

## RECORD OF PROCEEDINGS

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### MINUTES OF A SPECIAL MEETING OF THE BOARD OF DIRECTORS OF THE SPRING VALLEY METROPOLITAN DISTRICT NO. 4 HELD AUGUST 3, 2020

A special meeting of the Board of Directors of the Spring Valley Metropolitan District No. 4 (referred to hereafter as the "District") and the Board of Directors of the Spring Valley Metropolitan District No. 4 (referred to as the "Board"), was convened on Monday, the 3rd day of August, 2020, at 10:00 A.M. Due to concerns regarding the spread of the Coronavirus (Covid-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board Meeting was held by conference call without any individuals (neither District Representatives nor the general public) attending in person other than Mr. Solin, who was present at the physical location noted on the meeting Agenda. The meeting was open to the public via conference call.

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#### **ATTENDANCE**

##### **Directors In Attendance Were:**

James E. Marshall  
Scott Marshall  
Christopher ("CJ") Kirst  
Shelley Marshall

Following discussion, upon motion duly made by Director Kirst, seconded by Director J. Marshall and, upon vote, unanimously carried, the absence of Director Robinson was excused.

##### **Also In Attendance Were:**

David Solin; Special District Management Services, Inc. ("SDMS") (at the physical location)

MaryAnn McGeady, Esq. and Christopher Brummitt, Esq.; McGeady Becher P.C.

Eric Weaver and Cheri Curtis; Marchetti & Weaver, LLC

Kim Reed; Ballard Spahr LLP (for a portion of the meeting)

Ethan Anderson; Ballard Spahr LLP

Tiffany Leichman and Shelby Turner; D.A. Davidson & Co.

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### DISCLOSURE OF POTENTIAL CONFLICTS OF INTEREST

**Disclosures of Potential Conflicts of Interest:** The Board discussed the requirements pursuant to the Colorado Revised Statutes to disclose any potential conflicts of interest or potential breaches of fiduciary duty to the Board of Directors and to the Secretary of State.

Mr. Solin noted that a quorum was present and requested members of the Board to disclose any potential conflicts of interest with regard to any matters scheduled for discussion at this meeting, and incorporated for the record those applicable disclosures made by the Board members prior to this meeting in accordance with the statute. Attorney Brummitt noted that Disclosure Statements have been filed for all directors. No additional conflicts were disclosed.

### ADMINISTRATIVE MATTERS

**Agenda:** Mr. Solin distributed, for the Board's review and approval, a proposed Agenda for the District's special meeting.

Following discussion, upon motion duly made by Director Kirst, seconded by Director J. Marshall and, upon vote, unanimously carried, the Agenda was approved, as amended.

**Approval of Meeting Location:** The Board entered into a discussion regarding the requirements of Section 32-1-903(1), C.R.S., concerning the location of the District's Board meeting.

Following discussion, upon motion duly made by Director Kirst, seconded by Director J. Marshall and, upon vote, unanimously carried, the Board determined that due to concerns regarding the spread of the Coronavirus (Covid-19) and the benefits to the control of the spread of the virus by limiting in-person contact, this District Board Meeting would be held by conference call with only one individual, Mr. Solin, at the physical location but no other District Representatives nor the general public would attend in person. The Board further noted that notice of the time, date and location was duly posted and that they have not received any objections to the location or any requests that the meeting place be changed by taxpaying electors within its boundaries.

**Conducting Meetings Telephonically:** Attorney McGeady discussed with the Board conducting the meeting telephonically.

**Minutes:** The Board reviewed the Minutes of the April 28, 2020 Special Meeting.

Following discussion, upon motion duly made by Director Scott Marshall, seconded by Director J. Marshall and, upon vote, unanimously carried, the Minutes of the April 28, 2020 Special Meeting were approved.

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**Results of May 5, 2020 Regular Election for Directors:** Mr. Solin discussed with the Board the results of the May 5, 2020 Regular Election for Directors (“Election”). It was noted that the Election was cancelled, as permitted by statute and that Directors J. Marshall, Scott Marshall, and Kirst were deemed elected to three-year terms ending May 2023. Directors Shelley Marshall and Robinson were deemed elected to two-year terms ending May 2022.

**Appointment of Officers:** The Board entered into discussion regarding the appointment of officers.

Following discussion, upon motion duly made by Director J. Marshall, seconded by Director Kirst and, upon vote, unanimously carried, the following slate of officers was appointed:

President	James E. Marshall
Treasurer	Scott Marshall
Secretary	David Solin
Assistant Secretary	C.J. Kirst
Assistant Secretary	Holly Robinson
Assistant Secretary	Shelley Marshall

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### **FINANCIAL MATTERS**

**District Accountant:** The Board reviewed the appointment of Marchetti & Weaver, LLC as District Accountant.

Following review and discussion, upon motion duly made by Director J. Marshall, seconded by Director Kirst and, upon vote, unanimously carried, the Board ratified approval of the engagement of Marchetti & Weaver, LLC as District Accountant.

**Application for Exemption from 2019 Audit:** The Board discussed the preparation execution, and filing of the Application for Exemption from 2019 Audit.

Following review and discussion, upon motion duly made by Director J. Marshall, seconded by Director Kirst and, upon vote, unanimously carried, the Board ratified approval of the preparation, execution, and fling of the Application for Exemption from 2019 Audit.

**Colotrust Account:** The Board discussed the opening of a Colotrust Account.

Following discussion, upon motion duly made by Director J. Marshall, seconded by Director Kirst and, upon vote, unanimously carried, the Board authorized opening of a Colotrust Account.

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### LEGAL MATTERS

**Cost Verification Report from Schedio Group:** No action was needed.

**Amended and Restated Intergovernmental Agreement (“IGA”) Regarding Assignment of Revenue between Spring Valley Metropolitan District No. 1 and Spring Valley Metropolitan District No. 4:** The Board discussed an Amended and Restated IGA Regarding Assignment of Revenue between Spring Valley Metropolitan District No. 1 and Spring Valley Metropolitan District No. 4.

Following discussion, upon motion duly made by Director J. Marshall, seconded by Director Scott Marshall and, upon vote, unanimously carried, the Board approved the Amended and Restated IGA Regarding Assignment of Revenue between Spring Valley Metropolitan District No.1 and Spring Valley Metropolitan District No. 4.

