

**NOTICE OF SPECIAL MEETING
BNC METROPOLITAN DISTRICT NO. 2
IN THE CITY OF COMMERCE CITY, ADAMS COUNTY, COLORADO**

NOTICE IS HEREBY GIVEN that the Board of Directors (the "Board") of BNC Metropolitan District No. 2 (the "District"), in the City of Commerce City, Adams County, Colorado, will meet in special session on Monday, December 23, 2019, at the hour of 8:00 a.m., at the Eagle Point Recreation Center, 6060 E. Parkway Drive, Commerce City, Colorado 80022.

At this meeting, it is anticipated that the Board will make a final determination to issue and refund general obligation indebtedness. Specifically, the District intends to consider adoption of a resolution authorizing the issuance of: (1) its General Obligation (Limited Tax Convertible to Unlimited Tax) Capital Appreciation Refunding and Improvement Bonds, Series 2019A ("Series 2019A Bonds"); and (2) its Subordinate General Obligation Limited Tax Bonds, Series 2019B(3) ("Series 2019B(3) Bonds" and, together with the Series 2019A Bonds, the "Bonds"), in the combined aggregate original principal amount of \$21,200,000. The Bonds are intended to be issued for the purposes of (i) refunding all or any part of the District's existing general obligation indebtedness; and (ii) paying or reimbursing additional costs of public improvements for the District.

Such resolution will also authorize the execution of Indentures of Trust and all agreements, documents, instruments, certificates, and actions necessary or appropriate in connection with the issuance of such Bonds. 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 bonds pursuant to the aforementioned resolution.

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.

**BNC METROPOLITAN DISTRICT NO. 2
CITY OF COMMERCE CITY, ADAMS
COUNTY, COLORADO**

By: /s/ PAULA J. WILLIAMS
Attorney for the District

Posted at one (1) public place within the District, at least twenty-four hours prior to the meeting.

By: _____.

BNC METROPOLITAN DISTRICT NO. 2

141 Union Boulevard, Suite 150
Lakewood, Colorado 80228-1898
Tel: 303-987-0835 800-741-3254
Fax: 303-987-2032

NOTICE OF SPECIAL MEETING AND AGENDA

<u>Board of Directors</u>	<u>Office</u>	<u>Term/Expires</u>
Janis L. Emanuel	President	2022/May 2022
Robert Bo!	Treasurer	2020/May 2020
Theodore Antenucci	Assistant Secretary	2022/May 2022
<i>VACANT</i>		2020/May 2020
<i>VACANT</i>		2020/May 2020
Ann E. Finn	Secretary	

DATE: December 23, 2019
TIME: 8:00A.M.
PLACE: Eagle Point Recreation Center
6060 E. Parkway Drive
Commerce City, Colorado 80022

- I. ADMINISTRATIVE MATTERS
 - A. Present Disclosures of Potential Conflicts of Interest.
 - B. Approve Agenda; confirm location of the meeting and posting of meeting notices.
- II. PUBLIC COMMENTS
 - A. Members of the public may express their views to the Board on matters that affect the District. Comments will be limited to three (3) minutes.
- III. FINANCIAL MATTERS
 - A. Consider approval of the payment of claims for the period ending November 31, 2019, in the amount of \$2,215.35 (enclosure).
 - B. Conduct Public Hearing to consider Amendment to 2019 Budget and consider adoption of Resolution No. 2019-12-01; Resolution to Amend the 2019 Budget and Appropriate Expenditures (to be distributed).
- IV. LEGAL MATTERS
 - A. Review and consider approval of First Amendment to Cost Sharing Intergovernmental Agreement by and between BNC Metropolitan District No. 1, BNC Metropolitan District No. 2, and BNC Metropolitan District No. 3 (to be distributed).
 - B. Review and consider approval of Engineer's Reports and Certifications prepared by Ranger Engineering, LLC for public improvement costs (to be distributed), and consider acceptance of verified costs for public improvements.
 - C. Review and consider ratifying approval of the following agreements relating to the issuance of the District's General Obligation (Limited Tax Convertible to Unlimited Tax) Capital Appreciation Refunding and Improvement Bonds, Series 2019A ("Series 2019A Bonds"); and (2) its Subordinate General Obligation Limited Tax Bonds, Series 2019B(3) ("Series 2019B(3) Bonds" and, together with the Series 2019A Bonds, the "Bonds"):
 1. Letter Agreement for Investment Banking Services between the District and D.A. Davidson & Co. Fixed Income Capital Markets (enclosure).
 2. Financial Services Agreement between the District and Piper Jaffray & Co. (enclosure).
 3. Bond Counsel Engagement Agreement between the District and Sherman & Howard L.L.C. (enclosure).
 4. Proposal for Professional Planning and Economic Services between the District and King & Associates, Inc., for preparation of a residential market analysis (enclosure).
 5. Engagement Agreement(s) between the District and CliftonLarsonAllen LLP for the preparation of a financial forecast and calculation of the payoff amount of the District's outstanding Series 2005 Bonds (enclosures).
 - D. Review and consider adoption of a resolution authorizing the issuance of: (1) the District's General Obligation (Limited Tax Convertible to Unlimited Tax) Capital Appreciation Refunding and Improvement Bonds, Series 2019A ("Series 2019A Bonds"); and (2) the District's Subordinate General Obligation Limited Tax Bonds, Series 2019B(3) ("Series 2019B(3) Bonds" and, together with the Series 2019A Bonds, the "Bonds"), in the combined aggregate original principal amount of \$21,200,000. The Bonds are intended to be issued for the purposes of: (i) refunding all or any part of the District's existing general obligation indebtedness; and (ii) paying or reimbursing additional costs of public improvements for the District. Such resolution will also authorize the execution of Indentures of Trust and all agreements, documents, instruments, certificates, and actions necessary or appropriate in connection with the issuance of such Bonds (to be distributed).
- V. ADJOURNMENT **THERE ARE NO MORE REGULAR MEETINGS SCHEDULED FOR 2019**