

**PUBLIC NOTICE OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF  
PEAK METROPOLITAN DISTRICT NO. 3**

NOTICE IS HEREBY GIVEN that the Board of Directors (“**Board**”) of the Peak Metropolitan District No. 3 (“**District**”), City of Colorado Springs, El Paso County, Colorado, will meet in a special session on Wednesday, November 30, 2022, at 9:00 a.m., at 7744 Milton E. Proby Pkwy, Colorado Springs, Colorado 80916 and via video / conference call.

Members of the public are encouraged to participate whether in person or by video/telephone in one of the following ways:

1. **To attend via Zoom videoconference, use the link below.**  
<https://us02web.zoom.us/j/83639860383?pwd=WE5UcHhERFIKeFFjZDI2Sk9YNmMvQT09>
2. **To attend via telephone, dial 1-346-248-7799 and enter the following additional information:**  
**Meeting ID: 836 3986 0383**  
**Passcode: 680507**

At this meeting it is anticipated that the Board will make a final determination to issue or incur general obligation indebtedness in the form of its Limited Tax General Obligation Bonds, Series 2022A-1 (“2022A-1 Bonds”) and its Limited Tax General Obligation Convertible Capital Appreciation Bonds, Series 2022A-2 (“2022A-2 Bonds” and together with the 2022A-1 Bonds, the “Bonds”), in a combined maximum aggregate principal amount of up to \$75,000,000; and will consider approval of a resolution authorizing the issuance of the Bonds, the execution and delivery of an Indenture of Trust and related documents and performance thereunder, and approving, ratifying and confirming other actions and all documents, agreements and certificates in connection therewith.

The District will also take up such other business as may be before the District, including the items listed on the attached Agenda. The meeting is open to the public.

***Pursuant to the provisions of the Supplemental Public Securities Act, one or more members of the Board may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.***

This notice is given by order of the Board of Directors of the District.

PEAK METROPOLITAN DISTRICT NO. 3

By: /s/Megan M. Becher  
Attorney for the District

# PEAK METROPOLITAN DISTRICT NOS. 1, 2 AND 3

450 E. 17<sup>th</sup> Avenue, Suite 400

Denver, Colorado 80203-1254

<https://peakmetropolitandistricts.specialdistrict.net/>

## NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Garrett Baum	President	2023/May 2023
William Branyan	Secretary/Treasurer	2023/May 2023
Bonner Gilmore	Assistant Secretary	2025/May 2025
Michelle McDonald	Assistant Secretary	2025/May 2025
Zachary Knight	Assistant Secretary	2023/May 2025

Ex Officio Board Member: Colorado Springs Airport Director of Aviation, or its designee

**DATE: November 30, 2022**

**TIME: 9:00 A.M.**

**LOCATION: 7744 Milton E. Proby Pkwy  
Colorado Springs, Colorado 80916**

**THERE WILL BE AT LEAST ONE PERSON PRESENT AT THE ABOVE-REFERENCED PHYSICAL LOCATION.**

**You can also attend the meeting in any of the following ways:**

- 1. To attend via Zoom videoconference, use the link below.**

<https://us02web.zoom.us/j/83639860383?pwd=WE5UcHhERFIKeFFjZDI2Sk9YNmMvQT09>

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### **I. ADMINISTRATIVE MATTERS**

- A. Present Disclosures of Conflicts of Interest.**
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- B. Confirm quorum, location of meeting and posting of meeting notices. Approve agenda.**
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- C. Public Comment. Matters not specifically included on the Agenda may be addressed. As a courtesy to others, comments shall be limited to three minutes per person.
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- D. Review and approve Minutes of the October 31, 2022 special meetings of Peak Metropolitan District No. 1 (“District No. 1”), Peak Metropolitan District No. 2 (“District No. 2”) and Peak Metropolitan District No. 3 (“District No. 3”, and together with District No. 1 and District No. 2 the ”Districts”) (enclosures).
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- E. Discuss business to be conducted in 2023 and location (**virtual and/or physical**) of meetings. Schedule regular meeting dates and consider adoption of Resolutions Establishing Regular Meeting Dates, Time, and Location, and Designating Location for Posting of 24-Hour Notices (enclosure).
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- F. Discuss and authorize renewal of Districts’ insurance and Special District Association membership for 2023.
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- i. Discuss and consider increase in Excess Liability coverage limits to \$5M and authorize same, for the amount of \$1,250.00 for District No. 2 and District No. 3 (enclosure).
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## II. FINANCIAL MATTERS