**2020 Budget Amendment Hearing:** The Board opened the public hearing to consider amending the 2020 Budget and discuss related issues.

It was noted that publication of Notice stating that the Board would consider adoption of a Resolution to Amend the 2020 Budget and the date, time and place of the public hearing was made in a newspaper having general circulation within the District.

No written objections were received prior to this public hearing. No public comments were received and the public hearing was closed.

Following discussion, upon motion duly made by Director J. Marshall, seconded by Director Kirst, and, upon vote, unanimously carried, the Board adopted the Resolution to Amend the 2020 Budget.

**2020-2024 Operation Funding Agreement (“OFA”) between the District and MG Land Investments, L.L.C.:** The Board discussed the 2020-2024 OFA between the District and MG Land Investments, L.L.C.

Following discussion, upon motion duly made by Director J. Marshall, seconded by Director Kirst, and, upon vote, unanimously carried, the Board approved the 2020-2024 OFA between the District and MG Land Investments, L.L.C.

**Issuance of the District’s Proposed Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A and Subordinate Limited Tax General Obligation Bonds, Series 2020B:** The Board discussed the issuance of the District’s proposed Limited Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2020A and Subordinate Limited Tax General Obligation Bonds, Series B, in a combined principal amount not to exceed \$17,000,000.

**Engagement of Ballard Spahr LLP as Bond Counsel:** The Board reviewed the engagement of Ballard Spahr LLP as Bond Counsel.

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Following review and discussion, upon motion duly made by Director Kirst, seconded by Director Shelley Marshall, and, upon vote, unanimously carried, the Board ratified approval of the engagement of Ballard Spahr LLP as Bond Counsel.

**Engagement of D.A. Davidson & Co. as Underwriter for Financial Forecast:** The Board reviewed the engagement of D.A. Davidson & Co. as Underwriter.

Following review and discussion, upon motion duly made by Director Kirst, seconded by Director Shelley Marshall, and, upon vote, unanimously carried, the Board ratified approval of the engagement of D.A. Davidson & Co. as Underwriter.

**Engagement of Piper Sandler & Co. as Municipal Advisor:** The Board reviewed the engagement of Piper Sandler & Co. as Municipal Advisor.

Following review and discussion, upon motion duly made by Director Kirst, seconded by Director Shelley Marshall, and, upon vote, unanimously carried, the Board ratified approval of the engagement of Piper Sandler & Co. as Municipal Advisor.

**Engagement of Metrostudy for Market Study:** The Board reviewed the engagement of Metrostudy for Market Study.

Following review and discussion, upon motion duly made by Director Kirst, seconded by Director Shelley Marshall, and, upon vote, unanimously carried, the Board ratified approval of the engagement of Metrostudy for Market Study.

**Engagement of King & Associates for Appreciation Study:** The Board reviewed the engagement of King & Associates for Appreciation Study.

Following review and discussion, upon motion duly made by Director Kirst, seconded by Director Shelley Marshall, and, upon vote, unanimously carried, the Board ratified approval of the engagement of King & Associates for Appreciation Study.

**Engagement of Simmons & Wheeler, P.C. for Cash Flow Analysis:** The Board reviewed the engagement of Simmons & Wheeler, P.C. for Cash Flow Analysis.

Following review and discussion, upon motion duly made by Director Kirst, seconded by Director Shelley Marshall, and, upon vote, unanimously carried, the Board ratified approval of the engagement of Simmons & Wheeler, P.C. for Cash Flow Analysis.

**Resolution Authorizing the Issuance of the Proposed Limited Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2020A, and Subordinate Limited Tax General Obligation Bonds, Series 2020B, in a Combined Principal Amount not to Exceed \$17,000,000; Approving the Related Indenture of Trust, Preliminary and Final Limited Offering Memoranda, Continuing Disclosure Agreement, and the Execution of Certain other Documents Relating to the Bonds:** The Board discussed a Resolution authorizing the issuance of the proposed Limited

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Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2020A, and Subordinate Limited Tax General Obligation Bonds, Series 2020B, in a combined principal amount not to exceed \$17,000,000; approving the related Indenture of Trust, Preliminary and Final Limited Offering Memoranda, Continuing Disclosure Agreement, and the execution of certain other documents relating to the Bonds.

Following discussion, upon motion duly made by Director Kirst, seconded by Director J. Marshall, and, upon vote, unanimously carried, the Board approved a Resolution authorizing the issuance of the proposed Limited Tax (Convertible To Unlimited Tax) General Obligation Bonds, Series 2020A, and Subordinate Limited Tax General Obligation Bonds, Series 2020B, in a combined principal amount not to exceed \$17,000,000; approving the related Indenture of Trust, Preliminary and Final Limited Offering Memoranda, Continuing Disclosure Agreement, and the execution of certain other documents relating to the Bonds. It was noted that Director J. Marshall was appointed as sales delegate.

**Resolution Regarding Continuing Disclosure Policies and Procedures:** The Board reviewed and discussed a Resolution Regarding Continuing Disclosure Policies and Procedures.

Following review and discussion, upon motion duly made by Director J. Marshall, seconded by Director Kirst, and, upon vote, unanimously carried, the Board adopted the Resolution Regarding Continuing Disclosure Policies and Procedures.

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**CAPITAL  
IMPROVEMENT  
MATTERS**

There were no capital improvement matters for discussion at this time.

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**OTHER BUSINESS**

There was no other business for discussion by the Board at this time.


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**ADJOURNMENT**

There being no further business to come before the Board at this time, upon motion duly made by Director J. Marshall, and seconded by Director Shelley Marshall, and upon vote, unanimously carried, the meeting adjourned.

Respectfully submitted,

By: \_\_\_\_\_

  
Secretary for the Meeting

<b>TITLE</b>	Spring Valley Nos. 1-4, Approved 2020 Minutes
<b>FILE NAME</b>	09.21.2020 Special- SPVMD2.pdf and 8 others
<b>DOCUMENT ID</b>	38390de90780b59d363f292b512a05bf921cacd7
<b>AUDIT TRAIL DATE FORMAT</b>	MM / DD / YYYY
<b>STATUS</b>	● Completed

## Document History



SENT

**04 / 12 / 2021**

17:21:44 UTC

Sent for signature to David Solin (dsolin@sdmsi.com) from apadilla@sdmsi.com  
IP: 50.78.200.153



VIEWED

**04 / 12 / 2021**

21:48:01 UTC

Viewed by David Solin (dsolin@sdmsi.com)  
IP: 50.78.200.153



SIGNED

**04 / 12 / 2021**

21:48:25 UTC

Signed by David Solin (dsolin@sdmsi.com)  
IP: 50.78.200.153



COMPLETED

**04 / 12 / 2021**

21:48:25 UTC

The document has been completed.

