

BASELINE METROPOLITAN DISTRICT NOS. 1-9

NOTICE PURSUANT TO § 32-1-903(3), C.R.S.: The Board of Directors of **BASELINE METROPOLITAN DISTRICT NO. 1** (“District No. 1”) intends to make a final determination to issue special revenue obligations and to refund existing debt, and in connection therewith, adopt a resolution authorizing the issuance and sale of District No. 1’s Special Revenue Refunding and Improvement Bonds, Series 2024A and Subordinate Special Revenue Bonds, Series 2024B (collectively, the “Series 2024 Bonds”) and, related thereto, approving the form and authorizing the execution of certain financing documents including: an Indenture of Trust (Senior) with UMB Bank, n.a.; an Indenture of Trust (Subordinate) with UMB Bank, n.a.; a Custodial Agreement with UMB Bank, n.a.; a Capital Pledge Agreement among District No. 1, Baseline Metropolitan District No. 2, Baseline Metropolitan District No. 3, Baseline Metropolitan District No. 4, and UMB Bank, n.a. (the “Pledge Agreement”); a Bond Purchase Agreement with Wells Fargo Securities, LLC; a Preliminary Limited Offering Memorandum; a Limited Offering Memorandum; a Continuing Disclosure Agreement with UMB Bank, n.a., and an Escrow Deposit Agreement with UMB Bank, n.a. with respect to District No. 1’s refunding of its District No. 1’s Special Revenue Bonds, Series 2018A-1, Special Revenue Bonds, Series 2018A-2, Special Revenue Bonds, Series 2021A and Subordinate Special Revenue Bonds, Series 2021B, and approving such other documents related to District No. 1’s issuance and sale of the Series 2024 Bonds.

NOTICE PURSUANT TO § 32-1-903(3), C.R.S.: The Board of Directors of **BASELINE METROPOLITAN DISTRICT NO. 2** intends to make a final determination to issue special revenue obligations by adopting a resolution authorizing the approval and execution of the Pledge Agreement in connection with the issuance and sale of District No. 1’s Series 2024 Bonds.

NOTICE PURSUANT TO § 32-1-903(3), C.R.S.: The Board of Directors of **BASELINE METROPOLITAN DISTRICT NO. 3** intends to make a final determination to issue special revenue obligations by adopting a resolution authorizing the approval and execution of the Pledge Agreement in connection with the issuance and sale of District No. 1’s Series 2024 Bonds.

NOTICE PURSUANT TO § 32-1-903(3), C.R.S.: The Board of Directors of **BASELINE METROPOLITAN DISTRICT NO. 4** intends to make a final determination to issue special revenue obligations by adopting a resolution authorizing the approval and execution of the Pledge Agreement in connection with the issuance and sale of District No. 1’s Series 2024 Bonds.

NOTICE AND AGENDA OF SPECIAL MEETING

BASELINE METROPOLITAN DISTRICT NOS. 1, 2, 4-9

Board of Directors

Kim Perry
Kyle Harris
Josh Kane
Tim DePeder
Griffin Barlow

Office

President & Chairperson
Vice President
Secretary
Assistant Secretary
Treasurer

Term Expiration

May 2025
May 2025 Nos. 1, 2 & 4 | 2027 Nos. 5-9
May 2027
May 2027
May 2025

Professionally Managed by:
Pinnacle Consulting Group, Inc.
550 W. Eisenhower, Loveland, CO 80537
Phone: 970-617-2477 | FAX: 970-669-3612
District Email: basemdadmin@pcgi.com
District Website: www.baselinemd.live

BASELINE METROPOLITAN DISTRICT NO. 3

<u>Board of Directors</u>	<u>Office</u>	<u>Term Expiration</u>
Kim Perry	President & Chairperson	May 2025
Kyle Harris	Vice President	May 2025
Josh Kane	Secretary	May 2027
Judith Sarro	Assistant Secretary	May 2027
Susan Brunkhardt	Treasurer	May 2025

Date: August 19, 2024 (Monday)

Time: 2:30 P.M.

