

**THE LAKES AT CENTERRA METROPOLITAN DISTRICT NOS. 1-3**

[www.lakesatcenterramd.com](http://www.lakesatcenterramd.com)

**NOTICE PURSUANT TO § 32-1-903(3), C.R.S.:** The Board of Directors of **THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 2** (“District No. 2”) intend to make a final determination to issue general obligation indebtedness and to refund existing debt by adopting an approving resolution authorizing the issuance of District No. 2’s Limited Tax General Obligation Refunding Bonds, Series 2024A and Subordinate Limited Tax General Obligation Refunding Bonds, Series 2024B (collectively, the “Series 2024 Bonds”) and, related thereto, the approval and execution of: an Indenture of Trust (Senior) with UMB Bank, n.a., an Indenture of Trust (Subordinate) with UMB Bank, n.a., a Senior Capital Pledge Agreement (the “Senior Pledge Agreement”) among District No. 2, The Lakes at Centerra Metropolitan District No. 3 (“District No. 3”) and UMB Bank, n.a., a Subordinate Capital Pledge Agreement (the “Subordinate Pledge Agreement”) among District No. 2, District No. 3, and UMB Bank, n.a., a Tax Compliance Certificate, a Bond Purchase Agreement with Wells Fargo Securities, LLC, a Continuing Disclosure Agreement, a Preliminary Official Statement, an Escrow Deposit Agreement with District No. 2 and UMB Bank, n.a. with respect to District No. 2’s refunding of its Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018A, Subordinate Limited Tax General Obligation Bonds, Series 2018B, and Junior Lien Limited Tax General Obligation Bonds, Series 2022C (collectively, the “Refunded Debt”), and all other financing documents related to District No. 2’s issuance of the Series 2024 Bonds.

**NOTICE PURSUANT TO § 32-1-903(3), C.R.S.:** The Board of Directors of **THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 3** intend to make a final determination to issue general obligation debt by adopting a resolution authorizing the approval and execution of the Senior Pledge Agreement and the Subordinate Pledge Agreement in connection with the issuance of District No. 2’s Series 2024 Bonds.

**NOTICE OF SPECIAL MEETINGS AND AGENDAS**

### **THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 1**

<b><u>Board of Directors</u></b>	<b><u>Office</u></b>	<b><u>Term Expiration</u></b>
Kim Perry	President & Chairperson	May 2025
Tim DePeder	Vice President/Asst. Secretary	May 2027
Josh Kane	Secretary/Treasurer	May 2025
Vacant		May 2027
Samantha Salazar	Assistant Secretary	May 2025

### **THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 2**

James Laferriere	President & Chairperson	May 2025
Todd Carnes	Vice President	May 2025
Ralph Mathes	Secretary/Treasurer	May 2027
Josh Kane	Assistant Secretary	May 2025
Harold Lamport	Assistant Secretary	May 2025

### **THE LAKES AT CENTERRA METROPOLITAN DISTRICT NO. 3**

Kim Perry	President & Chairperson	May 2025
Tim DePeder	Vice President/Asst. Secretary	May 2027
Josh Kane	Secretary/Treasurer	May 2025
Susan Draut	Assistant Secretary	May 2027
Karl Sutton	Assistant Secretary	May 2025

**DATE: March 29, 2024 (Friday)**

**TIME: 11:00 A.M.**

**PLACE: MS TEAMS**

[Click here to join the meeting](#)

Meeting ID: 268 433 119 204 Passcode: hGuiy5

**Or call in (audio only)**

[+1 720-721-3140,,42901046#](#) Phone Conference ID: 429 010 46#

### **The Lakes at Centerra Metropolitan District No. 1**

#### **I. ADMINISTRATIVE ITEMS**

- A. Declaration of Quorum/Call to Order.
- B. Director disclosure of any potential conflicts of interest.
- C. Consider Appointment to fill Board Vacancy and Election of Officers.
- D. Consider Approval of Agenda. **(Pages 1-5)**
- E. Public Comment. Limited to three (3) minutes per speaker.

#### **II. CONSENT AGENDA**

- A. Approval of Minutes – November 30, 2023, Special Meeting, and November 30, 2023, Annual Community Meeting Minutes. **(To Be Distributed Under Separate Cover)**

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- B. Ratification of Claims Presented for Payment. **(Pages 6-12)**
- C. Ratification of Contract Modifications. **(To Be Distributed Under Separate Cover)**

### III. FINANCIAL ITEMS

- A. Finance Manager's Report.
- B. Financial Statements as of December 31, 2023. **(Pages 13-21)**
- C. Public Hearing regarding the Proposed Amended 2024 Budgets.
- D. Consider Adoption of Amended 2024 Budgets; Consideration and Approval of Resolution to Amend Budgets; and Appropriate Sums of Money. **(Pages 13-21)**
- E. Discussion of Bond Refinance.

### IV. DISTRICT MANAGER ITEMS

- A. District Managers' Report. **(Pages 22-23)**

### V. CAPITAL INFRASTRUCTURE ITEMS

- A. District Capital Infrastructure Report and Project Manager Update. **(To Be Distributed Under Separate Cover)**
- B. Capital Fund Summary Review. **(To Be Distributed Under Separate Cover)**
- C. Budget Approval and Contracting.
  - i. Lakes Phase 9 (CFS #5)
    - 1. Consider Approval of Construction Contract with e3 Signs for Entry Sign (\$50,163.10).

