

**PUBLIC NOTICE OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS OF
VERVE METROPOLITAN DISTRICT NO. 1**

NOTICE IS HEREBY GIVEN that the Board of Directors of Verve Metropolitan District No. 1 (the “**District**”), Jefferson County and City and County of Broomfield, Colorado, will meet in special session on Tuesday, the 18th day of June, 2024, at the hour of 10:30 a.m. at 1515 Market Street, Suite 200, Denver, Colorado 80202 and via video or telephone conference (Zoom).

THERE WILL BE AT LEAST ONE PERSON PRESENT AT THE PHYSICAL LOCATION POSTED ON THIS NOTICE, BUT SOME OR ALL BOARD MEMBERS WILL PARTICIPATE VIA VIDEO OR TELEPHONE CONFERENCE.

Members of the public are encouraged, but not required to participate by video or telephone conference in one of the following ways:

1. **To attend via videoconference, e-mail jpino@specialdistrictlaw.com to obtain a link to the videoconference, or use the following:**

<https://us02web.zoom.us/j/82211610312?pwd=IEqb0IwbcECx8NWqZEvOykJ2bRBg2f.1>

2. **To attend via telephone, dial 1-719-359-4580 and enter the following additional information:**
 - a. **Meeting ID: 822 1161 0312**
 - b. **Passcode: 859317**

At this meeting, it is anticipated that the Board will make a final determination to issue general obligation indebtedness. Specifically, the District will consider adoption of a Resolution Authorizing the District’s issuance of its General Obligation (Limited Tax Convertible to Unlimited Tax) Improvement Bonds, Series 2024A in a maximum aggregate principal amount of up to \$25,000,000; and authorizing the execution and delivery of an Indenture of Trust, Bond Purchase Agreement, Continuing Disclosure Agreement and related documents and performance thereunder; and authorizing the execution and delivery of all documents, agreements and certificates in connection therewith.

The Board will also take up such other business as may be before the Board and will consider the items listed on the attached Agenda. The meeting is open to the public.

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

This notice is given by order of the Board of Directors of the District.

**VERVE METROPOLITAN DISTRICT NO. 1, IN
JEFFERSON COUNTY AND THE CITY AND
COUNTY OF BROOMFIELD, COLORADO**

VERVE METROPOLITAN DISTRICT NO. 1 (“DISTRICT”)

450 E. 17th Avenue, Suite 400

Denver, Colorado

<https://vervemetropolitandistrict1.specialdistrict.net/>

NOTICE OF A SPECIAL MEETING AND AGENDA

<u>Board of Directors:</u>	<u>Office:</u>	<u>Term/Expiration:</u>
Garrett Baum	President	2025/May 2025
William Branyan	Secretary / Treasurer	2025/May 2025
Bonner Gilmore	Assistant Secretary	2025/May 2025
Michelle McDonald	Assistant Secretary	2027/May 2027
Zachary Knight	Assistant Secretary	2027/May 2027

DATE: **June 18, 2024**

TIME: **10:30 A.M.**

LOCATION: **1515 Market Street, Suite 200**
Denver, CO 80202

THERE WILL BE AT LEAST ONE PERSON PRESENT AT THE ABOVE-REFERENCED PHYSICAL LOCATION.

You can also attend the meeting in any of the following ways:

- 1. To attend via Zoom Videoconference, use the link below:**

<https://us02web.zoom.us/j/82211610312?pwd=IEqb0IwbcECx8NWqZEvOykJ2bRBg2f.1>

- 2. To attend via telephone, dial 1-719-359-4580 and enter the following additional information:**

Meeting ID: 822 1161 0312

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I. ADMINISTRATIVE MATTERS

- A. Present Disclosures of Potential Conflicts of Interest.
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- B. Confirm quorum, location of meeting and posting of meeting notices. Approve agenda.
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- C. Public Comment. Matters not specifically included on the Agenda may be addressed. As a courtesy to others, comments shall be limited to three minutes per person.
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- D. Review and approve Minutes of the February 29, 2024 regular meeting (enclosure).

II. FINANCIAL MATTERS

- A. Review and accept the May 31, 2024 unaudited financial statements (enclosure).

- B. Ratify approval of payment of claims through the period ending May 31, 2024 in the amount of \$11,955,308.17 (enclosure).

- C. Review and consider approval of 2023 Audit (enclosure) and authorize execution of Representations Letter.

- D. Discuss matters related to the District's 2024 Bond Issuance.

1. Review and consider approval of Engagement Letter by and between the District and Sherman & Howard L.L.C. for Bond Counsel and Disclosure Counsel Services (enclosure).

2. Review and consider approval of Amendment to Agreement for Consulting Services by and between the District and MuniCap, Inc. for Market Analysis (enclosure).

3. Review and consider adoption of a Resolution Authorizing the District's issuance of its General Obligation (Limited Tax Convertible to Unlimited Tax) Improvement Bonds, Series 2024A ("Bonds"), in a maximum aggregate principal amount of up to \$25,000,000 for the purpose of (i) paying the Project Costs (as defined in the Indenture of Trust); (ii) making an initial deposit to the Surplus Fund (as defined in the Indenture of Trust) and funding capitalized interest to the extent provided in the Indenture of Trust; and (iii) paying other costs incurred in connection with the issuance of the Bonds; and authorizing the execution and delivery of an Indenture of Trust, Bond Purchase Agreement, Continuing Disclosure Agreement and other related financing documents and instruments; authorizing the execution and delivery thereof and performance by the District thereunder; appointing a District Representative to act on behalf of the District under such Indenture of Trust;

appointing a Sale Delegate to make certain determinations relating to the Bonds as authorized under Section 11-57-205, C.R.S.; and authorizing the execution and delivery thereof and performance by the District thereunder; authorizing incidental action; establishing the effective date thereof; and repealing prior inconsistent actions (enclosure).

4. Authorize necessary actions in connection with issuance of the Bonds.
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III. LEGAL MATTERS

- A. Review and consider acceptance of Eligible Costs for Public Improvements Distribution Request Nos. 90-94 from RG and Associates, LLC and authorize reimbursement to Urban Frontier RMMA, LLC pursuant to the Facilities Funding and Acquisition Agreement by and between the District and Urban Frontier RMMA, LLC, as amended (enclosures).
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- B. Discuss and consider approval of Performance Guarantee Intergovernmental Agreement (Verve Innovation Park Filing 4) by and between the County of Jefferson, State of Colorado and the District.
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- C. Acknowledge Declaration of Covenants Concerning Payment in Lieu of Taxes by and between the County of Jefferson, Colorado and the District.
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- D. Discuss ownership and maintenance of improvements.
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IV. CONSTRUCTION MATTERS

- A. Discuss matters relative to District construction process and authorize necessary actions in connection therewith.
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V. OTHER BUSINESS

A. None.

VI. ADJOURNMENT

THE NEXT REGULAR MEETING IS SCHEDULED FOR AUGUST 29, 2024.