

# FALCON HIGHLANDS METROPOLITAN DISTRICT

121 S. Tejon Street, Suite 1100  
Colorado Springs, Colorado  
719-635-0330  
www.falconhighlandsmetro.com

## **NOTICE OF REGULAR MEETING AND AGENDA**

At this meeting, it is anticipated that the Board will make a final determination to issue general obligation indebtedness. Specifically, the District will consider adoption of a resolution authorizing: (i) the District's issuance of its General Obligation Limited Tax Refunding Bonds, Series 2022, in a maximum aggregate principal amount not to exceed \$7,000,000 (the "2022 Bonds"); and (ii) the execution and delivery of an Indenture of Trust, a Bond Purchase Agreement or Placement Agent Agreement, as applicable, and all other documents, agreements and certificates necessary in connection with the issuance of the 2022 Bonds. The District will also consider a resolution authorizing: (i) an Amended and Restated Indenture of Trust related to the District's General Obligation Limited Tax Bonds, Series 2007 (the "2007 Bonds"); and (ii) the execution and delivery all other documents, agreements and certificates necessary in connection with the amendments made with respect to the 2007 Bonds.

In accordance with §11-57-211, C.R.S., one or more of the members of the Board participated in this meeting and voted through the use of a conference telephone, and there was at least one person physically present at the designated meeting area to ensure that the public meeting was in fact accessible to the public.

**DATE:** Monday August 8, 2022

**TIME:** 5:30 p.m.

**LOCATION:** *Via Microsoft Teams*

You can attend the meetings in any of the following ways:

1. To attend via Microsoft Teams video conference, use the below link:

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_MDMYyZc5N2UtNmE1YS00NzkxLWIzYzAtNWViMzRiY2ZINTc2%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%22a05a90a1-fbd3-423d-8e2e-df67c7aa29f5%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_MDMYyZc5N2UtNmE1YS00NzkxLWIzYzAtNWViMzRiY2ZINTc2%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%22a05a90a1-fbd3-423d-8e2e-df67c7aa29f5%22%7d)

**ACCESS:**

2. To attend via telephone, dial 720-547-5281 and enter the following additional information:

Conference ID: 211 544 110#

<u>Board of Directors</u>	<u>Office</u>	<u>Term Expires</u>
Tonia Joyner	President	May, 2025
Timothy Dickey	Secretary	May, 2025
Kevin Haas	Treasurer	May, 2023
Vacant		May, 2025
Vacant		May, 2023

## **I. ADMINISTRATIVE MATTERS**

- A. Call to order and approval of agenda.
- B. Declaration of quorum/Director qualifications/Disclosure items.

## **II. CONSENT AGENDA**

- A. Consider approval of Minutes:
  - a. February 10, 2022 Special Board Meeting (enclosure).
  - b. May 9, 2022, Regular Board Meeting (enclosure).
  - c. June 29, 2022 Special Board Meeting (enclosure).
- B. Consider acceptance of Unaudited Financial Statements as of April 30, 2022 (enclosure).
- C. Consider ratification of Previous Claims and approval of Current Claims (enclosure).

## **III. FINANCIAL MATTERS**

- A. Other.

## **IV. LEGAL MATTERS**

- A. Review and consider adoption of a resolution authorizing: (i) the District's issuance of its General Obligation Limited Tax Refunding Bonds, Series 2022 in a maximum aggregate principal amount not to exceed \$7,000,000 (the "2022 Bonds"); and (ii) the execution and delivery of an Indenture of Trust, a Bond Purchase Agreement or Placement Agent Agreement, as applicable, and all other documents, agreements and certificates necessary in connection with the issuance of the 2022 Bonds.

- B. Review and consider adoption of a resolution authorizing: (i) an Amended and Restated Indenture of Trust related to the District's General Obligation Limited Tax Bonds, Series 2007 (the "2007 Bonds"); and (ii) the execution and delivery all other documents, agreements and certificates necessary in connection with the amendments made with respect to the 2007 Bonds.
- C. Additional Items related to Refinance of 2004 Bonds / Restructure of 2007 Bonds.
  - a. Reissuance / Cancellation of 2004B-1 / 2006B-2 / 2006B-3 Notes.
    - i. Release and Discharge – Consent to release and discharge amounts owed by District, and as applicable, instructs Trustee to cancel and destroy the 2004B-1 / 2006B-2 / 2006B-3 Notes, by the following: (enclosures)
      - 1. A&J Dennis Family Investments, Ltd
      - 2. Cygnet Land, LLC
      - 3. Falcon Highlands, LLC
      - 4. RDS Ventures, LLC
      - 5. Tamlin Ventures, LLC
    - ii. Omnibus Proxy – Consent by DTC
    - iii. Funding of Reissuance Fees
  - b. Release of Deed of Trust / Termination of Water Tap Fee and Infrastructure Improvement Fee Agreement and Release of Deed of Trust, between District, Cygnet Land, A&J Dennis Family Investments, LLC.
  - c. Review Closing Schedule (enclosure).
    - i. Confirm Signatories for Execution of Bond Documents.
- D. 2022 Enterprise Bonds.
  - a. Status Update.
  - b. Discussion regarding District Water Connection Fees / Fee Resolution.
  - c. Affirm Engagement of King & Associates for Market Study.
  - d. Schedule of Activities.
  - e. Other.

## V. **MANAGER MATTERS**

- A. Manager Report.
- B. Other.

**VI. ENGINEERING MATTERS**

- A. Engineering Report.
- B. Other.

**VII. DIRECTOR MATTERS**

- A. Other.

**VIII. EXECUTIVE SESSION**

- A. Executive session pursuant to Section 24-6-402(4)(a), (b) and (e), C.R.S. regarding (1) the receipt of legal advice related and matters subject to negotiation in (1) BLH #1, LLC and BLH #3, LLC v. Falcon Highlands Metropolitan District, et al., El Paso County District Court No. 2019 CV 31830 (the “Litigation”) and (2) performance under the Settlement Agreement related to the Litigation.

**IX. OTHER BUSINESS**

- A. Other.

**X. ADJOURNMENT**

**The next regular meeting is scheduled for September 12, 2022 at 5:30 p.m.**