



**COPPER RIDGE METROPOLITAN DISTRICT  
TAX INCREMENT AND SALES TAX SUPPORTED REVENUE BONDS, SERIES 2019  
\$56,855,000\***

**\*PRELIMINARY TERM SHEET (SUBJECT TO CHANGE)**

AS OF APRIL 29, 2019

|                          |  |
|--------------------------|--|
| Issuer:                  | Copper Ridge Metropolitan District (“District”)  |
| Issue:                   | Tax Increment and Sales Tax Supported Revenue Bonds, Series 2019 (“2019 Bonds”)  |
| Par*:                    | Approximately \$56,855,000   |
| Urban Renewal Authority: | Colorado Springs Urban Renewal Authority (“URA” or “Authority”).   |
| The Developer:           | Copper Ridge Development, Inc.   |
| Cooperation Agreement:   | The District, the Authority and the City have entered into a Cooperation Agreement dated as of October 22, 2013, as amended by the First Amendment dated March 12, 2019, pursuant to which the City has agreed to pay to the Authority and the Authority has agreed to pledge to the District property tax increment and sales tax increment through the TIF period ending on May 101, 2035 and in addition the City agreed, subject to annual appropriation by the City Council, to pay a portion of its sales tax to the Authority for transfer to the District for a period from May 11, 2035 until March 12, 2044. |
| Pricing Date*:           | June 19, 2019  |
| Dated Date*:             | June 27, 2019  |
| Principal Payment Dates: | December 1, beginning December 1, 2019   |
| Interest Payment Dates:  | June 1 and December 1, beginning December 1, 2019  |
| Tax Status:              | Tax-Exempt   |
| Rating:                  | NR   |
| Denominations:           | \$500,000  |
| Optional Redemption*:    | The 2019 Bonds are subject to redemption on any date prior to December 1, 2029, at the option of the District, in whole or in part, at a redemption price equal to the principal amount thereof being redeemed, plus accrued interest to the redemption date.  |
|                          |  |

