Agency, to finance all or any portion of the cost of wastewater treatment facilities; and

WHEREAS, on May 12, 2016, upon request by the Governmental Agency and by Resolution of the Board of Directors of the Authority dated April 22, 2016, the remaining principal under the 2007 Loan Agreement was restructured from a leveraged loan to a direct loan by means of the prepayment of the leveraged loan by the Authority in order to defease the associated bonds, and Exhibit C of the 2007 Loan Agreement (the Repayment Schedule) was amended to memorialize the restructured loan agreement; and

WHEREAS, the Term for repayment of the 2007 Loan Agreement is 20 years, extending from August 1, 2007, through August 1, 2028, and the restructuring of the 2007 Loan Agreement incorporated the same Term; and

WHEREAS, the Water Resources and Reform and Development Act of 2014, under Section 5003(2)(A)(i) allows for the extension of terms up to 30 years; and

WHEREAS, the Governmental Agency has requested the Authority to increase its loan repayment term from 20 years to 30 years to ensure that it can make future loan repayments and continue to pay for operations of its wastewater systems; and

WHEREAS, the Board of the Authority considered and voted to approve the Governmental Agency request by Resolution 1-R-2017, dated January 25, 2017; and

WHEREAS, The Board of Trustees finds and determines that because this Ordinance concerns the immediate and ongoing administration and operation of the Town, its adoption as an emergency measure is necessary to the immediate preservation of the public health, safety and welfare, and this Ordinance shall therefore take effect immediately upon adoption as provided by law;

NOW THEREFORE, BE IT ORDAINED by the Board of Trustees of the Town of Mead, Weld County, Colorado, that:

Section 1. This Amendment to Loan Agreement (“Amendment”) is made and entered into as of this 27th day of March, 2017, by and between the Colorado Water Resources and Power Development Authority (the “Authority”) and the Town of Mead, Colorado, acting by and through its Wastewater Activity Enterprise Fund (the “Governmental Agency”), and is hereby approved. The Mayor and Town Clerk are hereby authorized and directed to affix their signatures to the Amendment to Loan Agreement and take those steps necessary to certify the passage of this Ordinance to the Authority.

Section 2. Loan Term. The Loan Term as set forth in paragraph 4 of Exhibit B and in Exhibit C of the 2007 Loan Agreement, as restructured, is extended to a term of 30 years, with the final repayment to be made on August 1, 2038. Exhibit C to the 2007 Loan Agreement is replaced in its entirety with the attached amended Exhibit C, which incorporates the extended Loan Term for the restructured and amended 2007 Loan Agreement.

Section 3. No Other Amendment. Except as hereby amended, the restructured 2007 Loan Agreement remains in full force and effect.

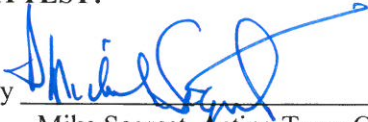
Section 4. Emergency Measure. The Board of Trustees finds and determines that because this Ordinance concerns the immediate and ongoing administration and operation of the Town, its adoption as an emergency measure is necessary to the immediate preservation of the public health, safety and welfare, and this Ordinance shall therefore take effect immediately upon adoption as provided by law.

Section 5. Severability. If any part, section, subsection, sentence, clause or phrase of this Ordinance is for any reason held to be invalid, such invalidity shall not affect the validity of the remaining sections of the Ordinance. The Town Board hereby declares that it would have passed the Ordinance including each part, section, subsection, sentence, clause or phrase thereof, irrespective of the fact that one or more part, section, subsection, sentence, clause or phrase is declared invalid.

Section 6. Repealer. All ordinances or resolutions and motions of the Board of Trustees of the Town of Mead or parts thereof, in conflict with this ordinance are to the extent of such conflict hereby superseded and repealed, provided that such repealer shall not repeal the repealer clauses of such ordinance, resolution or motion, nor revive any ordinance, resolution or motion thereby.

INTRODUCED, READ, PASSED, AND ADOPTED THIS 27th DAY OF March, 2017.

