

GOLDEN OVERLOOK METROPOLITAN DISTRICT

450 E. 17th Avenue, Suite 400

Denver, Colorado 80203

Phone: 303-592-4380

<http://goldenoverlookmetrodistrict.com>

NOTICE OF SPECIAL MEETING AND AGENDA

DATE: *Wednesday, April 16, 2025*

TIME: *3:00 p.m.*

LOCATION: 2630 W Belleview Ave., Suite 270, Littleton CO 80123

ACCESS: Via Zoom video/teleconference

Join Zoom Meeting

<https://us02web.zoom.us/j/86756447308?pwd=BMwLeVWYlQObiKg1kUrxqFn9CRV.1>

Meeting ID: 867 5644 7308

Passcode: 837123

To attend via telephone, dial 719-359-4580 and enter

Meeting ID: 867 5644 7308

Passcode: 837123

Board of Directors

John Cheney

Maggie Cheney

Brian Jumps

Stephanie Reed

VACANT

Lisa Jacoby

Office

President

Treasurer

Assistant Secretary

Assistant Secretary

Secretary

non-elected

I. ADMINISTRATIVE MATTERS

- A. Present disclosures of potential conflicts of interest.
- B. Confirm quorum, location of meeting, posting of meeting notices and designate 24-hour posting location. Approve agenda.
- C. Discuss status of the May, 6, 2025, Election.

- 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.
- E. Approve the November 13, 2024, Regular Meeting Minutes (enclosure).

II. FINANCIAL MATTERS

- A. Review and consider acceptance of Unaudited Financial Statements and Statement of Cash Position for the period ending _____, 2025 (enclosure).
- B. Ratify submittal of 2024 Audit Exemption (enclosure).
- C. Authorize staff to request proposals from Auditors for 2025 audit.
- D. Conduct Public Hearing to consider amendment of the 2025 Budget. Consider adoption of Resolution No. 2025-04-01 to Amend the 2025 Budget (enclosure).

III. LEGAL MATTERS / BOND MATTERS

- A. Review and consider approval of the Agreement Regarding Operation and Maintenance of Improvements between the District and Golden Overlook Homeowners Association, Inc. (the “Association”) (enclosure).
 - 1. Review and consider approval of Easement (Association to District) (enclosure).
- B. Review and consider approval of a Second Amendment to the 2023-2024 Operation Funding Agreement (“OFA”) to extend term to 2027 (enclosure).
- C. Bond Committee Report.
 - 1. Discuss Bond closing timeline.
 - i. Ratify engagement of King & Associates, Inc. for residential market analysis work (enclosure).
 - ii. Ratify engagement of Casey Parrot LLC as Bond and Disclosure Counsel (enclosure).
 - iii. Ratify approval of Placement Agent Agreement between the District and Piper Sandler & Co. (enclosure).
 - iv. Ratify engagement of LRB Public Finance Advisors, Inc. as External Financial Advisor (enclosure).
 - v. Ratify engagement of Marchetti & Weaver, LLC for financial forecast services (enclosure).

2. Consider adoption of a Resolution authorizing the District’s issuance of its Limited Tax General Obligation Bonds, Series 2025A (“**Senior Bonds**”) and its Subordinate Limited Tax General Obligation Bonds, Series 2025B⁽³⁾ (“**Subordinate Bonds**”) together with the principal amount of the Junior Lien Bonds (defined below), in an aggregate principal amount not to exceed **\$8,500,000**, for the purposes of funding or reimbursing the costs of public improvements and funding reserves and costs of issuance; and authorizing the execution and delivery of an Indenture of Trust (Senior), and Indenture of Trust (Subordinate), a Bond Purchase Agreement, a Continuing Disclosure Agreement and related documents and performance thereunder; and authorizing the execution and delivery of all documents, agreements and certificates in connection therewith.

3. Consider adoption of a Resolution authorizing the District’s issuance of its Junior Lien Limited Tax General Obligation Bonds, Series 2025C⁽³⁾ (“**Junior Bonds**”) together with the principal amount of the Senior Bonds and the Subordinate Bonds in the aggregate principal amount not to exceed **\$8,500,000**, and authorizing the execution and delivery of an Indenture of Trust (Junior Lien), a Private Placement Agreement, and related documents and performance thereunder; and authorizing the execution and delivery of all documents, agreements and certificates in connection therewith.

- D. Review and consider acceptance of Cost Verification Report No. 1, prepared by The Connexion Group, for reimbursement of District eligible costs in the amount of \$7,500,000 to Golden Overlook, LLC, pursuant to the Infrastructure Acquisition and Reimbursement Agreement, dated December 4, 2023.
 1. Review and consider Draw Request No. 1 in the amount of \$7,500,000 for payment of reimbursement to Golden Overlook, LLC, pursuant to Cost Verification Report No. 1, and Infrastructure Acquisition and Reimbursement Agreement, dated December 4, 2023.

IV. CONSTRUCTION MATTERS

- A. Status of 2025/2026 development/construction outlook.

V. OTHER BUSINESS

- A. Consider scheduling of a special meeting.
- B. Confirm a quorum for the November 19, 2025 Board Meeting / Budget Hearing.

VI. ADJOURNMENT

- A. Consider adjournment of this meeting.

**THE NEXT REGULAR MEETING IS SCHEDULED FOR NOVEMBER 19, 2025 AT
1:00 P.M., VIA ZOOM – BUDGET HEARING**

**NOTICE OF SPECIAL MEETING
GOLDEN OVERLOOK METROPOLITAN DISTRICT
CITY OF GOLDEN, JEFFERSON COUNTY, COLORADO**

NOTICE IS HEREBY GIVEN that the Board of Directors of Golden Overlook Metropolitan District (the “District”), City of Golden, Jefferson County, Colorado, will meet in special session on Wednesday, April 16, 2025, at 3:00 P.M., at 2630 W Belleview Ave., Suite 270, Littleton, Colorado 80123 and which such meeting will also be made accessible to the public 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 Zoom video or telephone conference in one of the following ways:

1. **To attend via Zoom videoconference, use the following link, or e-mail ljacoby@specialdistrictlaw.com to have the link e-mailed to you:**

<https://us02web.zoom.us/j/86756447308?pwd=BMwLelvWrYLqObiKg1kurxaqFn9CRV.1>

Meeting ID: 867 5644 7308

Passcode: 837123

2. **To attend via telephone, dial 1-346-248-7799 and enter the following additional information:**

Meeting ID: 867 5644 7308

Passcode: 837123

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 Resolutions authorizing the District’s issuance of its Limited Tax General Obligation Bonds, Series 2025A (“**Senior Bonds**”), Subordinate Limited Tax General Obligation Bonds, Series 2025B⁽³⁾ (“**Subordinate Bonds**”), and Junior Lien Limited Tax General Obligation Bonds, Series 2025C⁽³⁾ (“**Junior Bonds**”) in the aggregate principal amount not to exceed \$8,500,000, for the purposes of funding or reimbursing the costs of public improvements and funding reserves and costs of issuance; authorizing multiple Indentures of Trust, a Bond Purchase Agreement, a Private Placement Agreement, a 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. 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.

GOLDEN OVERLOOK METROPOLITAN DISTRICT
CITY OF GOLDEN, JEFFERSON COUNTY,
COLORADO

By: /s/MaryAnn McGeady
Attorney for the District

Posted on the website of the District, at least twenty-four hours prior to the meeting.