- A. Discuss matters related to District No. 3’s 2022 Bond issuance.
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1. Acknowledge Declaration of Covenants Imposing and Implementing Payment in Lieu of Taxes (PILOT) from the City of Colorado Springs, Colorado for the benefit of District No. 3 (for operations and debt service mill levy purposes).
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2. Acknowledge Declaration of Covenants Imposing and Implementing Payment in Lieu of Taxes (PILOT) from the City of Colorado Springs, Colorado for the benefit of District No. 2 (for operations mill levy purposes).
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3. Review and consider adoption of a Resolution Authorizing District No. 3's issuance of its Limited Tax General Obligation Bonds, Series 2022A-1 ("2022A-1 Bonds") and its Limited Tax General Obligation Convertible Capital Appreciation Bonds, Series 2022A-2 ("2022A-2 Bonds" and together with the 2022A-1 Bonds, the "Bonds"), in a combined maximum aggregate principal amount of up to \$75,000,000 for the purpose of (i) financing public improvements related to a commercial portion of the Peak Innovation Park in the City of Colorado Springs, Colorado, (ii) funding capitalized interest on 2022A-1 Bonds, (iii) funding the 2022A Bonds Initial Deposit to the Surplus Fund, and (iv) paying other costs in connection with the issuance of the Bonds; and authorizing the execution and delivery of an Indenture of Trust, Bond Purchase Agreement, Continuing Disclosure Agreement and other related financing documents and instruments; authorizing the execution and delivery thereof and performance by District No. 3 thereunder; appointing a District Representative to act on behalf of District No. 3 under such Indenture of Trust; appointing a Sale Delegate to make certain determinations relating to the Bonds as authorized under Section 11-57-205, C.R.S.; and authorizing the execution and delivery thereof and performance by District No. 3 thereunder; authorizing incidental action; establishing the effective date thereof; and repealing prior inconsistent actions (enclosure).
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4. Authorize necessary actions in connection with issuance of District No. 3's Bonds.
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- B. Review and accept the Uaudited Financial Statements dated September 30, 2022 for the Districts (enclosure).
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- C. Review and ratify payment of claims through the period ending November 22, 2022 in the amount of \$108,953.82 for District No. 1 and in the amount of \$108,953.82 for District No. 2 (enclosure).
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- D. Conduct Public Hearings to consider amendment of the 2022 Budgets. If necessary, consider adoption of Resolution(s) to Amend the 2022 Budget(s) (enclosures).

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- E. Discuss and consider approval of Fourth Amendment to Operation Funding Agreement by and between District No. 1 and UFCS Airport, LLC (to be distributed).

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- F. Discuss and consider approval of Second Amendment to Facilities Acquisition and Payment Agreement by and between District No. 1 and UFCS Airport, LLC (to be distributed).

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- G. Discuss and consider approval of First Amendment to Operation Funding Agreement by and between District No. 3 and UFCS Airport, LLC (to be distributed).

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- H. Conduct Public Hearings on the proposed 2023 Budgets and consider adoption of Resolutions to Adopt the 2023 Budgets and Appropriate Sums of Money and Resolutions to Set Mill Levies (enclosures).

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- I. Authorize District Accountant to prepare, and appoint Board Member to sign, the DLG-70 Certification of Tax Levies forms (“Certifications”). Direct District Accountant to file the Certifications with the Board of County Commissioners and other interested parties.

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- J. Consider approval of CliftonLarsonAllen LLP Statement(s) of Work (enclosures).

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- K. Consider appointment of District Accountant to prepare 2024 Budgets.

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- L. Discuss requirements for an Audit and consider engagement of Wipfli LLP to prepare 2022 Audits for District No. 1 and District No. 3.

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- M. Discuss requirements for an Audit and consider appointment of District Accountant to prepare 2022 Application for Exemption from Audit for District No. 2.

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**III. LEGAL MATTERS**

- A. Discuss May 2, 2023 Regular Director Elections and consider adoption of Resolutions Calling May 2, 2023 Elections for Directors, appointing Designated Election Official (“DEO”) and authorizing the DEO to perform all tasks required for the conduct of a mail ballot elections. Self-Nomination Forms are due by February 24, 2023 (enclosure). Discuss the need for ballot issues and/or questions.

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- B. Discuss requirements of Section 32-1-809, C.R.S., and direct staff regarding compliance for 2023 (District Transparency Notice).

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- C. Discuss and consider approval of Reimbursement Agreement by and between District No. 1 and District No. 3 (to be distributed).

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- D. Discuss and consider approval of Facilities Acquisition and Payment Agreement by and between District No. 3 and UFCS Airport, LLC (to be distributed).

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**IV. CONSTRUCTION MATTERS**

- A. Discuss status of maintenance within District No. 2. Discuss necessary agreements relative thereto.

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- B. Discuss and consider approval of Change Order No. 3 to Service Agreement for Landscape and Irrigation Maintenance Services by and between District No. 2 and Brightview Landscape Services, Inc.

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- C. Discuss and consider acceptance of District Engineer’s Report and Verification of Costs Associated with Public Improvements (**PROJECT: Integration Loop Phase 2**), Engineer’s Report and Verification of Costs No. 11 prepared by Schedio Group LLC (enclosure).
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- a. Discuss approval of Requisition No. 30 (under the Series 2021 Bonds) and authorizing reimbursement to the District in the amount of \$370,759.78 and to W.E. O’Neil Construction Co. of Colorado in the amount of \$1,006,791.71 (enclosure).
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- D. Discuss matters relative to construction process and authorize necessary actions in connection therewith.
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**V. OTHER BUSINESS**

- A. Discuss need for December 28<sup>th</sup> meeting.
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**VI. ADJOURNMENT**

**THE NEXT SPECIAL MEETING IS SCHEDULED FOR DECEMBER 28, 2022.**