### VI. LEGAL ITEMS

- A. Consideration and Acceptance of Real Property from C R Development, Inc., Centerra Investments, LLC, C R II, LLC and Centerra Properties West, LLC. **(Pages 24-66)**
- B. Consideration and Approval of Termination of Reservoir Access Agreement. **(Pages 67-68)**
- C. Consideration and Approval of Reservoir Public Access Agreement. **(To Be Distributed Under Separate Cover)**

### VII. DIRECTOR ITEMS

### VIII. OTHER MATTERS

- IX. EXECUTIVE SESSION, pursuant to Colorado Open Meeting Law §24-6-402(4)(b) to consult with or receive advice from attorney regarding specific legal items, if necessary.

### X. ADJOURNMENT

## **The Lakes at Centerra Metropolitan District No. 2**

### I. ADMINISTRATIVE ITEMS

- A. Declaration of Quorum/Call to Order.
- B. Director disclosure of any potential conflicts of interest.
- C. Consider Approval of Agenda. **(Pages 1-5)**
- D. Approval of Minutes – November 30, 2023, Special Meeting, and November 30, 2023, Annual Community Meeting Minutes. **(To Be Distributed Under Separate Cover)**
- E. Public Comment. Limited to three (3) minutes per speaker.

## II. FINANCIAL ITEMS

- A. Finance Manager's Report.
- B. Financial Statements as of December 31, 2023. **(Pages 13-21)**
- C. Consideration and Approval of an Authorizing Resolution Regarding the Issuance of District No. 2's Limited Tax General Obligation Refunding Bonds, Series 2024A and Subordinate Limited Tax General Obligation Refunding Bonds, Series 2024B (the collectively, the "Series 2024 Bonds"), and in connection therewith, approving the following and authorizing the execution of same: Indenture of Trust (Senior) with UMB Bank, n.a., Indenture of Trust (Subordinate) with UMB Bank, n.a., Senior Capital Pledge Agreement among District No. 2, The Lakes at Centerra Metropolitan District No. 3 ("District No. 3") and UMB Bank, n.a., Subordinate Capital Pledge Agreement among District No. 2, District No. 3, and UMB Bank, n.a., a Tax Compliance Certificate, a Bond Purchase Agreement with Wells Fargo Securities, LLC, a Continuing Disclosure Agreement, a Preliminary Official Statement, an Escrow Deposit Agreement with District No. 2 and UMB Bank, n.a. with respect to District No. 2's refunding of its Limited Tax General Obligation Refunding and Improvement Bonds, Series 2018A, Subordinate Limited Tax General Obligation Bonds, Series 2018B, and Junior Lien Limited Tax General Obligation Bonds, Series 2022C, and all other financing documents related to District No. 2's issuance of the Series 2024 Bonds. **(Pages 69-73)**

## III. LEGAL ITEMS

- A. D2 Authorizing Resolution **(Pages 74-88)**
- B. Senior Indenture **(Pages 89-160)**
- C. Subordinate Indenture **(Pages 161-235)**
- D. Senior Pledge Agreement **(Pages 236-259)**
- E. Subordinate Pledge Agreement **(Pages 260-285)**
- F. Preliminary Offering Statement **(Pages 286-441)**
- G. Market Study **(Pages 442-514)**
- H. Bond Purchase Agreement **(Pages 515-544)**
- I. Continuing Disclosure Agreement **(Pages 545-554)**
- J. Escrow Deposit Agreement **(Pages 555-567)**
- K. 2024A Bond Insurance Letter and Commitment **(Pages 568-587)**
- L. 2024B Bond Insurance Letter and Commitment **(Pages 588-608)**
- M. Rating Letter and Report **(Pages 609-611)**
- N. Cash Flow/Forecast **(Pages 612-619)**

## IV. DIRECTOR ITEMS

## V. OTHER MATTERS

- VI. **EXECUTIVE SESSION**, pursuant to Colorado Open Meeting Law §24-6-402(4)(b) to consult with or receive advice from attorney regarding specific legal items, if necessary.

## VII. ADJOURNMENT

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**I. ADMINISTRATIVE ITEMS**

- A. Declaration of Quorum/Call to Order.
- B. Director disclosure of any potential conflicts of interest.
- C. Consider Approval of Agenda. **(Pages 1-5)**
- D. Approval of Minutes – November 30, 2023, Special Meeting, and November 30, 2023, Annual Community Meeting Minutes. **(To Be Distributed Under Separate Cover)**
- E. Public Comment. Limited to three (3) minutes per speaker.

**II. FINANCIAL ITEMS**

- A. Finance Manager’s Report.
- B. Financial Statements as of December 31, 2023. **(Pages 13-21)**
- C. Consideration and Approval of a Resolution of District No. 3 authorizing the approval and execution of a Senior Capital Pledge Agreement among District No. 3, The Lakes at Metropolitan District No. 2 (“District No. 2”) and UMB Bank, n.a., and a Subordinate Capital Pledge Agreement among District No. 3, District No. 2, and UMB Bank, n.a., in connection with the issuance of District No. 2’s Series 2024 Bonds. **(Pages 620-679)**

**III. LEGAL ITEMS**

**IV. DIRECTOR ITEMS**

**V. OTHER MATTERS**

**VI. EXECUTIVE SESSION**, pursuant to Colorado Open Meeting Law §24-6-402(4)(b) to consult with or receive advice from attorney regarding specific legal items, if necessary.

**VII. ADJOURNMENT**

\*\*\*The next Regular Meeting is scheduled for April 25, 2024\*\*\*