

**PUBLIC NOTICE OF A SPECIAL MEETING OF THE  
BOARD OF DIRECTORS OF  
PALISADE METROPOLITAN DISTRICT NO. 2**

**NOTICE IS HEREBY GIVEN** that the Board of Directors of Palisade Metropolitan District No. 2 (the “**District**”), City and County of Broomfield, Colorado, will meet in special session on Wednesday, the 9<sup>th</sup> day of October, 2024, at the hour of 10:30 a.m. at the offices of Urban Frontier, LLC, 1515 Market Street, Suite 200, Denver, Colorado 80202 and via video or telephone conference (Zoom).

**THERE WILL BE AT LEAST ONE PERSON PRESENT AT THE PHYSICAL LOCATION POSTED ON THIS NOTICE, BUT SOME OR ALL BOARD MEMBERS WILL PARTICIPATE VIA VIDEO OR TELEPHONE CONFERENCE.**

Members of the public are encouraged, but not required to participate by video or telephone conference in one of the following ways:

1. **To attend via videoconference, e-mail [jpino@specialdistrictlaw.com](mailto:jpino@specialdistrictlaw.com) to obtain a link to the videoconference, or use the following:**

<https://us02web.zoom.us/j/87549230651?pwd=P5e0fTv625iUoULQdhibhCGli64G0x.1>

2. **To attend via telephone, dial 1-719-359-4580 and enter the following additional information:**
  - a. **Meeting ID: 875 4923 0651**
  - b. **Passcode: 368219**

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 the District’s issuance of its Subordinate General Obligation Limited Tax and Revenue Refunding Bonds, Series 2024B (“2024B Bonds”) and its Second Subordinate General Obligation Limited Tax and Revenue Bonds, Series 2024C (“2024C Bonds” and with the 2024B Bonds, the “Bonds”), in a combined maximum aggregate principal amount of up to \$50,000,000; and authorizing the execution and delivery of Indentures of Trust, a Third Amended and Restated Capital Pledge Agreement with Palisade Metropolitan District No. 1, an Escrow Agreement and related documents and performance thereunder; and authorizing the execution and delivery of all documents, agreements and certificates in connection therewith.

The Board will also take up such other business as may be before the Board and will consider 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.

**PALISADE METROPOLITAN DISTRICT NO. 2, IN  
THE CITY AND COUNTY OF BROOMFIELD,  
COLORADO**

# **PALISADE METROPOLITAN DISTRICT NO. 2 (“DISTRICT”)**

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

Denver, Colorado

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

## **NOTICE OF A SPECIAL MEETING AND AGENDA**

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Garrett Baum	President	2025/May 2025
Kevin Schneider	Assistant Secretary	2027/May 2027
William Branyan	Secretary	2025/May 2025
Bonner Gilmore	Assistant Secretary	2025/May 2025
Zachary Knight	Treasurer	2027/May 2027

**DATE:**       **October 9, 2024**

**TIME:**       **10:30 A.M.**

**LOCATION:** **Urban Frontier, LLC**  
**1515 Market Street, Ste. 200**  
**Denver, CO 80202**

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

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

<https://us02web.zoom.us/j/87549230651?pwd=P5e0fTv625iUoULQdhibhCGli64G0x.1>

**2.       To attend via telephone, dial 1-719-359-4580 and enter the following additional information:**

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### **I.       ADMINISTRATIVE MATTERS**

A.       Present Disclosures of Potential Conflicts of Interest.

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B.       Confirm quorum, location of meeting and posting of meeting notice. 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 consider approval of minutes from the June 12, 2024 regular meeting (enclosure).
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**II. FINANCIAL MATTERS**

- A. Review and accept the June 30, 2024 unaudited financial statements (enclosure).
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- B. Review and ratify approval of payment of interim claims in the amount of \$2,359,963.12 (enclosure).
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- C. Conduct Public Hearing to consider amendment of the 2024 Budget. Consider adoption of Resolution to Amend the 2024 Budget (enclosure).
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- E. Discuss matters related to the District’s 2024 Bond Issuance.
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- 1. Acknowledge City and County of Broomfield (“City”) approval of Bond Issuance Plan (Bond Issuance Plan sent to City on August 15, 2024 / Acknowledgement and Consent received September 25, 2024).
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- 2. Review and consider approval of Engagement Letter by and between the District and Sherman & Howard L.L.C. for Bond Counsel Services (enclosure).
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- 3. Review and consider approval of Engagement Letter by and between the District and Piper Sandler & Co. for Underwriter / Placement Agent Services (enclosure).
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- 4. Discuss and consider approval of Contract for Technical Services and Assistance by and between the District and PGAV Planners, LLC.
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5. Discuss and consider approval of Engagement Letter by and between the District and Butler Snow LLP as Special Counsel (for the City and County of Broomfield).

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6. Review and consider proposals for external financial advisor services from Crews & Associates, Inc., Municipal Capital Markets Group, Inc. and MuniCap, Inc. Discuss and consider engagement of external financial advisor (enclosures).

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7. Review and consider adoption of a Resolution Authorizing the District's issuance of its Subordinate General Obligation Limited Tax and Revenue Refunding Bonds, Series 2024B ("2024B Bonds") and its Second Subordinate General Obligation Limited Tax and Revenue Bonds, Series 2024C ("2024C Bonds" and with the 2024B Bonds, the "Bonds"), in a combined maximum aggregate principal amount of up to \$50,000,000; and authorizing the execution and delivery of Indentures of Trust, a Third Amended and Restated Capital Pledge Agreement with Palisade Metropolitan District No. 1, an Escrow Agreement and other related financing documents and instruments; authorizing the execution and delivery thereof and performance by the District thereunder; appointing a District Representative to act on behalf of the District under such Indentures 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 the District thereunder; authorizing incidental action; establishing the effective date thereof; and repealing prior inconsistent actions (enclosures).

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8. Discuss and consider adoption of Resolution Concerning the Allocation of Electoral Authorization.

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9. Authorize necessary actions in connection with issuance of the Bonds.

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**III. LEGAL MATTERS**

- A. Discuss and consider acceptance of Eligible Costs for Public Infrastructure Improvements Distribution Request Nos. 127-130, from RG and Associates, LLC and authorize reimbursement pursuant to the Amended and Restated Facilities Funding and Acquisition Agreement by and between the District and Kevamra, LLC, as amended (enclosure).
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- B. Ratify approval of First Amendment to the City and County of Broomfield Subdivision Improvement Agreement for Palisade Park Filing No. 1, Replat C Final Plat, between the City and County of Broomfield, Kevamra, LLC, Palisade Brownstones, LLC, Palisade Brownstones II, LLC, Chartered Development Corporation and the District.
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- C. Rescind approval of Third Amendment to Amended and Restated Facilities Funding and Acquisition Agreement between the District and Kevamra, LLC, previously approved on November 8, 2023.
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- D. Discuss tract ownership and status of conveyance of tract(s) to the District.
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**IV. OPERATIONAL MATTERS**

- A. Discuss status of operation and maintenance matters.
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**V. OTHER BUSINESS**

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**VI. ADJOURNMENT**

**THE NEXT REGULAR MEETING IS SCHEDULED FOR NOVEMBER 6, 2024.**