

NOTICE OF JOINT SPECIAL MEETING

BUCKLEY YARD METROPOLITAN DISTRICT NO. 2 AND
BUCKLEY YARD METROPOLITAN DISTRICT NO. 2 - SUBDISTRICT

Monday, July 11, 2022 at 4:00 p.m.

This meeting will be held at 2154 E. Commons Ave., Suite 2000, Centennial, CO 80122 and via teleconferencing available at the link below:

Join Zoom Meeting

<https://us06web.zoom.us/j/86792283133?pwd=YWpjaDNyNjk3VE90bzhOVVhNUDYrdz09>

Meeting ID: 867 9228 3133

Passcode: 762905

One tap mobile

+17207072699,,86792283133# US (Denver)

Board of Directors of Buckley Yard Metropolitan District No. 2 (the “District Board”)	
Kurtis Williams, President	Term to May 2023
Aaron Clutter, Secretary/Treasurer	Term to May 2023
VACANT	Term to May 2025
VACANT	Term to May 2025
VACANT	Term to May 2025

Board of Directors of Buckley Yard Metropolitan District No. 2 – Subdistrict (the “Subdistrict Board”)*	
Kurtis Williams, President	Term to May 2023
Aaron Clutter, Secretary/Treasurer	Term to May 2023
VACANT	Term to May 2025
VACANT	Term to May 2025
VACANT	Term to May 2025

AGENDA

1. Call to Order/Declaration of Quorum
2. Conflict of Interest Disclosures
3. Approval of Agenda
4. Public Comment - Members of the public may express their views to the Board on matters that affect the Districts. Comments will be limited to three (3) minutes.
5. Consent Agenda Items - (These items are considered to be routine and will be approved by one motion. There will be no separate discussion of these items unless requested, in which

* In accordance with Section 32-1-1101(1)(f)(III), C.R.S., the District Board shall constitute ex officio the Board of Directors of the Subdistrict.

event, the item will be removed from the Consent Agenda and considered in the Regular Agenda.)

- a. Approval of Minutes from December 7, 2021 Organizational Meeting (*enclosure*)
- b. Approval of Minutes from March 1, 2021 Special Meeting (*enclosure*)
- c. Ratification of Cockrel Ela Glesne Greher & Ruhland for Special Counsel Services for 2022 Bonds (*enclosure*)
- d. Ratification of Engagement Letter with King & Associates for Market Study Services for 2022 Bonds (*enclosure*)
- e. Ratification of Engagement Letter with Kutak Rock for Bond Counsel and Disclosure Counsel services for 2022 Bonds and Revenue Pledge Agreement, and Special Counsel services for Exclusion Agreement (*enclosure*)

6. Legal Matters

- a. Approval of Funding and Reimbursement Agreement with Buckley Yard REF Acquisition LLC (*enclosure*)
- b. Approval of Infrastructure Acquisition and Reimbursement Agreement with Buckley Yard REF Acquisition LLC (*enclosure*)
- c. Approval of Termination of Infrastructure Acquisition and Reimbursement Agreement and Funding and Reimbursement Agreement with CLREF III Acquisition LLC (*enclosure*)
- d. Approval of Amended and Restated Resolution Concerning Imposition of Capital Facilities Fee (*enclosure*)

7. Financial Matters:

- a. Public Hearings on 2022 Budget and Consider Adoption of Resolution Adopting Budget, Imposing Mill Levy and Appropriating Funds (*enclosure*)
- b. District Board: 2022 Bonds
 - i. Consider adoption of a Resolution authorizing the issuance by Buckley Yard Metropolitan District No. 2 (the "District") of its Limited Tax General Obligation Bonds, Series 2022A, and Subordinate Limited Tax General Obligation Bonds, Series 2022B, in an approximate combined aggregate principal amount of \$11,000,000 (the "Bonds"), for the purpose of paying or reimbursing costs of public improvements serving the residents and taxpayers of the District; approving the terms of the Bonds; authorizing the levy of ad valorem property taxes for the payment thereof; approving an Indenture of Trust (Senior), an Indenture of Trust (Subordinate), Revenue Pledge Agreement, Bond Purchase Agreement, Continuing Disclosure Agreement and other documents and instruments relating thereto; authorizing the execution and delivery thereof and performance by the District thereunder; appointing a District Representative to act on behalf of the District under the Indenture of Trust; making determinations and findings as to matters related thereto; authorizing incidental action; repealing prior inconsistent actions; and establishing the effective date thereof. (*enclosure*)

- c. Subdistrict Board: Revenue Pledge Agreement
 - i. Consider adoption of a Resolution authorizing Buckley Yard Metropolitan District No. 2 – Subdistrict (the “Subdistrict”) to enter to a Revenue Pledge Agreement with the District pursuant to which the Subdistrict will levy taxes and pledge the revenue derived therefrom to the payment of the Bonds; authorizing the levy of ad valorem property taxes by the Subdistrict in accordance with the Revenue Pledge Agreement and approving the other terms thereof; approving the form of the Revenue Pledge Agreement and other documents and certificates; authorizing the execution and delivery of thereof by the Subdistrict and performance of its obligations thereunder; making determinations and findings as to matters related thereto; authorizing incidental action; and repealing prior inconsistent actions
- 8. Other Business
- 9. Adjourn