

**POWHATON ROAD METROPOLITAN DISTRICT NOS. 1, 2, & 7**

**SPECIAL MEETING**

2154 E. Commons Avenue, Suite 2000

Centennial, Colorado

Friday, February 1, 2019, 11:00 AM

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James Spehalski, President	Term to May 2022
Roger Hollard, Secretary	Term to May 2020
CJ Kirst, Treasurer	Term to May 2020
VACANCY	Term to May 2020
VACANCY	Term to May 2022

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**AGENDA**

1. Call to Order/Declaration of Quorum
2. Director Conflict of Interest Disclosures
3. Approval of Agenda
4. Approval of Minutes from November 7, 2018 special meeting (**enclosure**)
5. Public Comment – Members of the public may express their views to the Board on matters that affect the District that are not otherwise on the agenda. Comments will be limited to three (3) minutes per person. Comments will be taken in the order reflected on the sign in sheet.
6. Legal Matters
  - a. Consider Approval of Infrastructure Acquisition and Reimbursement Agreement between District No. 2 and Melcor/TC Aurora, LLC (**enclosure**)
  - b. Consider Approval of Resolution Regarding Acceptance of Verified Reimbursement Amount for Public Improvements pursuant to the Infrastructure Acquisition and Reimbursement Agreement with Melcor/TC Aurora, LLC (**enclosure**)
    - i. Engineer’s Report and Certification from Core Consultants, Inc. (**enclosure**)
7. Financial Matters
  - a. Consider Approval of Payables/Financials (**enclosure**)
  - b. Bond Matters
    - i. Consider Approval of Engagement of Ballard Spahr, LLP as District Bond Counsel and Disclosure Counsel (**enclosure**)
    - ii. Consider Ratification of Engagement of D.A. Davidson & Co. as District Underwriter (**enclosure**)
    - iii. Consider Approval of Bond Fee Disclosure from White Bear Ankele Tanaka & Waldron (**enclosure**)

- iv. Consider and Make a Final Determination to Issue or Incur General Obligation Indebtedness Consisting of (a) Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2019A in the estimated principal amount of \$11,000,000; and (b) Subordinate Limited Tax General Obligation Bonds, Series 2019B in the estimated principal amount of \$1,750,000 which amounts are subject to increase or decrease as determined by the Board, and in connection therewith, the adoption of a resolution authorizing the issuance of such indebtedness and authorizing two separate Indentures of Trust, a Bond Purchase Agreement, a Continuing Disclosure Agreement, the form of Limited Offering Memorandum, and other related documents; approving, ratifying, and confirming the execution of certain documents; making determinations and findings as to other matters related to such transaction; authorizing incidental action; and repealing prior inconsistent actions (*to be distributed*)

8. Other Business

9. Adjourn