

**VDW METROPOLITAN DISTRICT NOS. 1-3**

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**NOTICE OF SPECIAL MEETING AND AGENDA**

**NOTICE PURSUANT TO § 32-1-903(3), C.R.S.:** The Board of Directors of **VDW METROPOLITAN DISTRICT NO. 2** intends to make a final determination to issue general obligation indebtedness consisting of its Limited Tax General Obligation Refunding Bonds, Taxable Series 2022A-1 (the “Series 2022A-1 Bonds”) and Limited Tax General Obligation Refunding Bonds, Series 2022A-2 (the “Series 2022A-2 Bonds” and, collectively with the Series 2022A-1 Bonds, the “Series 2022 Bonds”), to be secured by a lien on pledged revenue, including a debt service mill levy imposed upon all taxable property within District No. 2, and in connection therewith, adopt an authorizing resolution approving the form of financing documents including an Indenture of Trust with UMB Bank, n.a., Capital Pledge Agreement with VDW Metropolitan District No. 3 and UMB Bank, n.a., a Preliminary Official Statement, an Official Statement, Bond Purchase Agreement with Wells Fargo Securities, LLC, Continuing Disclosure Certificate, and all other financing documents related to District No. 2’s issuance of the Series 2022 Bonds.

**NOTICE PURSUANT TO § 32-1-903(3), C.R.S.:** The Board of Directors of **VDW METROPOLITAN DISTRICT NO. 3** intends to make a final determination to issue general obligation indebtedness in the form of Capital Pledge Agreement with VDW Metropolitan District No. 2 and UMB Bank, n.a., pledging certain revenues collected from a debt service mill levy imposed upon all taxable property within District No. 3, to District No. 2 in connection with the issuance of District No. 2’s Series 2022 Bonds.

<b><u>Board of Directors District Nos. 1&amp;3</u></b>	<b><u>Office</u></b>	<b><u>Term Expiration</u></b>
Kim Perry	President & Chairperson	May 2023
Josh Kane	Treasurer/Asst. Secretary	May 2022
Vacant	Asst. Secretary/Asst. Treasurer	May 2023
Wendy Messinger	Asst. Secretary	May 2023
Tim DePeder	Secretary	May 2023

<b><u>Board of Directors District No. 2</u></b>	<b><u>Office</u></b>	<b><u>Term Expiration</u></b>
Kim Perry	President & Chairperson	May 2023
Josh Kane	Treasurer/Asst. Secretary	May 2022
Tim DePeder	Secretary	May 2022
Wendy Messinger	Asst. Secretary	May 2023
Clark Cummings	Asst. Secretary	May 2023

**DATE:** January 14, 2022 (Friday)  
**TIME:** 1:00 p.m.  
**PLACE:** MS Teams and Teleconference Only

[Click here to join the meeting](#) (Please press the control key and click to access)  
<https://tinyurl.com/y2nuwjx2> (This link can be copied into your web browser)  
**720-721-3140; Conference ID: 511 530 465#** (if joining the meeting by phone)

**I. ADMINISTRATIVE ITEMS**

- A. Call to Order.
- B. Declaration of Quorum/Director Disclosure of any Potential Conflicts of Interest.
- C. Approval of Agenda.
- D. Public Comment. Comments are limited to three (3) minutes per speaker.

**II. CONSENT AGENDA**

- A. Approval of Minutes – November 1, 2021 Regular Meeting Minutes.
- B. Ratification of Contracts and Contract Modifications.
- C. Consider Ratification of Claims Presented for Payment.
- D. Financial Statements as of November 30, 2021.

**III. CAPITAL INFRASTRUCTURE ITEMS**

- A. District Project Manager Update.

**IV. FINANCE MANAGER ITEMS**

- A. Consideration and Approval by VDW Metropolitan District No. 2 (District No. 2”) of an Authorizing Resolution Regarding the Issuance of District No. 2’s Limited Tax General Obligation Refunding Bonds, Taxable Series 2022A-1 and Limited Tax General Obligation Refunding Bonds, Series 2022A-2 (collectively, the “Series 2022 Bonds”), and in connection therewith, approving the following and authorizing the execution of same: Indenture of Trust with UMB Bank, n.a., Capital Pledge Agreement with VDW Metropolitan District No. 3 (“District No. 3”) and UMB Bank, n.a., a Preliminary Official Statement, an Official Statement, Continuing Disclosure Certificate, Bond Purchase Agreement with Wells Fargo Securities, LLC, and all other financing documents related to the issuance of District No. 2’s issuance of its Series 2022 Bonds.
- B. Consideration and Approval of a Resolution of District No. 3 authorizing the imposition of an ad valorem mill levy and the execution and delivery of a Capital Pledge Agreement with District No. 2 and UMB Bank, n.a. in connection with District No. 2’s issuance of its Series 2022 Bonds.
- C. Public Hearing regarding the Proposed Amended 2021 Budget.
- D. Consider Adoption of Amended 2021 Budgets; Consider Approval of Resolution to Amend Budgets; and Appropriate Sums of Money.

**V. LEGAL ITEMS**

A. Consideration and Approval of Amended and Restated Intergovernmental Agreement Concerning District Operations.

**VI. DISTRICT MANAGER ITEMS**

A. Manager's Report.

**VII. ITEMS FROM DIRECTORS**

**VIII. OTHER MATTERS**

**IX. EXECUTIVE SESSION**, pursuant to Section §24-6-402(4)(b), C.R.S., for the purpose of receiving legal advice related to pending legislation and pending litigation.

**X. ADJOURNMENT**

\*\*\*The next Regular Meeting is scheduled for  
Thursday, April 7, 2022\*\*\*