ATTEST:

By 
Mike Segrest, Acting Town Clerk

TOWN OF MEAD

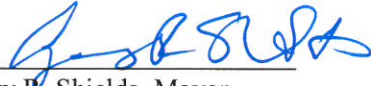
By 
Gary R. Shields, Mayor

EXHIBIT A

AMENDMENT TO LOAN AGREEMENT BETWEEN COLORADO WATER RESOURCES AND POWER DEVELOPMENT AUTHORITY AND TOWN OF MEAD COLORADO ACTING BY AND THROUGH ITS WASTEWATER ACTIVITY ENTERPRISE DATED AS OF MAY 1, 2007.

This **AMENDMENT TO LOAN AGREEMENT** ("Amendment") is made and entered into as of this ___ day of _____, 2017, by and between the Colorado Water Resources and Power Development Authority (the "Authority") and the Town of Mead, Colorado, acting by and through its Wastewater Activity Enterprise (the "Governmental Agency");

WITNESSETH THAT:

WHEREAS, pursuant to the federal Water Quality Act of 1987 and Section 37-95-107.6, Colorado Revised Statutes, the Authority administers the Water Pollution Control Revolving Fund and provides financial assistance to governmental agencies in financing the costs of certain wastewater projects;

WHEREAS, in 2007, the Authority determined to issue its bonds and to loan the proceeds of such bonds to public entities in Colorado, including the Governmental Agency, to finance the costs of wastewater treatment facilities, and to use moneys on deposit in the water pollution control revolving fund to assist such public entities in connection with the financing of such facilities;

WHEREAS, the Governmental Agency and the Authority entered into a Loan Agreement dated as of May 1, 2007 (the "2007 Loan Agreement") to finance through the Water Pollution Control Revolving Fund a portion of the cost of the Project of the Governmental Agency;

WHEREAS, the Authority, in accordance with the Act and the Bond Resolution (as such terms are defined in the 2007 Loan Agreement), issued its bonds for the purpose of making loans from the proceeds thereof to public entities, including the Governmental Agency, to finance all or any portion of the cost of wastewater treatment facilities;

WHEREAS, on May 12, 2016, upon request by the Governmental Agency and by Resolution of the Board of Directors of the Authority dated April 22, 2016, the remaining principal under the 2007 Loan Agreement was restructured from a leveraged loan to a direct loan by means of the prepayment of the leveraged loan by the Authority in order to defease the associated bonds, and Exhibit C of the 2007 Loan Agreement (the Repayment Schedule) was amended to memorialize the restructured loan agreement;

WHEREAS, the Term for repayment of the 2007 Loan Agreement is 20 years, extending from August 1, 2007, through August 1, 2028, and the restructuring of the 2007 Loan Agreement incorporated the same Term;

WHEREAS, the Water Resources and Reform and Development Act of 2014, under section 5003(2)(A)(i) allows for the extension of terms up to 30 years;

WHEREAS, the Governmental Agency has requested the Authority to increase its loan repayment term from 20 years to 30 years to ensure that it can make future loan repayments and continue

to pay for operations of its wastewater systems; and

WHEREAS, the Board of the Authority considered and voted to approve the Governmental Agency request by Resolution dated January 25, 2017;

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Authority and the Governmental Agency hereby agree to the following amendment to the 2007 Loan Agreement:

1. Loan Term. The Loan Term as set forth in paragraph 4 of Exhibit B and in Exhibit C of the 2007 Loan Agreement, as restructured, is extended to a term of 30 years, with the final repayment to be made on August 1, 2038. Exhibit C to the 2007 Loan Agreement is replaced in its entirety with the attached amended Exhibit C, which incorporates the extended Loan Term for the restructured and amended 2007 Loan Agreement.

2. No Other Amendment. Except as hereby amended, the restructured 2007 Loan Agreement remains in full force and effect.

IN WITNESS WHEREOF, the Authority and the Governmental Agency have caused this Amendment to Loan Agreement to be executed, sealed and delivered, as of the date set forth above.

