

RESOLUTION NO. _____ - 22

A RESOLUTION OF THE CITY COUNCIL OF THE CITY OF COLORADO SPRINGS, COLORADO APPROVING THE ISSUANCE OF DEBT BY THE FREESTYLE METROPOLITAN DISTRICT NO. 2 IN THE FORM OF EITHER LIMITED TAX GENERAL OBLIGATION CASH FLOW BONDS OR A COMBINATION OF SENIOR LIMITED TAX GENERAL OBLIGATION CAPITAL APPRECIATION AND SUBORDINATE GENERAL OBLIGATION BONDS IN AN AGGREGATE AMOUNT NOT TO EXCEED \$53,600,000 LOCATED EAST OF MARKSHEFFEL ROAD NEAR BARNES ROAD

WHEREAS, by Resolution No. 9-06, the City Council approved the Special District Policy on January 24, 2006, a City Financial Policy Regarding the Use of Districts (the "Policy"), providing for certain financial and other limitations in the use of special districts as an available method in financing public infrastructure; and

WHEREAS, pursuant to the provisions of Title 32, Colorado Revised Statutes, and pursuant to proper notice having been provided as required by law, the City Council held a public hearing and approved the formation and a service plan ("Service Plan") of the Freestyle Metropolitan District Nos. 1-4 (the "Districts") by Resolution No. 98-21; and

WHEREAS, both the Policy and the Service Plan require that prior to any District issuing bonds or similar indebtedness, it must first obtain City Council approval of the proposed issue and that City Council review of such indebtedness for compliance with the Service Plan and all applicable laws; and

WHEREAS, the Districts have submitted for review, and City Council has reviewed, various related debt instrument documents, including draft bond resolutions, draft pledge agreements, financial models, preliminary opinion of the Districts' general and bond counsels, and an opinion of an external financial advisor for bonds to be issued by Freestyle Metropolitan District No. 2 with a pledge of tax revenues from Freestyle Metropolitan Districts Nos. 3 and 4, in a total principal (par) amount not to exceed \$53,600,000 (the "Bond Documents"); and

WHEREAS, City Council considered the Bond Documents as well as all other testimony and evidence presented at the February 22, 2022 City Council meeting; and

WHEREAS, the Districts, having presented evidence that it has satisfied the conditions of approval and other Service Plan prerequisites, requests approval of the issuance of indebtedness in a structure substantially similar to and consistent with the Bond Documents.

NOW THEREFORE BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF COLORADO SPRINGS:

Section 1. The above and foregoing recitals are incorporated herein by reference and are adopted as findings and determinations of the City Council.

Section 2. In reliance on the information presented by the Districts, Council hereby finds that the issuance of indebtedness by the Districts in a structure substantially similar to and consistent with the Bond Documents complies with the service plan and all applicable laws.

Section 3. Issuance of indebtedness by the Districts in the form of federally taxable Limited Tax General Obligation Cash Flow Bonds Series 2022, or a combination of Senior Limited Tax General Obligation Cash Capital Appreciation Bonds, and Subordinate Limited Tax General Obligation Bonds Series 2022 in a total principal (par) amount not to exceed \$53,600,000 as further described in the Bond Documents is hereby approved provided, however, that such indebtedness shall be solely an obligation of the Districts, and the City shall have no liability or other responsibility therefore.

Section 4. The Bonds including any refundings thereof or subsequent bond issuances by the Districts, shall be fully discharged on or before December 31, 2062 and the Districts' debt service mill levy shall not be certified beyond tax year 2062 (certified in 2061) unless the majority of the District board is comprised of residents of the Districts and City Council approval is granted in advance.

Section 5. These bonds shall be structured to have an optional call date for refunding at the discretion of the Districts' board, no later than June 1, 2029.

Section 6. The issuance of debt in a structure substantially similar to and consistent with the Bond Documents, subject to minor changes and revisions as may be approved by City staff, is hereby approved.

Section 7. The approvals contained herein shall be effective for a maximum of one (1) year from the date of this Resolution. If the Districts desire to issue this debt any time after February 22, 2023 a new City Council approval will be required.

Section 8. This Resolution shall be effective upon its approval by City Council.

DATED at Colorado Springs, Colorado, this _____ day of _____ 2022.

Council President

ATTEST:

Sarah Johnson, City Clerk