

1
2 **CITY OF LITTLETON, COLORADO**

3
4 **ORDINANCE NO. 13**

5
6 **Series, 2026**

7
8 **AN ORDINANCE OF THE CITY OF LITTLETON,**
9 **COLORADO, AUTHORIZING THE LEASING OF**
10 **CERTAIN CITY PROPERTY AND THE EXECUTION AND**
11 **DELIVERY BY THE CITY OF A SITE LEASE, A LEASE**
12 **AGREEMENT, AND OTHER DOCUMENTS AND**
13 **MATTERS IN CONNECTION WITH THE FINANCING OF**
14 **CERTAIN PROJECTS FOR THE CITY**
15

16 **WHEREAS**, the City of Littleton, Colorado (the “City”) is a duly organized and existing
17 home rule municipality of the State of Colorado, created and operating pursuant to Article XX of
18 the Constitution of the State of Colorado and the home rule charter of the City (the “Charter”);

19 **WHEREAS**, the City is authorized by Article XX, Section 6 of the Colorado Constitution,
20 and part 8 of Article 15 of title 31, Colorado Revised Statutes (“C.R.S.”), to enter into rental or
21 leasehold agreements in order to provide necessary land, buildings, equipment and other property
22 for governmental or proprietary purposes;

23 **WHEREAS**, the City Council of the City (the “City Council”) is authorized by Chapter
24 16, Article I, Section 1 of the City of Littleton Municipal Code, to enter into leasehold agreements
25 on such terms and conditions as may be in the best interest of the City for the acquisition or use of
26 property of any kind for the City’s governmental or proprietary purposes;

27 **WHEREAS**, the City Council has determined and hereby determines that it is in the best
28 interests of the City and its inhabitants to finance the acquisition, construction, installation,
29 equipping and improvement of Main Street in the downtown area of the City and other capital
30 improvements of the City (collectively, the “Project”);

31 **WHEREAS**, the City Council has determined and hereby determines that it is in the best
32 interest of the City and its inhabitants to finance the acquisition, construction, installation,
33 equipping and improvement of the Project by entering into a lease financing, as hereinafter
34 provided;

35 **WHEREAS**, the proceeds of the lease financing, together with other available moneys of
36 the City, will be used to finance the acquisition, construction, installation, equipping and
37 improvement of the Project;

38 **WHEREAS**, the City Council has determined and hereby determines that the leased
39 property under the Site Lease (hereinafter defined) and the Lease (hereinafter defined) will consist

40 of certain real property and improvements located thereon owned by the City (as more particularly
41 described in Exhibit A to the Site Lease and the Lease, the “Leased Property”);

42 **WHEREAS**, the City Council now hereby determines that in order to finance the
43 acquisition, construction and installation of the Project, it is in the best interest of the City and its
44 inhabitants that (a) the City enter into a Site Lease Agreement (the “Site Lease”) with US Bank,
45 as trustee (the “Trustee”) under the Indenture (hereinafter defined) pursuant to which the City will
46 lease the Leased Property to the Trustee, and that (b) the City enter into a Lease Purchase
47 Agreement (the “Lease”) with the Trustee pursuant to which the Trustee will lease the Leased
48 Property back to the City;

49 **WHEREAS**, pursuant to the Lease, and subject to the right of the City to terminate the
50 Lease and other limitations as therein provided, the City will pay certain Base Rentals and
51 Additional Rentals (as such terms are defined in the Lease) in consideration for the right of the
52 City to use the Leased Property;

53 **WHEREAS**, the City’s obligation under the Lease to pay Base Rentals and Additional
54 Rentals shall be from year to year only; shall constitute currently budgeted expenditures of the
55 City; shall not constitute a mandatory charge or requirement in any ensuing budget year; shall not
56 constitute a general obligation or other indebtedness or multiple fiscal year financial obligation of
57 the City within the meaning of any constitutional, charter, statutory limitation or other requirement
58 concerning the creation of indebtedness or multiple fiscal year financial obligation, nor a
59 mandatory payment obligation of the City in any ensuing fiscal year beyond any fiscal year during
60 which the Lease shall be in effect;

61 **WHEREAS**, the Trustee will enter into an Indenture of Trust (the “Indenture”) pursuant
62 to which there will be executed and delivered certain certificates of participation (the
63 “Certificates”) dated as of their date of delivery that shall evidence proportionate interests in the
64 right to receive certain Revenues (as defined in the Lease), which Certificates shall be payable
65 solely from the sources therein provided and shall not directly or indirectly obligate the City to
66 make any payments beyond those appropriated for any fiscal year during which the Lease shall be
67 in effect;

