

**NOTICE OF CONTINUED REGULAR MEETING  
JOHNSTOWN NORTH METROPOLITAN DISTRICTS NOS. 1-3**

**NOTICE PURSUANT TO § 32-1-903(3), C.R.S.:** The Board of Directors of **JOHNSTOWN NORTH METROPOLITAN DISTRICT NO. 2** intends to make a final determination to issue general obligation indebtedness consisting of its Limited Tax General Obligation Refunding and Improvement Bonds, Series 2022A (the "Series 2022A Bonds") and Subordinate Limited Tax General Obligation Refunding Bonds, Series 2022B (the "Series 2022B Bonds" and, collectively with the Series 2022 Bonds, the "Series 2022 Bonds") for the purpose of refunding general obligation indebtedness of District No. 2 and funding or reimbursing additional costs of public improvements, which Series 2022 Bonds are to be secured by a lien on pledged revenue, including a debt service mill levy imposed upon all taxable property within District No. 2, and in connection therewith, adopt an authorizing resolution approving the form of financing documents including 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 with Johnstown North Metropolitan District No. 3 ("District No. 3") and UMB Bank, n.a., a Subordinate Capital Pledge Agreement with District No. 3 and UMB Bank, n.a., a Preliminary Limited Offering Memorandum, a Limited Offering Memorandum, Bond Purchase Agreement with Wells Fargo Securities, LLC, Continuing Disclosure Agreement with District No. 3, Centerra Commercial, LLC, and UMB Bank, n.a., and all other financing documents related to District No. 2's issuance of the Series 2022 Bonds.

**NOTICE PURSUANT TO § 32-1-903(3), C.R.S.:** The Board of Directors of **JOHNSTOWN NORTH METROPOLITAN DISTRICT NO. 3** intends to make a final determination to issue general obligation indebtedness in the form of a Senior Capital Pledge Agreement with Johnstown North Metropolitan District No. 2 ("District No. 2") and UMB Bank, and a Subordinate Capital Pledge Agreement with District No. 2 and UMB Bank, n.a., (collectively, the "Pledge Agreements"), for the purpose of refunding general obligation indebtedness of District No. 3 and funding or reimbursing additional costs of public improvements, pledging certain revenues collected from a debt service mill levy imposed upon all taxable property within District No. 3 to District No. 2 in connection with the issuance of District No. 2's Series 2022 Bonds, and adopt a resolution approving the form of the financing documents including the Pledge Agreements and Continuing Disclosure Agreement.

**NOTICE IS HEREBY GIVEN** that a continued regular meeting of the Board of Directors of Johnstown North Metropolitan District, Larimer County, Colorado, has been scheduled for Tuesday August 16, 2022 at 10:00 a.m. by MS Teams and at Pinnacle Consulting Group Inc. 550 W. Eisenhower Blvd. Loveland, CO 80537. At such meeting, the Boards shall conduct the regular business of the Districts and any other business which may come before the Boards. All meetings are open to the public. The Boards reserve the right to adjourn to an executive session to discuss items allowed under C.R.S. 24-6-402(4).

<u>Board of Directors</u>	<u>Office:</u>	<u>Term Expiration</u>
Kim Perry	President & Chairperson	May 2025
Abby Kirkbride	Vice President/Assistant Secretary	May 2023
Josh Kane	Treasurer/Secretary	May 2023
Sam Salazar	Asst. Secretary/Asst. Treasurer	May 2025
Tim DePeder	Asst. Secretary/Asst. Treasurer	May 2023

[Click here to join the meeting](#) (Please press the control key and click to access hyperlink)  
<https://tinyurl.com/uewpmf6z> (This link can be copied into your web browser)  
**+1 720-721-3140; Conference ID: 588 199 884#** joining the meeting by phone)

**I. ADMINISTRATIVE ITEMS**

- A. Call to Order.
- B. Declaration of Quorum/Director disclosure of any potential conflicts of interest.
- C. Approval of Continued Meeting Agenda.
- D. Public Comment on Non-Agenda Items. Comments are limited to Three (3) minutes per speaker.

**II. CONSENT AGENDA**

- A. Ratification of Payables.
- B. Ratification of Contract Modifications.

**III. CAPITAL INFRASTRUCTURE ITEMS**

- A. District Project Manager Update.
- B. Capital Fund Summary Review.
- C. Consider Acceptance and Reimbursement of Capital Costs.

**IV. FINANCIAL ITEMS**

- A. Finance Manager's Report.
- B. Bond Update.
- C. Consideration and Approval by Johnstown North Metropolitan District No. 2 (District No. 2") of an Authorizing Resolution Regarding the Issuance of District No. 2's Limited Tax General Obligation Refunding and Improvement Bonds, Series 2022A (the "Series 2022A Bonds") and Subordinate Limited Tax General Obligation Refunding Bonds, Series 2022B (the "Series 2022B Bonds" and, collectively with the Series 2022 Bonds, the "Series 2022 Bonds"), and in connection therewith, approving the following and authorizing the execution of same: Indenture of Trust (Senior) with UMB Bank, n.a., an Indenture of Trust (Subordinate) with UMB Bank, n.a., a Senior Capital Pledge Agreement with Johnstown North Metropolitan District No. 3 ("District No. 3") and UMB Bank, n.a., a Subordinate Capital Pledge Agreement with District No. 3 and UMB Bank, n.a., a Preliminary Limited Offering Memorandum, a Limited Offering Memorandum, Bond Purchase Agreement with Wells Fargo Securities, LLC, Continuing Disclosure Agreement with District No. 3, Centerra Commercial, LLC, and UMB Bank, n.a., and all other financing documents related to District No. 2's issuance of the Series 2022 Bonds .
- D. Consideration and Approval of a Resolution of District No. 3 authorizing the imposition of an ad valorem mill levy and the execution and delivery of a Senior Capital Pledge Agreement with Johnstown North Metropolitan District No. 2 ("District No. 2") and UMB Bank, and a Subordinate Capital Pledge Agreement with District No. 2 and UMB Bank, n.a., in connection with District No. 2's issuance of its Series 2022 Bonds, and approving Continuing Disclosure Agreement with District No. 2, Centerra Commercial, LLC, and UMB Bank, n.a.

**V. LEGAL ITEMS**

- A. Consideration and Approval of Amended and Restated Intergovernmental Agreement Concerning District Operations among District Nos. 1 – 3.
- B. Consideration and Approval by District No. 1 of Issuance of Subordinate Promissory Note to Centerra Commercial, LLC.
- C. Consideration and Approval of Resolution Terminating Capital Pledge Agreement "District No. 1".

**VI. DISTRICT MANAGER ITEMS**

- A. Discuss Status of Sanitary Sewer Lift Station.
- B. District Manager's Report.

**VII. OTHER MATTERS**

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

**IX. ADJOURNMENT**

JOHNSTOWN NORTH METROPOLITAN DISTRICT NO. 1  
JOHNSTOWN NORTH METROPOLITAN DISTRICT NO. 2  
JOHNSTOWN NORTH METROPOLITAN DISTRICT NO. 3

By \_\_\_\_\_ /s/Kievesia Conaway  
Administrator for the District