# STIFEL

|                                     |   |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
|-------------------------------------|---|-----------|-----------|-----------|------------|----------------------|---------|---------------|---------------|---------------|---------------------------|--------------|------------------|---------------------|-----------|---------------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|-----------|--|--|
| <p>Estimated Sources and Uses*:</p> | <p><b>Sources:</b></p> <hr/> <p>Bond Proceeds:</p> <table border="0" style="width: 100%;"> <tr> <td style="text-align: right;">Par Amount</td> <td style="text-align: right;"><u>56,855,000.00</u></td> </tr> <tr> <td></td> <td style="text-align: right;">56,855,000.00</td> </tr> </table> <p><b>Uses:</b></p> <hr/> <table border="0" style="width: 100%;"> <tr> <td style="text-align: right;">Project Fund:</td> <td style="text-align: right;">50,000,000.00</td> </tr> <tr> <td style="text-align: right;">Debt Service Reserve Fund</td> <td style="text-align: right;">5,416,608.49</td> </tr> <tr> <td style="text-align: right;">Cost of Issuance</td> <td style="text-align: right;"><u>1,438,391.51</u></td> </tr> <tr> <td></td> <td style="text-align: right;">56,855,000.00</td> </tr> </table>  |           |           |           | Par Amount | <u>56,855,000.00</u> |         | 56,855,000.00 | Project Fund: | 50,000,000.00 | Debt Service Reserve Fund | 5,416,608.49 | Cost of Issuance | <u>1,438,391.51</u> |           | 56,855,000.00 |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| Par Amount                          | <u>56,855,000.00</u>  |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
|                                     | 56,855,000.00   |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| Project Fund:                       | 50,000,000.00   |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| Debt Service Reserve Fund           | 5,416,608.49  |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| Cost of Issuance                    | <u>1,438,391.51</u>   |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
|                                     | 56,855,000.00   |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| <p>Estimated Amortization*:</p>     | <table border="0" style="width: 100%;"> <tr> <td style="width: 15%;">12/1/2019</td> <td style="width: 15%;">1,070,000</td> <td style="width: 15%;">12/1/2032</td> <td style="width: 15%;">2,635,000</td> </tr> <tr> <td>12/1/2020</td> <td>730,000</td> <td>12/1/2033</td> <td>2,840,000</td> </tr> <tr> <td>12/1/2021</td> <td>895,000</td> <td>12/1/2034</td> <td>3,095,000</td> </tr> <tr> <td>12/1/2022</td> <td>1,020,000</td> <td>12/1/2035</td> <td>3,325,000</td> </tr> <tr> <td>12/1/2023</td> <td>1,130,000</td> <td>12/1/2036</td> <td>1,865,000</td> </tr> <tr> <td>12/1/2024</td> <td>1,270,000</td> <td>12/1/2037</td> <td>2,030,000</td> </tr> <tr> <td>12/1/2025</td> <td>1,395,000</td> <td>12/1/2038</td> <td>2,210,000</td> </tr> <tr> <td>12/1/2026</td> <td>1,555,000</td> <td>12/1/2039</td> <td>2,400,000</td> </tr> <tr> <td>12/1/2027</td> <td>1,695,000</td> <td>12/1/2040</td> <td>2,600,000</td> </tr> <tr> <td>12/1/2028</td> <td>1,870,000</td> <td>12/1/2041</td> <td>2,815,000</td> </tr> <tr> <td>12/1/2029</td> <td>2,030,000</td> <td>12/1/2042</td> <td>3,040,000</td> </tr> <tr> <td>12/1/2030</td> <td>2,230,000</td> <td>12/1/2043</td> <td>8,700,000</td> </tr> <tr> <td>12/1/2031</td> <td>2,410,000</td> <td></td> <td></td> </tr> </table> | 12/1/2019 | 1,070,000 | 12/1/2032 | 2,635,000  | 12/1/2020            | 730,000 | 12/1/2033     | 2,840,000     | 12/1/2021     | 895,000                   | 12/1/2034    | 3,095,000        | 12/1/2022           | 1,020,000 | 12/1/2035     | 3,325,000 | 12/1/2023 | 1,130,000 | 12/1/2036 | 1,865,000 | 12/1/2024 | 1,270,000 | 12/1/2037 | 2,030,000 | 12/1/2025 | 1,395,000 | 12/1/2038 | 2,210,000 | 12/1/2026 | 1,555,000 | 12/1/2039 | 2,400,000 | 12/1/2027 | 1,695,000 | 12/1/2040 | 2,600,000 | 12/1/2028 | 1,870,000 | 12/1/2041 | 2,815,000 | 12/1/2029 | 2,030,000 | 12/1/2042 | 3,040,000 | 12/1/2030 | 2,230,000 | 12/1/2043 | 8,700,000 | 12/1/2031 | 2,410,000 |  |  |
| 12/1/2019                           | 1,070,000   | 12/1/2032 | 2,635,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2020                           | 730,000   | 12/1/2033 | 2,840,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2021                           | 895,000   | 12/1/2034 | 3,095,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2022                           | 1,020,000   | 12/1/2035 | 3,325,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2023                           | 1,130,000   | 12/1/2036 | 1,865,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2024                           | 1,270,000   | 12/1/2037 | 2,030,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2025                           | 1,395,000   | 12/1/2038 | 2,210,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2026                           | 1,555,000   | 12/1/2039 | 2,400,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2027                           | 1,695,000   | 12/1/2040 | 2,600,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2028                           | 1,870,000   | 12/1/2041 | 2,815,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2029                           | 2,030,000   | 12/1/2042 | 3,040,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2030                           | 2,230,000   | 12/1/2043 | 8,700,000 |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| 12/1/2031                           | 2,410,000   |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| <p>Use of Proceeds:</p>             | <p>The proceeds from the sale of the Bonds will be used for the purposes of: (i) financings first phase of North Powers Boulevard, including an interchange and connections to Powers Boulevard; (ii) funding the Reserve Fund; and (iii) paying the costs of issuance of the Bonds.</p>  |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |
| <p>Pledged Revenue/Security:</p>    | <p>(1) Property Tax Increment</p> <ul style="list-style-type: none"> <li>○ 77.000 mills</li> <li>○ Sunsets in 2035</li> <li>○ Base value: the amount certified by the Assessor as the valuation for assessment of all taxable property with the URA last certified by the Assessor prior to the adoption of the Urban Renewal Plan or any modification thereof (\$1,569,080); and provided, however, that in the event of a general reassessment of taxable property in the URA, the valuation for assessment of taxable property within the URA shall be proportionately adjusted in accordance with such general reassessment in the manner required by Colorado Urban Renewal Law, constitution Sections 31-25 101 <i>et. seq.</i> of Colorado Revised Statutes, as amended.</li> </ul> <p>(2) Sales Tax Increment</p> <ul style="list-style-type: none"> <li>○ 1.5% of City sales tax</li> <li>○ Base value: \$30,272</li> <li>○ 1.5% from the City sunsets in 2043</li> </ul> <p>(3) All amounts held in the Revenue Fund</p>  |           |           |           |            |                      |         |               |               |               |                           |              |                  |                     |           |               |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |           |  |  |

# STIFEL

|   |   |
|---|---|
| Current Assessed Value:   | \$24,752,800  |
| Debt Service Reserve Fund:  | A debt service reserve fund will be funded in the amount equal to the lesser of: (1) 10% of reasonable par; (2) 125% of average annual adjusted debt service; or (3) 100% of maximum annual debt service. |
| Additional Outstanding Debt of the District (not on parity and secured by different revenue): | Series 2016 Loan, currently outstanding in the amount of: \$10,320,000<br>Series 2018 Loan, currently outstanding in the amount of: \$5,850,000   |