(SEAL)

COLORADO WATER RESOURCES AND
POWER DEVELOPMENT AUTHORITY

ATTEST:

Assistant Secretary

By: _____
Executive Director

(SEAL)

TOWN OF MEAD, COLORADO, ACTING BY
AND THROUGH ITS WASTEWATER
ACTIVITY ENTERPRISE

ATTEST:

Town Clerk/Town Manager

By: _____
Mayor

EXHIBIT C
WATER POLLUTION CONTROL REVOLVING FUND
LOAN REPAYMENT SCHEDULE
TOWN OF MEAD, COLORADO ACTING BY AND THROUGH ITS WASTEWATER ACTIVITY ENTERPRISE

	Original	REVISION 1 to DIRECT LOAN	REVISION 2 to 30 Year Term
LOAN DATE:	5/31/07	5/11/16 *	3/3/17*
LOAN AMOUNT:	\$2,985,000	\$1,930,000*	\$1,862,500*
INTEREST RATE:	3.490%	3.49%	3.49%
TERM (YEARS Remaining):	20	11*	20*

PAYMENT DATES	PAYMENT	PRINCIPAL	REMAINING PRINCIPAL	CALCULATED INTEREST
			\$2,985,000.00	
8/1/2007	\$12,820.15	\$0.00	\$2,985,000.00	12,820.15
2/1/2008	\$72,477.24	\$50,000.00	\$2,935,000.00	22,477.24
8/1/2008	\$102,968.37	\$50,000.00	\$2,885,000.00	\$52,968.37
2/1/2009	\$66,940.00	\$55,000.00	\$2,830,000.00	\$11,940.00
8/1/2009	\$46,472.83	\$34,532.83	\$2,785,467.17	\$11,940.00
2/1/2010	\$109,124.51	\$57,500.00	\$2,737,967.17	\$51,624.51
8/1/2010	\$109,124.51	\$57,500.00	\$2,680,467.17	\$51,624.51
2/1/2011	\$107,419.32	\$57,500.00	\$2,622,967.17	\$49,919.32
8/1/2011	\$107,419.32	\$57,500.00	\$2,565,467.17	\$49,919.32
2/1/2012	\$105,714.13	\$57,500.00	\$2,507,967.17	\$48,214.13
8/1/2012	\$105,714.12	\$57,500.00	\$2,450,467.17	\$48,214.12
2/1/2013	\$106,508.94	\$60,000.00	\$2,390,467.17	\$46,508.94
8/1/2013	\$106,508.93	\$60,000.00	\$2,330,467.17	\$46,508.93
2/1/2014	\$107,229.61	\$62,500.00	\$2,267,967.17	\$44,729.61
8/1/2014	\$107,229.60	\$62,500.00	\$2,205,467.17	\$44,729.60
2/1/2015	\$105,376.14	\$62,500.00	\$2,142,967.17	\$42,876.14
8/1/2015	\$105,376.13	\$62,500.00	\$2,080,467.17	\$42,876.13
2/1/2016	\$106,022.67	\$65,000.00	\$2,015,467.17	\$41,022.67
8/1/2016	\$106,022.67	\$65,000.00	\$1,950,467.17	\$41,022.67
2/1/2017	\$106,595.06	\$67,500.00	\$1,882,967.17	\$39,095.06
8/1/2017**	\$65,792.40	\$32,934.62	\$1,850,032.55	\$32,857.78
2/1/2018	\$65,792.40	\$33,509.33	\$1,816,523.22	\$32,283.07
8/1/2018	\$65,792.40	\$34,094.07	\$1,782,429.15	\$31,698.33
2/1/2019	\$65,792.40	\$34,689.01	\$1,747,740.14	\$31,103.39
8/1/2019	\$65,792.40	\$35,294.33	\$1,712,445.81	\$30,498.07
2/1/2020	\$65,792.40	\$35,910.22	\$1,676,535.59	\$29,882.18
8/1/2020	\$65,792.40	\$36,536.85	\$1,639,998.74	\$29,255.55
2/1/2021	\$65,792.40	\$37,174.42	\$1,602,824.32	\$28,617.98
