

CIELO METROPOLITAN DISTRICT
SPECIAL MEETING via Teleconference and at
10 Inverness Drive East, Suite 125, Englewood, CO 80112
Wednesday, April 7, 2021 at 11:30 a.m.

<https://cielometrodistrict.org/>

Chris Osler, President	Term to May 2022
Timothy Westbrook, Treasurer	Term to May 2023
Reggie Carveth, Secretary	Term to May 2023
Vacant	Term to May 2022
Vacant	Term to May 2022

Due to Executive Orders issued by Governor Polis, and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Health and Environment, and the threats posed by COVID-19, the public is encouraged to attend via teleconference and can be joined through the directions below:

<https://zoom.us/j/95395821196?pwd=UmxLK1o5TVhHamQxQVhrUllDlTXFXQT09>

Call-in Number: 720-707-2699

Meeting ID: 953 9582 1196

Passcode: 673382

NOTICE OF SPECIAL MEETING AND AGENDA

1. Call to Order
2. Declaration of Quorum/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 District. Comments will be limited to three (3) minutes.
5. Consent Agenda –The items listed below are a group of items to be acted on with a single motion and vote by the Board. An item may be removed from the consent agenda to the regular agenda, by any Board member. Items on the consent agenda are then voted on by a single motion, second, and vote by the Board.
 - a. Approval of January 27, 2021 Special Meeting Minutes
 - b. Approval/Ratification of Claims Listing
6. Legal Matters
 - a. Discuss Amended and Restated Clubhouse Funding, Construction, and Operations Agreement
 - b. Other Legal Matters
7. Bond Matters
 - a. Discuss Schedule of Events and Financing Plan
 - b. Consider Approval of Engagement of Ballard Spahr as Bond and Disclosure Counsel
 - c. Consider Approval of Special Bond Fee Disclosure with White Bear Ankele Tanaka & Waldron
 - d. Consider Approval of Engagement of CliftonLarsonAllen to Prepare Cash Flow Analysis
 - e. Consider and make a final determination to issue general obligation indebtedness consisting of its Limited Tax General Obligation Bonds, Series 2021⁽³⁾, in an approximate principal amount of \$21,000,000, which amount is subject to increase or decrease as determined by the Board, or as otherwise permitted by any resolution adopted by the Board

at such meeting, and, in connection therewith, the Board will consider a resolution: authorizing the issuance of such indebtedness; authorizing the Indenture 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 financing transaction; authorizing incidental action; and repealing prior inconsistent actions. Pursuant to the Supplemental Public Securities Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of such bonds may be commenced more than thirty days after the authorization of such bonds pursuant to the aforementioned resolution.

- f. Other Bond Matters
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- 8. Financial Matters
 - a. Consider Approval/Acceptance of Financials
 - b. Public Hearing on 2020 Budget Amendment
 - i. Consider Adoption of Resolution Amending 2020 Budget
 - c. Public Hearing on 2021 Budget Amendment
 - i. Consider Adoption of Resolution Amending 2021 Budget
 - d. Other Financial Matters
 - 9. Other Business
 - a. Discussion regarding Operations and Maintenance of Improvements
 - 10. Consider Appointments to Fill Vacancies, Administer Oaths of Office, Consider Election of Officers
 - 11. Adjourn

**NOTICE OF SPECIAL MEETING
RELATING TO THE AUTHORIZATION AND ISSUANCE OF INDEBTEDNESS**

**CIELO METROPOLITAN DISTRICT
DOUGLAS COUNTY, COLORADO**

NOTICE IS HEREBY GIVEN that the Board of Directors (the “**Board**”) of Cielo Metropolitan District (the “**District**”), in Douglas County, Colorado, will hold a special meeting on April 7, 2021 at 11:30 A.M., at 10 Inverness Drive East, Suite 125, Englewood, CO. *Due to Executive Orders issued by Governor Polis and Public Health Orders implementing the Executive Orders issued by the Colorado Department of Public Health & Environment, and the threat posed by the COVID-19 coronavirus, the public is encouraged to attend via teleconference and the meeting can be joined through the following:*

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NOTICE IS FURTHER GIVEN THAT at such meeting the Board of the District intends to make a final determination to issue general obligation indebtedness consisting of its Limited Tax General Obligation Bonds, Series 2021⁽³⁾, in an approximate principal amount of \$21,000,000, which amount is subject to increase or decrease as determined by the Board, or as otherwise permitted by any resolution adopted by the Board at such meeting, and, in connection therewith, the Board will consider a resolution: authorizing the issuance of such indebtedness; authorizing the Indenture 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 financing transaction; authorizing incidental action; and repealing prior inconsistent actions. Pursuant to the Supplemental Public Securities Act, no legal or equitable action brought with respect to any legislative acts or proceedings in connection with the authorization or issuance of such bonds may be commenced more than thirty days after the authorization of such bonds pursuant to the aforementioned resolution.

The Board will also take up such other business as may come before the Board. 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 the District.

/s/ **BOARD OF DIRECTORS
CIELO METROPOLITAN DISTRICT
IN THE COUNTY OF DOUGLAS, COLORADO**

Posted no less than 24 hours prior to the meeting on a public website of the District or in a designated public place within the boundaries of the District, in accordance with law.