68 **WHEREAS**, the net proceeds from the sale of the Certificates, together with other
69 available moneys of the City, will finance the acquisition, construction and installation of the
70 Project and pay the costs of issuance in connection therewith;

71 **WHEREAS**, Section 11-57-204 of the Supplemental Public Securities Act, constituting
72 Title 11, Article 57, Part 2, C.R.S., as amended (the “Supplemental Act”), provides that a public
73 entity, including the City, may elect in an act of issuance to apply all or any of the provisions of
74 the Supplemental Act; and

75 **WHEREAS**, there has been presented to the City Council and are on file at the City offices
76 the following: (i) the proposed form of the Site Lease; (ii) the proposed form of the Lease; (iii)
77 the proposed form of the Continuing Disclosure Certificate to be provided by the City in
78 connection with the execution and delivery of the Certificates (the “Disclosure Certificate”); and

79 (iv) the Preliminary Official Statement (the “Preliminary Official Statement”) relating to the
80 Certificates; and

81 **WHEREAS**, capitalized terms used herein and not otherwise defined shall have the
82 meanings set forth in the Lease.

83 **NOW, THEREFORE, BE IT ORDAINED BY THE COUNCIL OF THE CITY OF**
84 **LITTLETON, COLORADO THAT:**

85 **Section 1.** Recitals Incorporated. The foregoing recitals are incorporated herein by
86 reference and adopted as findings and determinations of the City Council.

87 **Section 2.** Ratification and Approval of Prior Actions. All action heretofore taken (not
88 inconsistent with the provisions of this Ordinance) by the City Council or the officials, officers,
89 agents or employees of the City relating to the execution and delivery of the Site Lease and the
90 Lease, the acquisition, construction and installation of the Project, and the sale, execution and
91 delivery of the Certificates is hereby ratified, approved and confirmed.

92 **Section 3.** Finding of Best Interests. The City Council hereby finds and determines,
93 pursuant to the Colorado Constitution, the laws of the State of Colorado and the Charter, that the
94 acquisition, construction and installation of the Project, and the financing of the costs thereof,
95 including the costs of issuance incurred in connection therewith, pursuant to the terms set forth in
96 the Site Lease, the Lease, the Indenture and the Sale Certificate (hereinafter defined) are necessary,
97 convenient, and in furtherance of the City’s public purposes and are in the best interests of the City
98 and the City Council hereby authorizes and approves the same.

99 **Section 4.** Supplemental Act; Parameters. The City Council hereby elects to apply all
100 of the provisions of the Supplemental Act to the Site Lease and the Lease and in connection
101 therewith delegates to each of the City Manager or the Finance Director of the City (the “Finance
102 Director”) the independent authority to make any determination delegable pursuant to §11-57-205
103 C.R.S., as amended, in relation to the Site Lease and the Lease, and to execute a sale certificate
104 (the “Sale Certificate”) setting forth such determinations, including without limitation, the term of
105 the Site Lease, the rental amount to be paid by the Trustee pursuant to the Site Lease, the term of
106 the Lease, and the rental amount to be paid by the City pursuant to the Lease, subject to the
107 following parameters and restrictions:

- 108 (a) the Site Lease Termination Date shall be no later than December 31, 2066;
- 109 (b) the Lease Term shall not extend beyond December 31, 2056;
- 110 (c) the aggregate principal amount of the Base Rentals payable by the City pursuant to
111 the Lease shall not exceed \$32,000,000;
- 112 (d) the maximum annual repayment amount of Base Rentals payable by the City
113 pursuant to the Lease shall not exceed \$2,600,000;

- 114 (e) the maximum total repayment amount of Base Rentals payable by the City pursuant
115 to the Lease shall not exceed \$65,000,000;
- 116 (f) the Lease shall be subject to prepayment at the option of the City, without penalty,
117 no later than December 1, 2036; and
- 118 (g) the maximum net effective interest rate on the interest component of the Base
119 Rentals relating to the Certificates shall not exceed 5.25%.

120 Pursuant to §11-57-205 of the Supplemental Act, the City Council hereby delegates to each
121 of the City Manager or the Finance Director the independent authority to acknowledge a contract
122 for the purchase of the Certificates and to execute any agreement or agreements in connection
123 therewith. Each of the City Manager and the Finance Director are hereby independently authorized
124 to determine if obtaining an insurance policy for all or a portion of the Certificates is in the best
125 interests of the City, and if so, to select an insurer to issue an insurance policy, execute a
126 commitment relating to the same and execute any related documents or agreements required by
127 such commitment. Each of the City Manager and Finance Director is also hereby independently
128 authorized to determine if obtaining a reserve fund insurance policy for the Certificates is in the
129 best interests of the City, and if so, to select a surety provider to issue a reserve fund insurance
130 policy and execute any related documents or agreements required by such commitment.