RESOLUTION TO AMEND 2020 BUDGET  
SPRING VALLEY METROPOLITAN DISTRICT NO. 4

WHEREAS, the Board of Directors of the Spring Valley Metropolitan District No. 4 adopted a budget and appropriated funds for the fiscal year 2020 as follows:

General Fund: \$ 56,887

WHEREAS, the necessity has arisen to establish a Debt Service Fund requiring the unanticipated expenditure of funds for the fiscal year 2020; and

WHEREAS, the expenditure of such funds is a contingency which could not have been reasonably foreseen at the time of adoption of the budget; and

WHEREAS, funds are available for such expenditures in the Debt Service Fund from Bond Proceeds.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of the Spring Valley Metropolitan District No. 4 shall and hereby does amend the adopted Budget for the fiscal year 2020 and adopts a supplemental budget and appropriation for the Debt Service Fund for the fiscal year 2020, as follows:

Debt Service Fund: \$ 13,237,200

BE IT FURTHER RESOLVED, that such sums are hereby appropriated from the revenues of the District to the proper funds for the purposes stated.

DATED this 3rd day of August, 2020.

SPRING VALLEY METROPOLITAN DISTRICT  
NO. 4

By:   
Secretary



**RESOLUTION NO. 2020-08-01**

**RESOLUTION OF THE BOARD OF DIRECTORS OF  
SPRING VALLEY METROPOLITAN DISTRICT NO. 4 REGARDING CONTINUING  
DISCLOSURE POLICIES AND PROCEDURES**

A. The Spring Valley Metropolitan District No. 4, Elbert County, Colorado (the “**District**”) has entered into the continuing disclosure undertaking(s) set forth in **Exhibit A** attached hereto (referred to collectively herein, whether one or more than one, the “**Continuing Disclosure Undertaking**”).

B. The Board of Directors of the District (the “**Board**”) desires to adopt policies and procedures in an effort to ensure compliance by the District with its obligations set forth in the Continuing Disclosure Undertaking (the “**Continuing Disclosure Policy**”).

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE SPRING VALLEY METROPOLITAN DISTRICT NO. 4, ELBERT COUNTY, COLORADO:

The Continuing Disclosure Policy, as hereby approved, adopted, and made a part of the public records of the District, shall be to impose the procedures set forth in **Exhibit B** attached hereto (the “**Compliance Procedures**”).

The Board hereby delegates the tasks and responsibilities set forth in the Compliance Procedures to the responsible parties as set forth therein.

The Continuing Disclosure Policy is intended to supplement any previous post-issuance compliance procedures that may have been adopted by the District and any procedures evidenced in writing by any Official Statement or continuing disclosure undertaking heretofore or hereafter issued, entered into or executed and delivered by the District or on its behalf. In the event of a conflict between the Compliance Procedures and the requirements set forth in Exhibit A, Exhibit A controls.

The Board may revise the Continuing Disclosure Policy from time to time as the Board deems necessary or desirable to comply with federal and state securities laws or otherwise as the Board may determine in its sole discretion.

Prior to the engagement of the responsible parties listed in the Compliance Procedure, and other consultants as may be applicable with respect to the Continuing Disclosure Undertaking, such responsible parties and consultants shall be required to review and comply with the Continuing Disclosure Policy, including, without limitation, the responsibilities set forth in the Compliance Procedures.

Within thirty (30) days, or earlier if necessary, of entering into any new continuing disclosure undertaking and/or with respect to any changes or modifications to the Continuing Disclosure Undertaking, the responsible parties and consultants shall meet with bond counsel and disclosure counsel to review the continuing disclosure compliance requirements and develop a process for compliance with respect to such new and/or changed continuing disclosure undertaking.

RESOLUTION APPROVED AND ADOPTED on August 3, 2020.

**SPRING VALLEY METROPOLITAN  
DISTRICT NO. 4**

By: Jim Marshall  
Jim Marshall, President

Attest:

By:   
David Solin, Secretary

**EXHIBIT A**

Continuing Disclosure Undertaking

Attach Continuing Disclosure Agreement

## CONTINUING DISCLOSURE AGREEMENT

**\$9,140,000**  
**SPRING VALLEY METROPOLITAN DISTRICT NO. 4**  
**(ELBERT COUNTY, COLORADO)**  
**LIMITED TAX**  
**(CONVERTIBLE TO UNLIMITED TAX)**  
**GENERAL OBLIGATION BONDS**  
**SERIES 2020A**

**\$5,621,000**  
**SPRING VALLEY METROPOLITAN DISTRICT NO. 4**  
**(ELBERT COUNTY, COLORADO)**  
**SUBORDINATE LIMITED TAX**  
**GENERAL OBLIGATION BONDS**  
**SERIES 2020B**

This Continuing Disclosure Agreement (this “Agreement”) is entered into as of August 12, 2020, by and between Spring Valley Metropolitan District No. 4, Elbert County, Colorado (the “District”), and UMB Bank, n.a., Denver, Colorado, as trustee (the “Trustee”) under the Indentures (defined below) and as dissemination agent hereunder relating to the Spring Valley Metropolitan District No. 4 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A, issued in the original aggregate principal amount of \$9,140,000 (the “2020A Bonds”) and the Spring Valley Metropolitan District No. 4 Subordinate Limited Tax General Obligation Bonds, Series 2020B, issued in the original aggregate principal amount of \$5,621,000 (the “2020B Bonds” and together with the 2020A Bonds, the “Bonds”).

**Section 1. Purpose.** This Agreement is being executed and delivered by the parties hereto for the benefit of the holders of the Bonds, in order to enable the Underwriter to comply with Securities and Exchange Commission Rule 15c2-12 (the “Rule”), if applicable; and in consideration for the purchase by D.A. Davidson & Co. (the “Underwriter”) of the Bonds pursuant to the terms of a Bond Purchase Agreement between the Underwriter and the District dated as of August 5, 2020.