8/1/2021	\$65,792.40	\$37,823.12	\$1,565,001.20	\$27,969.28
2/1/2022	\$65,792.40	\$38,483.13	\$1,526,518.07	\$27,309.27
8/1/2022	\$65,792.40	\$39,154.66	\$1,487,363.41	\$26,637.74
2/1/2023	\$65,792.40	\$39,837.91	\$1,447,525.50	\$25,954.49
8/1/2023	\$65,792.40	\$40,533.08	\$1,406,992.42	\$25,259.32
2/1/2024	\$65,792.40	\$41,240.38	\$1,365,752.04	\$24,552.02
8/1/2024	\$65,792.40	\$41,960.03	\$1,323,792.01	\$23,832.37
2/1/2025	\$65,792.40	\$42,692.23	\$1,281,099.78	\$23,100.17
8/1/2025	\$65,792.40	\$43,437.21	\$1,237,662.57	\$22,355.19
2/1/2026	\$65,792.40	\$44,195.19	\$1,193,467.38	\$21,597.21
8/1/2026	\$65,792.40	\$44,966.39	\$1,148,500.99	\$20,826.01
2/1/2027	\$65,792.40	\$45,751.06	\$1,102,749.93	\$20,041.34
8/1/2027	\$65,792.40	\$46,549.41	\$1,056,200.52	\$19,242.99
2/1/2028	\$65,792.40	\$47,361.70	\$1,008,838.82	\$18,430.70
8/1/2028	\$65,792.40	\$48,188.16	\$960,650.66	\$17,604.24
2/1/2029	\$65,792.40	\$49,029.05	\$911,621.61	\$16,763.35
8/1/2029	\$65,792.40	\$49,884.60	\$861,737.01	\$15,907.80
2/1/2030	\$65,792.40	\$50,755.09	\$810,981.92	\$15,037.31
8/1/2030	\$65,792.40	\$51,640.77	\$759,341.15	\$14,151.63
2/1/2031	\$65,792.40	\$52,541.90	\$706,799.25	\$13,250.50
8/1/2031	\$65,792.40	\$53,458.75	\$653,340.50	\$12,333.65
2/1/2032	\$65,792.40	\$54,391.61	\$598,948.89	\$11,400.79
8/1/2032	\$65,792.40	\$55,340.74	\$543,608.15	\$10,451.66
2/1/2033	\$65,792.40	\$56,306.44	\$487,301.71	\$9,485.96
8/1/2033	\$65,792.40	\$57,288.99	\$430,012.72	\$8,503.41
2/1/2034	\$65,792.40	\$58,288.68	\$371,724.04	\$7,503.72
8/1/2034	\$65,792.40	\$59,305.82	\$312,418.22	\$6,486.58
2/1/2035	\$65,792.40	\$60,340.70	\$252,077.52	\$5,451.70
8/1/2035	\$65,792.40	\$61,393.65	\$190,683.87	\$4,398.75
2/1/2036	\$65,792.40	\$62,464.97	\$128,218.90	\$3,327.43
8/1/2036	\$65,792.40	\$63,554.98	\$64,663.92	\$2,237.42
2/1/2037	\$65,792.31	\$64,663.92	\$0.00	\$1,128.39
Total	\$4,534,760.16	\$2,985,000.00		\$1,549,760.16

* Mead's original loan of \$2,985,000, dated May 31, 2007 was financed as part of the WPCRF Clean Water Revenue Bonds 2007 Series A with a loan term of 20 years. On May 12, 2016, the remaining amount due on the loan was "restructured" as a direct loan with a 20 year term. On March 3, 2017, the loan was amended to extend the payment term on the remaining amount due by 10 years for a total loan term of 30 years.

**First Payment after reamortization to a 30 year term.