131 The delegation set forth in this Section 4 shall be effective for one year following the date
132 hereof.

133 The City Council hereby agrees and acknowledges that the net proceeds of the Certificates
134 will be used, together with other available moneys of the City, to finance the costs of acquiring,
135 constructing and installing the Project and to pay costs of issuance.

136 **Section 5.** Approval of Documents. The Site Lease, the Lease, and the Disclosure
137 Certificate, in substantially the forms presented to the City Council and on file with the City, are
138 in all respects approved, authorized and confirmed, and the Mayor of the City is hereby authorized
139 and directed for and on behalf of the City to execute and deliver the Site Lease, the Lease and the
140 Disclosure Certificate, in substantially the forms and with substantially the same contents as
141 presented to the City Council, provided that such documents may be completed, corrected or
142 revised as deemed necessary by the parties thereto in order to carry out the purposes of this
143 Ordinance. The execution of the Site Lease, the Lease and the Disclosure Certificate by the Mayor
144 shall be conclusive evidence of the approval by the City Council of such documents in accordance
145 with the terms hereof and thereof.

146 **Section 6.** Official Statement. The designation of the Preliminary Official Statement
147 by the Mayor or the City Manager as a “nearly final Official Statement” for purposes of Rule 15c2-
148 12 of the Securities and Exchange Commission is hereby authorized and confirmed. A final
149 Official Statement, in substantially the form of the Preliminary Official Statement presented to the
150 City Council and on file with the City, is in all respects approved and authorized. The Mayor is
151 hereby authorized and directed to execute and deliver the final Official Statement, for and on behalf
152 of the City, in substantially the form and with substantially the same content as the Preliminary

153 Official Statement presented to the City Council and on file with the City, provided that such
154 document may be completed, corrected, or revised as deemed necessary by the City Manager or
155 the Chief Financial Officer. The distribution of the Preliminary Official Statement and the final
156 Official Statement to prospective purchasers of the Certificates is hereby ratified, approved, and
157 authorized.

158 **Section 7.** Direction to Act. The City Clerk is hereby authorized and directed to attest
159 all signatures and acts of any official of the City in connection with the matters authorized by this
160 Ordinance and to place the seal of the City on any document authorized and approved by this
161 Ordinance. The Mayor, the City Clerk, the City Manager, the Finance Director, the City Attorney
162 and other employees and officials of the City are hereby authorized and directed to execute and
163 deliver for and on behalf of the City any and all additional certificates, documents and other papers,
164 and to perform all other acts that they may deem necessary or appropriate in order to implement
165 and carry out the transactions and other matters authorized by this Ordinance. The approval hereby
166 given to the various documents referred to above includes an approval of such additional details
167 therein as may be necessary and appropriate for their completion, deletions therefrom and
168 additions thereto as may be approved by the City Manager or the Finance Director prior to the
169 execution of the documents. The execution of any instrument by the appropriate officers of the
170 City herein authorized shall be conclusive evidence of the approval by the City of such instrument
171 in accordance with the terms hereof.

172 The Mayor, the City Clerk, the City Manager, the Finance Director and all other employees
173 and officials of the City that are authorized or directed to execute any agreement, document,
174 certificate, instrument or other paper in accordance with this Ordinance (collectively, the
175 “Authorized Documents”) are hereby authorized to execute Authorized Documents electronically
176 via facsimile or email signature. Any electronic signature so affixed to any Authorized Document
177 shall carry the full legal force and effect of any original, handwritten signature. This provision is
178 made pursuant to Article 71.3 of Title 24, C.R.S., also known as the Uniform Electronic
179 Transactions Act. It is hereby determined that the transactions described herein may be conducted
180 and related documents may be stored by electronic means. Copies, telecopies, facsimiles,
181 electronic files and other reproductions of original executed documents shall be deemed to be
182 authentic and valid counterparts of such original documents for all purposes, including the filing
183 of any claim, action or suit in the appropriate court of law.

184
185 **Section 9.** No General Obligation Debt. No provision of this Ordinance, the Site
186 Lease, the Lease, the Indenture, the Disclosure Certificate, the Preliminary Official Statement, the
187 final Official Statement or the Certificates shall be construed as creating or constituting a general
188 obligation or other indebtedness or multiple fiscal year financial obligation of the City within the
189 meaning of any constitutional, statutory or Charter provision, nor a mandatory charge or
190 requirement against the City in any ensuing fiscal year beyond the then current fiscal year. The
191 City shall have no obligation to make any payment with respect to the Certificates except in
192 connection with the payment of the Base Rentals and certain other payments under the Lease,
193 which payments may be terminated by the City in accordance with the provisions of the Lease.
194 Neither the Lease nor the Certificates shall constitute a mandatory charge or requirement of the
195 City in any ensuing fiscal year beyond the then current fiscal year or constitute or give rise to a

