**PRAIRIESTAR METROPOLITAN DISTRICT NO. 2**

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

Board of Directors: Office: Term/Expiration:

Scott Sarbaugh President 2022/May 2022

Neil Almy Treasurer 2022/May 2022

Jennifer Davis Assistant Secretary 2023/May 2023

Richard McCabe Assistant Secretary 2022/May 2022

Kathy Sidney Assistant Secretary 2023/May 2023

Matt Cohrs, Manager Secretary

***DATE:* *November 18, 2021***

***TIME:***  ***5:00 P.M.***

## LOCATION: ZOOM

***THIS MEETING WILL BE HELD BY VIDEO/TELEPHONIC MEANS:***

Join Zoom Meeting

<https://us02web.zoom.us/j/83507240398?pwd=UHlGRkE2cWI0R1BCbDZqVmxXQ1JaZz09>

Meeting ID: 835 0724 0398

Passcode: 003522

One tap mobile

Dial In: 1-669-900-6833

I. ADMINISTRATIVE MATTERS

A. Confirm quorum and Present Disclosures and Potential Conflicts of Interest.

B. Approve Agenda and confirm location of the meeting and posting of meeting notice.

C. Discuss business to be conducted in 2022 and location (**virtual and/or physical**) of meetings. Schedule regular meeting dates and consider adoption of Resolution No. 2021-11-\_\_\_\_; Resolution Establishing Regular Meeting Dates, Time and Location, and Designating Location for Posting of 24-Hour Notices (***enclosure***).

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D. Discuss §32-1-809, C.R.S. – Transparency Notice reporting requirements and mode of eligible elector notification (posted on the District’s website and SDA website in 2021).

II. PUBLIC COMMENT

**Note to reader: Pursuant to the Joint Resolution between District Nos. 1 and 2 regarding adoption of Policies and Procedures Governing the Enforcement of the Protective Covenants of PrairieStar; District No. 1 is the Operating District and District No. 2 is the Taxing District. It is the intent that District No. 2 provide covenant enforcement services and that District No. 1 provide all improvements and perform all operational services on behalf of the Districts.**

A. Public Comment.

B. Community Liaison Committee Report.

C. Social Events Committee

1. Discuss vacancy on Social Events Committee and consider appointment of resident to fill vacancy.

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1. Social Events Committee Report.

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D. The Gardens at PrairieStar Committee Report.

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III. COMMUNITY GOVERNANCE / OPERATIONS & MAINTENANCE MATTERS

1. Status of Covenant Control and Design Review (Peggy Ripko to report).

* 1. ***Discuss and consider approval of Protective Covenants Enforcement Policy of PrairieStar (to be distributed).***

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1. ***Discuss and consider the engagement of provider for Trash and Recycling Services (to be distributed).***

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1. ***Discuss and consider the engagement of Altitude Community Law P.C. for Covenant Enforcement Legal Services (enclosure).***

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IV. FINANCIAL MATTERS

1. Review and accept unaudited financial statements through the period ending September 30, 2020 (enclosure).

B. Consider appointment of Dazzio & Associates, P.C. to perform the 2021 Audit for an amount not to exceed $\_\_\_\_\_\_\_\_ (***enclosure***).

C. Conduct Public Hearing to consider Amendment to 2021 Budget and (if necessary) consider adoption of Resolution to Amend the 2021 Budget and Appropriate Expenditures.

D. Conduct Public Hearing on the proposed 2022 Budget and consider adoption of Resolution No. 2021-11-\_\_\_ to Adopt the 2022 Budget and Appropriate Sums of Money and Resolution No. 2021-11-\_\_\_ to Set Mill Levies (for General Fund \_\_\_\_\_\_\_\_, Debt Service Fund \_\_\_\_\_\_\_\_ for a total mill levy of \_\_\_\_\_\_\_\_) (***enclosures – preliminary assessed valuation, draft budget and resolutions***)***.***

E. Consider authorizing the District Accountant to prepare and sign the DLG-70 Mill Levy Certification form for certification to the Board of County Commissioners and other interested parties.

F. Review and consider adoption of Resolution No. 2021-11-\_ Authorizing Adjustment of District Mill Levy in Accordance with the Colorado Constitution, Article X, Section 3 (***enclosure***).

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V. LEGAL MATTERS

1. ***Review and consider approval of the Termination of Facilities Funding, Construction and Operations Agreement by and among PrairieStar Metropolitan District Nos. 1, 2 and 3, coincident with the issuance of PrairieStar Metropolitan District No. 2’s 2021 Bonds (“District No. 2 2021 Bonds”) and distribution of reimbursement to PrairieStar, Inc. (enclosure).***

1. ***Acknowledge fulfillment of obligations under that certain Inclusion Agreement by and among PrairieStar Metropolitan District Nos. 1 and 2 and PrairieStar, Inc., as amended, coincident with the issuance of the District No. 2 2021 Bonds and distribution of reimbursement to PrairieStar, Inc.***

1. ***Review and consider approval of the Multiple-Year Operation Funding Agreement between PrairieStar Metropolitan District No. 2 and PrairieStar, Inc. (enclosure).***

1. ***Discuss and consider adoption of a resolution authorizing the issuance of the District’s Limited Tax General Obligation Refunding and Improvement Bonds, Series 2021A and the Subordinate Limited Tax General Obligation Bonds, Series 2021B in the aggregate principal amount of not to exceed $22,335,000.  The resolution will also authorize the execution of Indentures of Trust, bond purchase agreement, a placement agent agreement, and other related documents; ratifying and confirming the execution of certain documents; making determinations and findings as to other matters related to such transaction; authorizing incidental actions; and repealing prior inconsistent actions (to be distributed).***

1. ***Discuss and consider adoption of Resolution No. 2021-09-\_\_; Resolution of PrairieStar Metropolitan District Nos. 2 and 3 Acknowledging Dissolution of PrairieStar Metropolitan District No. 1 (to be distributed).***

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1. May 3, 2022 Regular Directors’ election regarding new legislative requirements and related expenses for same. Consider adoption of Resolution No. 2021-11-\_\_\_\_; Resolution Calling a Regular Election for Directors on May 3, 2022, appointing the Designated Election Official (“DEO”), and authorizing the DEO to perform all tasks required for the conduct of mail ballot election (***enclosures***). Self-Nomination forms are due by February 25, 2022. Discuss the need for ballot issues and/or questions.

VI. OTHER BUSINESS

A.

VII. ADJOURNMENT ***NO FURTHER MEETINGS ARE SCHEDULED FOR 2021.***

Informational Enclosure:

• Memo regarding New Rate Structure from Special District Management Services, Inc.