

PAINTED PRAIRIE METROPOLITAN DISTRICT NOS. 1-12

JOINT SPECIAL MEETING

5750 DTC Parkway, Suite 210, Greenwood Village, CO 80111

Monday, December 16, 2019 at 1:30pm

Christopher Fellows, President	Term to May 2022
Tim O'Connor, Secretary/Treasurer	Term to May 2020
Dustin Anderson, Assistant Secretary	Term to May 2020
Taylor Turano, Assistant Secretary (District Nos. 1-9)	Term to May 2022
Douglas Hatfield, Assistant Secretary (District Nos. 1-9)	Term to May 2022

NOTICE OF SPECIAL MEETING AND AGENDA

1. Call to Order
2. Declaration of Quorum/Director Conflict of Interest Disclosures
3. Confirmation of Meeting Notice and Posting
4. Approval of Agenda
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 per person.
6. Authority Bonds
 - a. The Board of Directors of Painted Prairie Metropolitan District No. 2 (“**District No. 2**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 2 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 2 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.
 - b. The Board of Directors of Painted Prairie Metropolitan District No. 3 (“**District No. 3**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 3 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 3 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents

and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.

- c. The Board of Directors of Painted Prairie Metropolitan District No. 4 (“**District No. 4**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 4 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 4 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.
- d. The Board of Directors of Painted Prairie Metropolitan District No. 5 (“**District No. 5**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 5 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 5 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.
- e. The Board of Directors of Painted Prairie Metropolitan District No. 6 (“**District No. 6**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 6 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 6 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.

- f. The Board of Directors of Painted Prairie Metropolitan District No. 7 (“**District No. 7**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 7 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 7 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.
- g. The Board of Directors of Painted Prairie Metropolitan District No. 8 (“**District No. 8**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 8 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 8 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.
- h. The Board of Directors of Painted Prairie Metropolitan District No. 9 (“**District No. 9**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 9 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 9 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 1-9 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.
- i. The Board of Directors of Painted Prairie Metropolitan District No. 10 (“**District No. 10**”) will consider adoption of a resolution authorizing a multiple fiscal year financial obligation in the form of a Capital Pledge Agreement with the Painted

Prairie Public Improvement Authority (the “**Authority**”) in connection with the issuance by the Authority of Special Revenue Bonds, Series 2019; pursuant to the Capital Pledge Agreement District No. 10 is to impose, collect, pay and pledge certain ad valorem property revenues of District No. 10 to the Authority; approving such Capital Pledge Agreement including, without limitation, the allocation among the Painted Prairie Metropolitan Districts Nos. 10-12 of the debt limit available under the Service Plan as provided therein, and authorizing the execution and delivery thereof by the Authority; authorizing the execution and delivery of other documents and certificates relating thereto; approving, ratifying and confirming other actions; making determinations and findings as to other matters related to such financing transaction; authorizing incidental action; and repealing prior inconsistent actions.

7. Development Matters

- a. Discuss Construction Updates
- b. Discuss and Approve Change Orders (District No. 1)

8. Legal Matters

9. Financial Matters

- a. Approve Requisition No. 14/Draw No. 5 from Escrow Funds (District No. 1)

10. Other Business

11. Adjourn