**Section 2. Definitions.** Capitalized terms used and not otherwise defined in this Agreement shall have the respective meanings set forth in the applicable Indenture (defined below) and the Limited Offering Memorandum (defined below). The capitalized terms set forth below shall have the following respective meanings for purposes of this Agreement:

“*Annual Budget Report*” means the report attached hereto as Appendix B.

“*Annual Report Conversion Date*” means the date upon which the certificate of occupancy for the 333<sup>rd</sup> single family house within the District (as the boundaries existed on the date of issuance of the Bonds) has been issued by Elbert County, Colorado (such number constituting approximately 95% of the total planned 350 single family homes).

“*Audited Financial Statements*” means the District’s most recent annual financial statements, prepared in accordance with generally accepted accounting principles for governmental units as prescribed by the Governmental Accounting Standards Board, which financial statements shall have been audited by such auditor as shall be then required or permitted by the laws of the State of Colorado.

“*Beneficial Owner*” means any person for which a Participant acquires an interest in the Bonds.

“*Bond Resolution*” means the resolution authorizing the issuance of the Bonds adopted by the Board of Directors of the District on August 3, 2020.

“*Indentures*” means, together, the Indenture of Trust (Senior) dated as of August 1, 2020, between the Trustee and the District, pursuant to which the 2020A Bonds were issued (the “Senior Indenture”) and the Indenture of Trust (Subordinate) dated as of August 1, 2020, between the Trustee and the District, pursuant to which the 2020B Bonds were issued (the “Subordinate Indenture”).

“*Limited Offering Memorandum*” means the Limited Offering Memorandum prepared in connection with the offer and sale of the Bonds dated August 5, 2020.

“*MSRB*” means the Municipal Securities Rulemaking Board. As of the date hereof, the MSRB’s required method of filing is electronically via its Electronic Municipal Market Access (EMMA) system available on the Internet at <http://emma.msrb.org>.

“*Participant*” means any broker-dealer, bank, or other financial institution from time to time for which DTC (as defined in the Indentures) or another Depository (as defined in the Indentures) holds the Bonds.

“*Report*” means the form attached hereto as Appendix A, which, prior to the Annual Report Conversion Date, constitutes a Quarterly Report, and on and after the Annual Report Conversion Date, constitutes an Annual Financial Report.

“*Senior Bonds*” means the District’s Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A.

“*Subordinate Bonds*” means the District’s Subordinate Limited Tax General Obligation Bonds, Series 2020B.

**Section 3. Periodic Reporting Requirements.**

a. Timing of Reports.

i. *Quarterly Reports.* Prior to the Annual Report Conversion Date, the District shall provide the Reports (referred to as “Quarterly Reports” prior to the Annual Report Conversion Date) to the Trustee as follows:

<b>Last Day of Quarterly Reporting Period</b>	<b>Date Trustee Sends Notice to District and Fund Balance Information for Section 2 (“Trustee Notice Date”)</b>	<b>Date Quarterly Report is Due to Trustee (“Due Date”)</b>	<b>Date Quarterly Report is Due to Be Filed with the MSRB (“Filing Date”)</b>
March 31	March 31	May 5	May 15
June 30	June 30	August 5	August 15
September 30	September 30	November 5	November 15
December 31	December 31	February 5	February 15

The first Quarterly Report will be due for the quarter ending September 30, 2020; the first Trustee Notice Date will be September 30, 2020; the first Quarterly Report District Due Date will be November 5, 2020; and the first Quarterly Report Filing Date will be November 15, 2020.

ii. *Annual Financial Reports.* On and after the Annual Report Conversion Date, the District shall provide Reports (referred to as “Annual Financial Reports” after the Annual Report Conversion Date) to the Trustee as follows:

<b>Last Day of Annual Reporting Period</b>	<b>Date Trustee Sends Notice to District and Fund Balance Information for Section 2 (“Trustee Notice Date”)</b>	<b>Date Annual Financial Report is Due to Trustee (“Due Date”)</b>	<b>Date Annual Financial Report is Due to Be Filed with the MSRB (“Filing Date”)</b>
December 31	September 30	November 5	November 15

iii. *Annual Budget Reports.* The District shall provide Annual Budget Reports to the Trustee as follows:

<b>First Day of Annual Budget Reporting Period</b>	<b>Date Trustee Sends Notice to District (“Trustee Notice Date”)</b>	<b>Date Annual Budget Report is Due to Trustee (“Due Date”)</b>	<b>Date Annual Budget Report is Due to Be Filed with the MSRB (“Filing Date”)</b>
January 1	January 15	January 31	February 15

The first Annual Budget Report will be due for the year beginning January 1, 2021.

b. Contents of Reports.

i. *Quarterly Reports.* For each Quarterly Report, the District shall complete Sections 1-4 of each Report (although Section 4 must be completed only on an annual basis and shall be completed with the Quarterly Report due for the quarter ending each September 30). The District shall use its best efforts and all publicly available information to complete Section 1 of each Quarterly Report.

ii. *Annual Financial Reports.* For each Annual Financial Report, the District shall complete Sections 1-4 of the Report. The District shall use its best efforts and all publicly available information to complete Section 1 of each Annual Financial Report.

iii. *Annual Budget Reports.* For each Annual Budget Report, the District shall complete all sections of the Annual Budget Report.

iv. *Incorporation by Reference.* Any or all of the items required to be updated may be incorporated by reference from other documents, including official statements of debt issues of the District or related public entities, which are available to the public on the MSRB's Internet Web Site or filed with the SEC. The District shall clearly identify each such document incorporated by reference.

c. Trustee's Duties. The Trustee shall:

i. determine prior to each Filing Date the appropriate electronic format prescribed by the MSRB;

ii. on or before each Trustee Notice Date, send written notice to the District which: (x) states that the Report or Annual Budget Report, as applicable, will be due by the applicable Due Date; and (y) for Quarterly Reports and Annual Financial Reports, provides the information required by Section 2 of the Report;

iii. on or before each Filing Date, provide to the MSRB (in an electronic format as prescribed by the MSRB) the completed Report or Annual Budget Report, as applicable. Each Report may be submitted as a single document or as separate documents comprising a package, and may cross-reference other information as provided in Section 3(b)(iv) above;

iv. if necessary, file the Notice of Failure to File Report form attached as Appendix C with the MSRB as required by Section 3(d);

v. file the Notice of Annual Report Conversion Date attached as Appendix D with the MSRB if required by Section 5(a); and

vi. upon request, file a report with the District at the address in the following paragraph certifying that the Report, Annual Budget Report, Notice of Failure to File Report, or Notice of Annual Report Conversion Date, as applicable, has been provided to the MSRB pursuant to this Agreement, stating the date it was provided and listing all the entities to which it was provided.