196 general obligation or other indebtedness or multiple fiscal year financial obligation of the City
197 within the meaning of any constitutional, statutory or Charter debt limitation and shall not
198 constitute a multiple fiscal year direct or indirect debt or other financial obligation whatsoever.
199 No provision of the Site Lease, the Lease or the Certificates shall be construed or interpreted as
200 creating an unlawful delegation of governmental powers nor as a donation by or a lending of the
201 credit of the City within the meaning of Sections 1 or 2 of Article XI of the Colorado Constitution.
202 Neither the Lease nor the Certificates shall directly or indirectly obligate the City to make any
203 payments beyond those budgeted and appropriated for the City's then current fiscal year.

204 **Section 10.** Reasonableness of Rentals; Fair Market Value. The City Council hereby
205 determines and declares that the Base Rentals due under the Lease, in the maximum amounts
206 authorized pursuant to Section 4 hereof, constitute the fair rental value of the Leased Property and
207 do not exceed a reasonable amount so as to place the City under an economic compulsion to renew
208 the Lease or to exercise its option to purchase the Trustee's leasehold interest in the Leased
209 Property pursuant to the Lease. The City Council hereby determines and declares that the period
210 during which the City has an option to purchase the Trustee's leasehold interest in the Leased
211 Property (i.e., the entire maximum term of the Lease) does not exceed the useful life of the Leased
212 Property.

213 The City Council hereby further determines that the amount of rental payments to be
214 received by the City from the Trustee pursuant to the Site Lease is fair market consideration for
215 the leasing of the Leased Property to the Trustee for the term of the Site Lease as provided therein.

216 **Section 11.** No Recourse against Officers and Agents. Pursuant to §11-57-209 of the
217 Supplemental Act, if a member of the City Council, or any officer or agent of the City acts in good
218 faith, no civil recourse shall be available against such member, officer, or agent for payment of the
219 principal, interest or prior redemption premiums on the Certificates. Such recourse shall not be
220 available either directly or indirectly through the City Council or the City, or otherwise, whether
221 by virtue of any constitution, statute, rule of law, enforcement of penalty, or otherwise. By the
222 acceptance of the Certificates and as a part of the consideration of their sale or purchase, any person
223 purchasing or selling such Certificate specifically waives any such recourse.

224 **Section 12.** Repealer. All ordinances, resolutions, bylaws, orders, and other
225 instruments, or parts thereof, inconsistent herewith are hereby repealed to the extent only of such
226 inconsistency. This repealer shall not be construed to revive any ordinance, resolution, bylaw,
227 order, or other instrument, or part thereof, heretofore repealed.

228 **Section 13.** Severability. If any section, subsection, paragraph, clause or other
229 provision of this Ordinance for any reason is held to be invalid or unenforceable, the invalidity or
230 unenforceability of such section, subsection, paragraph, clause or other provision shall not affect
231 any of the remaining provisions of this Ordinance, the intent being that the same are severable.

232 **Section 14.** Charter Controls. Pursuant to Article XX of the State Constitution and the
233 Charter, all State statutes that might otherwise apply in connection with the provisions of this
234 Ordinance are hereby superseded to the extent of any inconsistencies or conflicts between the
235 provisions of this Ordinance and the Sale Certificate authorized hereby and such statutes. Any

236 such inconsistency or conflict is intended by the City Council and shall be deemed made pursuant
237 to the authority of Article XX of the State Constitution and the Charter.

238

239 INTRODUCTION AS A BILL at a regularly scheduled meeting of the City Council
240 of the City of Littleton on the 5th day of May, 2026, passed on first reading by a vote of __ FOR
241 and __ AGAINST; and ordered published by posting at Littleton Center, Bemis Library, the
242 Municipal Courthouse and on the City of Littleton Website.

243 PUBLIC HEARING on the Ordinance to take place on the 19th day of May, 2026,
244 in the Council Chamber, Littleton Center, 2255 West Berry Avenue, Littleton, Colorado, at the
245 hour of 6:30 p.m., or as soon thereafter as it may be heard.

246 PASSED on second and final reading, following public hearing, by a vote of ____
247 FOR and ____ AGAINST on the 19th day of May, 2026 and ordered published by posting at
248 Littleton Center, Bemis Library, the Municipal Courthouse and on the City of Littleton Website.

249 ATTEST:

250 _____
251 Colleen L. Norton
252 CITY CLERK

Kyle Schlachter
MAYOR

253
254 APPROVED AS TO FORM:

255
256 _____
257 Reid Betzing
258 CITY ATTORNEY

