

JOINT SPECIAL MEETING

POWHATON ROAD METROPOLITAN DISTRICT NOS. 1-4 & 7

AND

POWHATON COMMUNITY AUTHORITY

2154 E. Commons Avenue, Suite 2000

Centennial, Colorado 80122

and

via teleconference

Tuesday, September 6, 2022 at 4:30 P.M.

<https://powhatonroadmetrodistrict.com>

This meeting can be joined through the directions below:

<https://us06web.zoom.us/j/87153319934?pwd=K29ORmVqcml2MUQrcmhCeklNU3JUZz09>

Meeting ID: 871 5331 9934

Passcode: 956724

Call-In Number: 1-720-707-2699

District Nos. 1 & 3

James Spehalski, President	Term to May 2025
Roger Hollard, Secretary	Term to May 2023
CJ Kirst, Treasurer	Term to May 2023
VACANT	Term to May 2025
VACANT	Term to May 2025

District No. 2

Robert Gregory Coates, President	Term to May 2025
Roger Hollard, Secretary	Term to May 2023
Whitney Graham, Treasurer	Term to May 2025
Jennifer R. Merrick, Assistant Secretary	Term to May 2025
CJ Kirst, Assistant Secretary	Term to May 2023

District Nos. 4 & 7

James Spehalski, President	Term to May 2025
Roger Hollard, Secretary	Term to May 2023
CJ Kirst, Treasurer	Term to May 2023
VACANT	Term to May 2023
VACANT	Term to May 2025

Powhaton Community Authority

Jennifer R. Merrick (District No. 2 Member)	Term to May 2025
Roger Hollard (District No. 3 Member)	Term to May 2023
James Spehalski (District No. 4 Member)	Term to May 2025
CJ Kirst (District No. 7 Member)	Term to May 2023
VACANT (District No. 1 Member)	
VACANT (District No. 5 Member)	
VACANT (District No. 6 Member)	
VACANT (District No. 8 Member)	

VACANT (District No. 9 Member)
VACANT (District No. 10 Member)
VACANT (District No. 11 Member)

NOTICE OF JOINT SPECIAL MEETING & AGENDA

1. Call to Order/Declaration of Quorum
2. Director Conflict of Interest Disclosures
3. Approval of Agenda
4. Public Comment – Members of the public may express their views to the Boards on matters that affect the Districts that are not otherwise on the agenda. Comments will be limited to three (3) minutes per person.
5. Consent Agenda
 - a. Approval of Special Meeting Minutes from the July 20, 2022 meeting (**enclosure**)
 - b. Approval of Special Meeting Minutes from the July 28, 2022 meeting (**enclosure**)
 - c. Approval of Special Meeting Minutes from the August 8, 2022 meeting (**enclosure**)
 - d. Approval of Termination of Engagement of White Bear Ankele Tanaka & Waldron for District Management Services
6. Legal Matters
 - a. Other Legal Matters
7. Management Matters
 - a. Manager Updates
 - i. Status of Staining of Picnic Tables, Benches, and Trash Cans
 - b. Consider Approval of Proposal from BrightView Landscape Services, Inc. for 2022-2023 Snow Removal Services (**enclosure**)
 - c. Discuss Park Reservation and Permit Policy and Applications for Same (Authority) (**enclosures**)
 - d. Update on Status of Conveyance of Landscaping
8. Financial Matters
 - a. Consider Approval of Payables/Financials (**enclosure**)
 - b. Conduct Public Hearing on 2022 Budget Amendment and Consider Adoption of Resolution Amending 2022 Budget (Authority) (**enclosure**)
 - c. Conduct Public Hearing on 2022 Budget Amendment and Consider Adoption of Resolution Amending 2022 Budget (District No. 2) (**enclosure**)
 - d. 2022 Bond Matters (District No. 2 & Authority)
 - i. Consider Approval of Special Bond Fee Disclosure Letter with White Bear Ankele Tanaka & Waldron (**enclosure**)
 - ii. Consider Approval of Engagement Letter with Ballard Spahr LLP as Bond Counsel (**enclosure**)
 - iii. Consider Approval of Engagement Letter with Piper Sandler & Co. as Placement Agent (**enclosure**)

- iv. Consider Approval of Engagement Letter with Otten Johnson Robinson Neff + Ragonetti PC as Special Counsel to District No. 2 (District No. 2) **(enclosure)**
- v. Consider and make a final determination to issue special revenue obligation indebtedness consisting of its Taxable (Convertible to Tax Exempt) Limited Tax Supported Revenue Loan, Series 2022 in the approximate principal amount of \$11,275,000, which amount is subject to increase or decrease as determined by the Board, or as otherwise permitted by any resolution adopted by the Board, for the purpose of refunding general obligation indebtedness consisting of Powhaton Road Metropolitan District Nos. 2's Limited Tax General Obligation Bonds, Series 2019A and Subordinate Limited Tax General Obligation Bonds, Series 2019B, and, in connection therewith, the Board of the Authority will consider a resolution: authorizing the issuance of such indebtedness; authorizing a Loan Agreement, a Placement Agent Agreement, a Refunding Escrow Agreement, a Capital Pledge Agreement and other related documents; 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. Pursuant to the Supplemental Public Securities Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of such indebtedness may be commenced more than thirty days after the authorization of such indebtedness pursuant to the aforementioned resolution (Authority) **(to be distributed)**
- vi. Consider and make a final determination to issue or incur general obligation indebtedness by the adoption of a resolution authorizing the approval, execution and delivery of a Capital Pledge Agreement among Powhaton Road Metropolitan District No. 2 ("District No. 2"), Powhaton Community Authority, and MidWestOne, pursuant to which, among other things, District No. 2 will be obligated to impose ad valorem property taxes for the payment of obligations issued by Powhaton Community Authority, City of Aurora, Arapahoe County, Colorado, including its Taxable (Convertible to Tax Exempt) Limited Tax Supported Revenue Loan, Series 2022 in the approximate principal amount of \$11,275,000, which amount is subject to increase or decrease as determined by the Board, or as otherwise permitted by any resolution adopted by the Board; which indebtedness is being issued for the purpose of refunding general obligation indebtedness consisting of Powhaton Road Metropolitan District Nos. 2's Limited Tax General Obligation Bonds, Series 2019A and Subordinate Limited Tax General Obligation Bonds, Series 2019B; authorizing the issuance of such indebtedness; authorizing the Capital Pledge Agreement, a Refunding Escrow Agreement, and other related documents; 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. Pursuant to the Supplemental Public Securities Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of such indebtedness may be commenced more than thirty days after the authorization of such

indebtedness pursuant to the aforementioned resolution (District No. 2) (**to be distributed**)

- e. Other Financial Matters
9. Other Business
- a. Next Regular Meeting – November 1, 2022 at 4:30 P.M.
10. Adjourn