d. Failure to File Reports. If the District fails to provide to the Trustee each Report by the applicable Due Date, or if the District fails to provide to the Trustee the Annual Budget Report by the applicable Due Date, which results in the Trustee's inability to provide a Report or Annual Budget Report to the MSRB by the applicable Filing Date, the Trustee shall file or cause to be filed a notice in substantially the form attached as Appendix C with the MSRB. If the Trustee files or causes to be filed a notice in substantially the form attached as Appendix C with the MSRB, the Trustee shall submit a copy of such filing to the District, as follows:

To the District: Spring Valley Metropolitan District No. 4  
c/o McGeady Becher P.C.  
450 East 17th Avenue, Suite 400  
Denver, Colorado 80203  
Telephone: (303) 592-4380  
Email: info@specialdistrictlaw.com

e. Means of Transmitting Information. Subject to technical and economic feasibility, the District shall employ such methods of information transmission as the Trustee shall reasonably request. All documents provided to the MSRB pursuant to this Agreement shall be in the format prescribed by the MSRB and accompanied by identifying information as prescribed by the MSRB.

As of the date of this Agreement, all documents submitted to the MSRB must be in portable document format (PDF) files configured to permit documents to be saved, viewed, printed and retransmitted by electronic means. In addition, such PDF files must be word-searchable, provided that diagrams, images and other non-textual elements are not required to be word-searchable.

**Section 4. Notice of Material Events.** Whenever the District obtains actual knowledge of the occurrence of any of the following events, the District shall cause the Trustee to provide, in a timely manner not in excess of ten business days after the occurrence of the event, a notice of such event to the MSRB:

- a. Principal and interest payment delinquencies on the 2020A Bonds;
- b. The failure or refusal by the District to impose or collect the Senior Required Mill Levy (as defined in the Limited Offering Memorandum) or to collect and apply the other components of the Senior Pledged Revenue (as defined in the Limited Offering Memorandum) as required by the Senior Indenture;



- c. The failure or refusal by the District to impose or collect the Subordinate Required Mill Levy (as defined in the Limited Offering Memorandum) or to collect and apply the other components of the Subordinate Pledged Revenue (as defined in the Limited Offering Memorandum) as required by the Subordinate Indenture;
- d. Non-payment related defaults under the Senior Indenture, *if material*, including a description of such default;
- e. Non-payment related defaults under the Subordinate Indenture, *if material*, including a description of such default;
- f. Unscheduled draws on the Senior Reserve Fund under the Senior Indenture reflecting financial difficulties;
- g. Unscheduled draws on the 2020A Surplus Fund under the Senior Indenture reflecting financial difficulties;
- h. Substitution of credit or liquidity providers regarding the 2020A Bonds, or their failure to perform;
- i. Adverse tax opinions, the issuance by the Internal Revenue Service of proposed or final determinations of taxability, Notice of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the Bonds, or other material events affecting the tax status of the Bonds;
- j. Modifications to rights of bondholders, *if material*;
- k. Bond calls, *if material*, and tender offers;
- l. Defeasances;
- m. Release, substitution, or sale of property securing repayment of the Bonds, *if material*;
- n. Bankruptcy, insolvency, receivership or similar event of the District;<sup>1</sup>
- o. The consummation of a consolidation or dissolution of the District or the sale of all or substantially all of the assets of the District, other than in the ordinary course of business, the entry into a definitive agreement to undertake such an action or the

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<sup>1</sup> For the purposes of this event, the event is considered to occur when any of the following occur: the appointment of a receiver, fiscal agent or similar officer for the District in a proceeding under the U.S. Bankruptcy Code or in any other proceeding under state or federal law in which a court or governmental authority has assumed jurisdiction over substantially all of the assets or business of the District, or if such jurisdiction has been assumed by leaving the existing governing body and official or officers in possession but subject to the supervision and orders of a court or governmental authority, or the entry of an order confirming a plan of reorganization, arrangement or liquidation by a court or governmental authority having supervision or jurisdiction over substantially all of the assets or business of the District.

termination of a definitive agreement relating to any such actions, other than pursuant to its terms, *if material*; and

p. Appointment of a successor or additional trustee or the change of name of a trustee, *if material*.

Whenever the Trustee obtains actual knowledge of the occurrence of any of the aforementioned events, the Trustee shall promptly notify the District of such event. For purposes of this paragraph, “actual knowledge” of the Trustee means actual knowledge by an officer of the Trustee having responsibility for matters regarding the Indentures or the Bonds.

**Section 5. Termination.**

(a) The obligations of the District as to the information in Section 1 of the Reports shall terminate after the Annual Report Conversion Date. Upon the occurrence of the Annual Report Conversion Date, the District shall complete the Notice of Annual Report Conversion Date attached hereto as Appendix D and provide such notice to the Trustee. The Trustee shall then file the Notice of Annual Report Conversion Date with the MSRB within 10 days of receipt.

(b) The obligations of the District and the Trustee as to information in Sections 2-4 of the Reports, and the obligations of the District as to the Annual Budget Reports, shall terminate at such time as none of the Bonds are Outstanding under each of the Indentures, respectively.

**Section 6. Liability for Content of Information Provided.** So long as the parties to this Agreement act in good faith, such entities shall not be liable for any errors, omissions or misstatements in the information provided pursuant to this Agreement.

**Section 7. Amendment.** Notwithstanding any other provision of this Agreement, this Agreement may only be amended with the consent of the majority of the Owners of the Bonds then Outstanding.

**Section 8. Default.** Any failure by the District to perform in accordance with this Agreement shall not constitute an Event of Default under any of the Indentures, and the rights and remedies provided by the Indentures upon the occurrence of an Event of Default shall not apply to any such failure. If the District fails to comply with this Agreement, any Beneficial Owner of the Bonds may take such actions as may be necessary and appropriate, including seeking mandamus or specific performance by court order, to cause the District to comply with its obligations hereunder.

**Section 9. Severability.** If any section, paragraph, clause, or provision of this Agreement shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Agreement, the intent being that the same are severable.

**Section 10. Governing Law.** This Agreement shall be governed by and construed in accordance with the laws of the State of Colorado.

