

**NOTICE OF SPECIAL MEETING AND
NOTICE OF FINAL DETERMINATION TO ISSUE INDEBTEDNESS
UPPER COTTONWOOD CREEK METROPOLITAN DISTRICT NO. 5**

NOTICE IS HEREBY GIVEN that the Board of Directors of the UPPER COTTONWOOD CREEK METROPOLITAN DISTRICT NO. 5 (the “Board”) of the City of Colorado Springs, El Paso County, Colorado, will hold a special meeting at 10:00 a.m. on Tuesday, December 10, 2024, to be held via telephonic and videoconference means as well as in person at 121 S. Tejon Street, Suite 1100, Colorado Springs, Colorado 80903. Members of the public are encouraged to participate by teleconference as outlined below.

You can access the meeting via telephone by dialing 720-547-5281 and entering the following Phone Conference ID: 129 337 398.

You can access the meeting via Microsoft Teams by using the link below:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_N2RkYWw3MTYtNjVlOC00ZTAwLWJlNTUyY2ViOTRlOTA0NDNm%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%227e78628f-89cd-4e97-af6c-60df84b55ffe%22%7d

At such meeting, it is anticipated that the Upper Cottonwood Creek Metropolitan District No. 5 (the “District”) will make a final determination to issue general obligation indebtedness. Specifically, the Board of the District will consider the adoption of a resolution authorizing the issuance of a Limited Tax General Obligation Bond, Series 2025, in a maximum aggregate principal amount not to exceed \$60,000,000 (“Series 2025 Bond”). Proceeds from the sale of the Series 2025 Bond are expected to be used to (a) finance or reimburse a portion of the costs of acquiring, constructing, and/or installing certain public infrastructure related to the development, and (b) to pay the costs of issuing the Series 2025 Bond. The Board of Directors of the District will also consider such other matters as may be necessary or appropriate in connection with the issuance of the Bond by the District and for the purpose of addressing those matters set out in the agenda below as the same may be amended at the meeting, and for the purpose of conducting such other business as may properly come before the Board. 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 Series 2025 Bond pursuant to the aforementioned resolution.

Pursuant to the provisions of the Supplemental Public Securities Act, one or more members of the Board of Directors may participate in this meeting and may vote on the foregoing matters through the use of a conference telephone or other telecommunications device.

The meeting is open to the public.

BY ORDER OF THE BOARD OF DIRECTORS:
UPPER COTTONWOOD CREEK METROPOLITAN
DISTRICT NO. 5

Dated: December 5, 2024

By: /s/ Timothy Seibert, President

Posted in one public place within the District not less than 24 hours prior to the meeting.

AGENDA

UPPER COTTONWOOD CREEK METROPOLITAN DISTRICT NO. 5

121 S. Tejon Street, Suite 1100
Colorado Springs, Colorado 80903
719-635-0330
www.OldRanchMetroDistrict.org

NOTICE OF SPECIAL MEETING AND AGENDA

DATE: December 10, 2024

TIME: 10:00 a.m.

LOCATION: Via Microsoft Teams and In Person at 121 S. Tejon Street, Suite 1100, Colorado Springs, Colorado

ACCESS: To attend via Microsoft Teams Videoconference, use the below link:

https://teams.microsoft.com/l/meetup-join/19%3ameeting_N2RkYWM3MTYtNjVlOC00ZTAwLWJlNTUyY2ViOTRIOT-A0NDNm%40thread.v2/0?context=%7b%22Tid%22%3a%224aaa468e-93ba-4ee3-ab9f-6a247aa3ade0%22%2c%22Oid%22%3a%227e78628f-89cd-4e97-af6c-60df84b55ffe%22%7d

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Board of Directors

Timothy Seibert
David D. Jenkins
Delroy Johnson
Bobby Ingels
Christopher S. Jenkins

Office

President
Treasurer
Secretary
Assistant Secretary
Assistant Secretary

Term Expires

May 2025
May 2025
May 2027
May 2025
May 2027

ADMINISTRATIVE MATTERS

- A. Call to order and approval of agenda.
- B. Present disclosures of potential conflicts of interest.
- C. Confirm quorum, location of meeting and posting of meeting.
- D. Public Comment.

Members of the public may express their views to the Board on matters that affect the District that are otherwise not on the agenda. Comments will be limited to three (3) minutes per person.

FINANCIAL MATTERS

- A. Consider approval of resolution authorizing the issuance of District No. 5 Limited Tax General Obligation Bonds, Series 2025, in a principal amount not to exceed \$60,000,000.
- B. Discussion and possible action to make a final determination to issue District No. 5 Limited Tax General Obligation Bonds, Series 2025, in a principal amount not to exceed \$60,000,000 by the adoption of a parameters resolution and other documents.
- C. Identify and authorize a District Representative to approve and execute documents and other items related to the proposed issuance of the District No. 5 Limited Tax General Obligation Bonds, Series 2025, in a principal amount not to exceed \$60,000,000.
- D. Consider for approval the proposed Post Issuance Tax Compliance Policy related to the proposed issuance of the District No. 5 Limited Tax General Obligation Bonds, Series 2025
- E. Consider for approval the Placement Agent Agreement between RBC Capital Markets, LLC and the District

LEGAL MATTERS

OTHER BUSINESS

ADJOURNMENT

There are no more regular meetings scheduled for 2024.