Place: Microsoft Teams & Teleconference

[Click Here to Join the Meeting](#)

Meeting ID: 292 605 488 602 Passcode: YCTkqM

Or call in (audio only)

[+1 720-721-3140](tel:+17207213140).,898171325# Phone conference ID: 898 171 325#

I. ADMINISTRATIVE ITEMS

- A. Declaration of Quorum/Call to Order.
- B. Director Disclosure of any Potential Conflicts of Interest.
- C. Approval of Agenda.
- D. Public Comment. (Limited to 3-Minutes Per Person).
- E. Director Comment.

II. CONSENT AGENDA

- A. Approval of Minutes - May 02, 2024, Regular Meeting.
- B. Ratification of Payment of Claims.
- C. Approval of Unaudited Financial Statements for the period ending March 31, 2024.
- D. Ratification of Contract Modifications.
- E. Ratification of Streamline Platform – Subscription Agreement.
- F. Approval of First Amendment to 2024 Meeting Resolution.
- G. Approval of First Amendment to 2024 Administrative Matters Resolution.

III. DISTRICT MANAGER ITEMS

- A. District Managers' Report.

IV. CAPITAL INFRASTRUCTURE ITEMS

- A. District Capital Infrastructure Report and District Project Manager Update.
- B. Capital Fund Summary and Capital Needs Assessment Review.
- C. Budget Approval and Contracting.
 - i. Parkside West Phase 3 Public Grading Bid Memo.

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- ii. Consider Ratification of Master Services Agreement and Work Order 2024-01 with Rocky Mountain Custom Landscapes, Inc. - \$51,302.73.

V. FINANCIAL ITEMS

- A. Finance Manager's Report.
- B. Ratification of Audit Exemptions for District Nos. 2-9.
- C. District No. 1: Consideration and Approval of an Authorizing Resolution Regarding the issuance and sale of District No. 1's Special Revenue Refunding and Improvement Bonds, Series 2024A and Subordinate Special Revenue Bonds, Series 2024B (collectively, the "Series 2024 Bonds") and in connection therewith, and, related thereto, approving the following and authorizing the execution of the same: an Indenture of Trust (Senior) with UMB Bank, n.a.; an Indenture of Trust (Subordinate) with UMB Bank, n.a.; a Custodial Agreement with UMB Bank, n.a.; a Capital Pledge Agreement among District No. 1, Baseline Metropolitan District No. 2 ("District No. 2"), Baseline Metropolitan District No. 3 ("District No. 3"), Baseline Metropolitan District No. 4 ("District No. 4"), and UMB Bank, n.a. (the "Pledge Agreement"); a Bond Purchase Agreement with Wells Fargo Securities, LLC; a Preliminary Limited Offering Memorandum; a Limited Offering Memorandum; a Continuing Disclosure Agreement with UMB Bank, n.a., and an Escrow Deposit Agreement with UMB Bank, n.a. with respect to District No. 1's refunding of its District No. 1's Special Revenue Bonds, Series 2018A-1, Special Revenue Bonds, Series 2018A-2, Special Revenue Bonds, Series 2021A and Subordinate Special Revenue Bonds, Series 2021B, and approving all such other documents related to District No. 1's issuance and sale of the Series 2024 Bonds.
- D. District No. 2: Consideration and approval of a resolution authorizing the approval and execution of the Pledge Agreement in connection with the issuance and sale of District No. 1's Series 2024 Bonds.
- E. District No. 3: Consideration and approval of a resolution authorizing the approval and execution of the Pledge Agreement in connection with the issuance and sale of District No. 1's Series 2024 Bonds.
- F. District No. 4: Consideration and approval of a resolution authorizing the approval and execution of the Pledge Agreement in connection with the issuance and sale of District No. 1's Series 2024 Bonds.

VI. LEGAL ITEMS

- A. Consideration and Ratification of Concrete Pour Back Agreement between District No. 1 and DFC Short Duration Portfolio, LLC.
- B. Consideration and Approval of Parklands South Open Lands Park Improvement Agreement.
- C. Consideration of Acceptance of Delivery of Quit Claim Deed for Parklands South Open Lands.

VII. DIRECTOR ITEMS

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VIII. OTHER MATTERS

IX. EXECUTIVE SESSION – If necessary, pursuant to § 24-6-402(4)(b), C.R.S. for the purpose of receiving legal advice on specific legal questions.

X. ADJOURNMENT

******The next Regular Meeting is scheduled for September 05, 2024******