**Section 11. Compensation.** As compensation for its services under this Agreement, the Trustee shall be compensated or reimbursed by the District for its reasonable fees and expenses in performing the services specified under this Agreement.

**Section 12. Beneficiaries.** This Agreement shall inure solely to the benefit of the District, the Trustee, the Underwriter, and the Beneficial Owners from time to time of the Bonds, and shall create no rights in any other person or entity.

**Section 13. Trustee's Duties; Removal or Resignation as Dissemination Agent.** The Trustee shall have only such duties as are specifically set forth in this Agreement, and the District agrees, to the extent permitted by law, to indemnify and save the Trustee, its officers, directors, employees and agents, harmless against any loss, expense and liabilities which it may incur arising out of or in the exercise or performances of its powers and duties hereunder, including the costs and expenses (including attorneys' fees) of defending against any claim or liability, but excluding liabilities due to the Trustee's gross negligence or willful misconduct. The Trustee may resign as dissemination agent hereunder at any time upon 30 days prior written notice to the District. The Trustee shall not be responsible in any manner for the content of any notice or Report prepared by the District pursuant to this Agreement. The obligations of the District under this Section shall survive resignation or removal of the Trustee and payment of the Bonds.

**Section 14. Electronic Transactions.** The parties hereto agree that the transactions described herein may be conducted and related documents may be stored by electronic means. Copies, telecopies, facsimiles, electronic files and other reproductions of original executed documents shall be deemed to be authentic and valid counterparts of such original documents for all purposes, including the filing of any claim, action or suit in the appropriate court of law.


**Section 15. Assignment.** The covenants and conditions herein contained apply to and bind the heirs, successors, executors, administrators and assigns of the parties hereto.

IN WITNESS WHEREOF, the parties have caused this Agreement to be executed in their respective names, all as of the date first above written.

*[Signature Page Follows]*

This CONTINUING DISCLOSURE AGREEMENT is executed as of the date first set forth above.

**SPRING VALLEY METROPOLITAN DISTRICT  
NO. 4, in Elbert County, Colorado**

By  \_\_\_\_\_  
Authorized Officer *JIM MARCHAN*

**UMB BANK, n.a., as Trustee**

By \_\_\_\_\_  
Authorized Officer

This CONTINUING DISCLOSURE AGREEMENT is executed as of the date first set forth above.

**SPRING VALLEY METROPOLITAN DISTRICT  
NO. 4, in Elbert County, Colorado**

By \_\_\_\_\_  
Authorized Officer

**UMB BANK, n.a., as Trustee**

By  \_\_\_\_\_  
Authorized Officer

**APPENDIX A  
(TO CONTINUING DISCLOSURE AGREEMENT)**

**FORM OF REPORT**

**\$9,140,000**  
**SPRING VALLEY METROPOLITAN DISTRICT NO. 4**  
**(ELBERT COUNTY, COLORADO)**  
**LIMITED TAX**  
**(CONVERTIBLE TO UNLIMITED TAX)**  
**GENERAL OBLIGATION BONDS**  
**SERIES 2020A**

**\$5,621,000**  
**SPRING VALLEY METROPOLITAN DISTRICT NO. 4**  
**(ELBERT COUNTY, COLORADO)**  
**SUBORDINATE LIMITED TAX**  
**GENERAL OBLIGATION BONDS**  
**SERIES 2020B**

Date of Report: \_\_\_\_\_

All capitalized terms used and not otherwise defined in this report shall have the respective meanings assigned in the Continuing Disclosure Agreement (“Agreement”) entered into as of August 12, 2020, by and among Spring Valley Metropolitan District No. 4, Elbert County, Colorado (the “District”), and UMB Bank, n.a., Denver, Colorado, as trustee (“Trustee”) for the above captioned bonds (the “Bonds”). Unless otherwise stated, all information contained herein is the most current information available as of the Date of Report specified above.

**Section 1. Development Activity [District to use best efforts to complete based on consultation with any developer or builder entities, and based on publicly available information; to be updated each quarter on and prior to the Annual Report Conversion Date].**

(a) Building Permit Activity. The District will use best efforts to continually update the number of building permits (“BP”) issued within the District (as the boundaries existed on the date of issuance of the Bonds) by completing the following table. For each new quarter, the District will add a new row and complete that row.

Period		
Description	Dates Covered <sup>(1)</sup>	BPs Issued
As of Bond Issuance	Up to August 1, 2020	0
Fourth Quarter	8/1/20 – 12/31/20	
First Quarter	1/1/21- 3/31/21	
Second Quarter	4/1/21 – 6/30/21	
(successive quarters to be listed here on each row) <sup>2</sup>		

(b) *Certificates of Occupancy.* The District will use best efforts to continually update the number of certificates of occupancy (“CO”) issued within the District (as the boundaries existed on the date of issuance of the Bonds) by completing the following table. For each new quarter, the Developer will add a new row and complete that row.

Period		
Description	Dates Covered <sup>(1)</sup>	COs Issued
As of Bond Issuance	Up to August 1, 2020	0
Fourth Quarter	8/1/20 – 12/31/20	
First Quarter	1/1/21- 3/31/21	
Second Quarter	4/1/21 – 6/30/21	
(successive quarters to be listed here on each row) <sup>3</sup>		

(c) Land Entitlements. Since the date of the last Quarterly Report (or, in the case of the first Quarterly Report, since August 1, 2020), have any land entitlements pertaining to property in the District (e.g., zoning, platting, etc.) been changed or put into place by the County? If so, describe.

(d) Land Sales. Since the date of the last Quarterly Report (or, in the case of the first Quarterly Report, since August 1, 2020), has Spring Valley Land Investments, LLC, conveyed any of its property to any other unrelated entity, other than parcels sold in the ordinary course of its business? If so, state the amount of property, its location in the District, the name of the purchaser and the sales price.

<sup>1</sup> For the row “As of Bond Issuance,” represents the date for the status of development which is described in the Limited Offering Memorandum. For each successive Quarterly Report, represents the last day of the applicable quarter.

<sup>2</sup> Successive rows should be added for each quarter for which a Quarterly Report is filed. The first three quarters are shown in this table as an example.

<sup>3</sup> Successive rows should be added for each quarter for which a Quarterly Report is filed. The first three quarters are shown in this table as an example.

