

**THE GARDENS ON HAVANA METROPOLITAN DISTRICT NOS. 1 - 3**

SPECIAL MEETING

44 Cook Street #710

Denver, CO 80206

March 9, 2016

1:30 p.m.

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Ira Shwartz, President	Term to May 2020
Michael Kaiser, Vice President/Treasurer/Secretary	Term to May 2020
Brenda L. Soper, Assistant Secretary	Term to May 2018
VACANT	Term to May 2018
VACANT	Term to May 2020

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AGENDA

1. Call to Order/Declaration of Quorum
2. Director Disclosures
3. Approval of Agenda
4. Administrative Matters
  - a. Approval of Minutes from the November 17, 2016 Special Meeting (**enclosure**)
5. Public Comment – Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes. Please sign in.
6. Legal Matters
  - a. Consider Ratification of Engagement of Spencer Fane as Special Counsel related to Special Revenue Refunding and Improvement Bonds, Series 2017 (**enclosure**)
  - b. Consider Approval of Transaction Based Informed Consent related to White Bear Ankele Tanaka & Waldron’s continued representation of District No. 3 (**enclosure**)
  - c. Consider Approval of District Intergovernmental Agreement among the Districts (**enclosure**)
  - d. Consider Termination of District Facilities Joint Financing, Construction and Service Agreement among the Districts (**enclosure**)
  - e. Consider Approval of Letter Agreement with Aurora Urban Renewal Authority regarding Public Finance and Redevelopment Agreement (**enclosure**)
  - f. Consider Approval of Assignment and Assumption of Public Finance and Redevelopment Agreement with the Aurora Urban Renewal Authority from District No. 1 to District No. 3 (**enclosure**)
  - g. Consider Approval of Assignment and Assumption of Agreement with Respect to Consulting Services (PIF Collection Agreement) with Pinnacle Consulting Group, Inc. from District No. 1 to District No. 3 (**enclosure**)
  - h. Consider Approval of Assignment and Assumption of Easement Agreement with Wilson Gardens Havana, LLC from District No. 1 to District No. 3 (**enclosure**)
  - i. Consider Approval of Assignment and Assumption of Easement Agreement with Property Management Partnership from District No. 1 to District No. 3 (**enclosure**)
  - j. Consider and a final determination to issue or incur general obligation indebtedness consisting of Special Revenue Refunding Bonds, Series 2017A, in the aggregate principal amount of not to exceed \$27,000,000 and Subordinate Special Revenue Bonds, Series 2017B, in the aggregate principal amount of not to exceed \$6,000,000, and, in connection therewith, adopt resolutions authorizing the issuance of the same and

authorizing Trust Indentures, Bond Purchase Agreements, an Amended and Restated Capital Pledge Agreement, Continuing Disclosure Agreements and other related documents; ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such transaction; authorizing incidental action; and repealing prior inconsistent actions (District No. 3) **(to be distributed)**

- k. Consider and make a final determination authorizing the execution of the Amended and Restated Capital Pledge Agreement and in connection therewith consider a resolution authorizing the agreement; approving, ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions (District Nos. 1 and 2) **(to be distributed)**
7. Financial Matters
    - a. Payables/Financials **(enclosure)**
    - b. Conduct 2016 and 2017 Budget Amendment Hearings and Consider Adoption of Resolutions to Amend 2016 and 2017 Budgets **(enclosure)**
    - c. Consider Approval of 2016 Audit Exemption Applications (District Nos. 2 and 3) **(enclosure)**
    - d. Discuss Payment of Director Fees
    - e. Other Financial Matters
  8. Other Business
  9. Next Regular Meeting – June 21, 2017 at 9:00 a.m.
  10. Adjourn