**Section 2. Fund Balances [District to complete, based upon information received from the Trustee; to be updated each quarter on and prior to the Annual Report Conversion Date, and to be updated annually after the Annual Report Conversion Date].**

The amount on deposit in each of the following funds for the 2020A Bonds is as set forth below:

- (a) total amount on deposit in the Senior Project Fund is \$\_\_\_\_\_;
- (b) amount on deposit in the Senior Bond Fund is \$\_\_\_\_\_;
- (c) amount on deposit in the Senior Reserve Fund is \$\_\_\_\_\_.
- (d) amount on deposit in the 2020A Surplus Fund is \$\_\_\_\_\_.

The amount on deposit in each of the following funds for the 2020B Bonds is as set forth below:

- (a) total amount on deposit in the Subordinate Project Fund is \$\_\_\_\_\_;
- (b) amount on deposit in the Subordinate Bond Fund is \$\_\_\_\_\_;

**Section 3. Authorized Denominations [District to complete; to be updated each quarter on and prior to the Annual Report Conversion Date, and to be updated annually after the Annual Report Conversion Date].**

The 2020A Bonds are presently outstanding in Authorized Denominations of:

- \_\_\_ \$500,000 and any integral multiple of \$1,000 in excess thereof; or
- \_\_\_ Pursuant to paragraph (b) of the definition of Authorized Denomination in the Senior Indenture, the Authorized Denominations were reduced to \$1,000 or any integral multiple thereof on \_\_\_\_\_ [insert date].

The 2020B Bonds are presently outstanding in Authorized Denominations of:

- \_\_\_ \$500,000 and any integral multiple of \$1,000 in excess thereof; or
- \_\_\_ Pursuant to paragraph (b) of the definition of Authorized Denomination in the Subordinate Indenture, the Authorized Denominations were reduced to \$1,000 or any integral multiple thereof on \_\_\_\_\_ [insert date].



**Section 4. Additional District Information to be Updated [District to complete; to be provided annually with the Report due on or before November 15].**

(a) The District shall update the following tables included in the Limited Offering Memorandum:

1. History of Assessed Valuations and Mill Levies for the District
2. 2019 Valuations of Classes of Property in the District
3. All Taxpayers in the District<sup>1</sup>

(b) The District shall attach its Audited Annual Financial Statements for the previous year (20\_\_).<sup>2</sup>

The information contained in this Report has been obtained from sources that are deemed to be reliable, but is not guaranteed as to accuracy or completeness. The information contained in this Report is neither intended nor shall be construed as a document updating the Limited Offering Memorandum for the Bonds, and is neither intended to, nor shall it be, used by the owners or beneficial owners of the Bonds for the purpose of making a subsequent investment decision with respect to the Bonds.

Receipt of this Report by any person or entity shall create no obligation or liability of the District or the Trustee.

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<sup>1</sup> Once the District reaches ten property owners, the District may limit the information provided in this table to the ten largest property owners by assessed valuation within the District. Any individual homeowners may be designated as "Private Homeowner."

<sup>2</sup> The Annual Financial Report (including the Quarterly Report due each year prior to the Annual Report Conversion Date for the quarter ending September 30) shall contain or incorporate by reference a copy of the District's Audited Financial Statements, prepared in accordance with generally accepted accounting principles audited by a firm of certified public accountants. If Audited Financial Statements are not available by the applicable Filing Date, unaudited financial statements will be provided as part of the Annual Report and Audited Financial Statements will be provided when available.

The undersigned hereby certifies that he/she is an authorized representative of the District, and further certifies on behalf of the District that the information contained in the foregoing Report is, to his/her actual knowledge, true, accurate and complete.

**SPRING VALLEY METROPOLITAN DISTRICT  
NO. 4, in Elbert County, Colorado**

By \_\_\_\_\_  
Authorized Officer

[Signature/Certification Page to Report]

**APPENDIX B  
(TO CONTINUING DISCLOSURE AGREEMENT)**

**FORM OF ANNUAL BUDGET REPORT**

**SPRING VALLEY METROPOLITAN DISTRICT NO. 4  
IN ELBERT COUNTY, COLORADO**

**\$9,140,000**  
**SPRING VALLEY METROPOLITAN DISTRICT NO. 4**  
**(ELBERT COUNTY, COLORADO)**  
**LIMITED TAX**  
**(CONVERTIBLE TO UNLIMITED TAX)**  
**GENERAL OBLIGATION BONDS**  
**SERIES 2020A**

**\$5,621,000**  
**SPRING VALLEY METROPOLITAN DISTRICT NO. 4**  
**(ELBERT COUNTY, COLORADO)**  
**SUBORDINATE LIMITED TAX**  
**GENERAL OBLIGATION BONDS**  
**SERIES 2020B**

Date of Report: \_\_\_\_\_

All capitalized terms used and not otherwise defined in this report shall have the respective meanings assigned in the Continuing Disclosure Agreement (“Agreement”) entered into as of August 12, 2020, by and among Spring Valley Metropolitan District No. 4, Elbert County, Colorado (the “District”), and UMB Bank, n.a., Denver, Colorado, as trustee (“Trustee”) for the above captioned bonds (the “Bonds”). Unless otherwise stated, all information contained herein is the most current information available as of the Date of Report specified above.

**Section 1. Adopted Budget.** Attached hereto is the annual budget for the District for the fiscal year ending December 31, 20\_\_, adopted by the Board of Directors of the District on \_\_\_\_, 20\_\_. Included in, or attached to, such budget is evidence of the certification by the District of the mill levies specified in Section 3 below.

**Section 2. Assessed Value and Actual Value.**

(a) *District Assessed Value.* The current assessed value of the District, as published or certified by the county assessor, is \$\_\_\_\_\_, as certified as of December 10, 20\_\_.

(b) *District Actual Value.* The current “actual value” of the District, as such term is used and published or certified by the county assessor, is \$\_\_\_\_\_, as certified as of December 10, 20\_\_.

**Section 3. Mill Levies.**

(a) *Mill Levy Certification.* The District certified a mill levy of \_\_\_\_ mills on \_\_\_\_\_ [insert date] to the county assessor, comprised of the following mills:

(i) \_\_\_\_ mills for debt service; and

(ii) \_\_\_\_\_ mills for operations.

The information contained in this Annual Budget Report has been obtained from sources that are deemed to be reliable, but is not guaranteed as to accuracy or completeness. The information contained in this Annual Budget Report is neither intended nor shall be construed as a document updating the Limited Offering Memorandum for the Bonds, and is neither intended to, nor shall it be, used by the owners or beneficial owners of the Bonds for the purpose of making a subsequent investment decision with respect to the Bonds.

Receipt of this Annual Budget Report by any person or entity shall create no obligation or liability of the District or the Trustee.

The undersigned hereby certifies that he or she is the authorized representative of the District, and further certifies on behalf of the District that the information contained in the foregoing Annual Budget Report is, to their actual knowledge, true, accurate and complete.

**SPRING VALLEY METROPOLITAN DISTRICT  
NO. 4, in Elbert County, Colorado**

By \_\_\_\_\_  
Authorized Officer

**APPENDIX C  
(TO CONTINUING DISCLOSURE AGREEMENT)**

**NOTICE OF FAILURE TO FILE REPORT**

Name of Issuer: Spring Valley Metropolitan District No. 4, in Elbert County, Colorado (the “District”)

Bond Issue: Spring Valley Metropolitan District No. 4 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A, issued in the original aggregate principal amount of \$9,140,000 (the “2020A Bonds”) and the Spring Valley Metropolitan District No. 4 Subordinate Limited Tax General Obligation Bonds, Series 2020B, issued in the original aggregate principal amount of \$5,621,000 (the “2020B Bonds” and together with the 2020A Bonds, the “Bonds”).

CUSIP: 85009U \_\_\_\_

Date of Issuance: August 12, 2020

NOTICE IS HEREBY GIVEN that the District has not provided a Report with respect to the above-named [2020A Bonds] [2020B Bonds] [or Bonds] as required by the Continuing Disclosure Agreement dated August 12, 2020, between the District and the Trustee.

The District anticipates that the Report will be filed by \_\_\_\_\_.

Dated: \_\_\_\_\_, 20\_\_\_\_.

UMB BANK, N.A., as Trustee

By: \_\_\_\_\_  
Authorized Officer

**APPENDIX D  
(TO CONTINUING DISCLOSURE AGREEMENT)**

**NOTICE OF ANNUAL REPORT CONVERSION DATE**

Name of Issuer: Spring Valley Metropolitan District No. 4, in Elbert County, Colorado (the “District”)

Bond Issue: Spring Valley Metropolitan District No. 4 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A, issued in the original aggregate principal amount of \$9,140,000 (the “2020A Bonds”) and the Spring Valley Metropolitan District No. 4 Subordinate Limited Tax General Obligation Bonds, Series 2020B, issued in the original aggregate principal amount of \$5,621,000 (the “2020B Bonds” and together with the 2020A Bonds, the “Bonds”).

CUSIP: 85009U \_\_\_\_

Date of Issuance: August 12, 2020

NOTICE IS HEREBY GIVEN that the Annual Report Conversion Date (as defined in the Continuing Disclosure Agreement dated August 12, 2020) occurred on \_\_\_\_\_, 20\_\_\_\_. Pursuant to Sections 3(a) and 5(a) of the Continuing Disclosure Agreement, the District is no longer obligated to provide Quarterly Reports to the Trustee. The District remains obligated to provide Annual Financial Reports and Annual Budget Reports pursuant to Section 3(a)(ii) and 3(a)(iii).

Dated: \_\_\_\_\_, 20\_\_\_\_.

SPRING VALLEY METROPOLITAN DISTRICT NO.  
4, in Elbert County, Colorado

By \_\_\_\_\_  
Authorized Officer

**EXHIBIT B**

**COMPLIANCE PROCEDURE**

Spring Valley Metropolitan District No. 4, Elbert County, Colorado  
 \$9,140,000 Limited Tax (Convertible to Unlimited Tax) General Obligation Bonds, Series 2020A  
 and \$5,621,000 Subordinate Limited Tax General Obligation Bonds, Series 2020B

Subject to SEC Rule 15c2-12: NO

<b>FINANCIAL DISCLOSURES</b>	
<b>Submittal Date to Trustee</b>	<b>Required Documentation Prepared By:</b>
<p><b>Quarterly Reports*</b></p> <ul style="list-style-type: none"> <li>• May 5</li> <li>• August 5</li> <li>• November 5</li> <li>• February 5</li> </ul> <p>Starting with quarter ending September 30, 2020, with first quarterly report due to Trustee November 5, 2020.</p> <p>Complete Sections 1 – 3</p>	<p><b>Section 1: Development Activity</b>                      MG Land Investments, LLC (“<b>MG Land</b>”) to provide to Marchetti &amp; Weaver (“<b>District Accountant</b>”) at least thirty (30) days prior to submittal date</p> <ul style="list-style-type: none"> <li>• Building Permits;</li> <li>• Certificates of Occupancy;</li> <li>• Land Entitlements; and</li> <li>• Land Sales.</li> </ul> <hr/> <p><b>Section 2 Fund Balances:</b></p> <p>The District Accountant to complete at least ten (10) days prior to submittal date based on information received from UMB Bank, n.a. (“<b>Trustee</b>”).</p> <ul style="list-style-type: none"> <li>• Amount on deposit for each of the following funds for the 2020A Bonds:                             <ul style="list-style-type: none"> <li>○ Senior Project Fund;</li> <li>○ Senior Bond Fund;</li> <li>○ Senior Reserve Fund; and</li> <li>○ 2020A Surplus Fund.</li> </ul> </li> <li>• Amount on deposit for each of the following funds for the 2020B Bonds:                             <ul style="list-style-type: none"> <li>○ Subordinate Project Fund; and</li> <li>○ Subordinate Bond Fund.</li> </ul> </li> </ul> <hr/> <p><b>Section 3 Authorized Denominations:</b></p> <p>The District Accountant to complete at least ten (10) days prior to submittal date based on information received from UMB Bank, n.a. (“<b>Trustee</b>”).</p> <ul style="list-style-type: none"> <li>• The 2020A Bonds are presently outstanding in Authorized Denominations of:                             <ul style="list-style-type: none"> <li>○ \$500,000 and any integral multiple of \$1,000 in excess thereof; or</li> <li>○ Pursuant to paragraph (b) of the definition of Authorized Denomination in the Senior Indenture, the Authorized Denominations were reduced to</li> </ul> </li> </ul>
<p><b>Annual Financial Reports*</b></p> <p>Is not required until after the Annual Report Conversion Date (the certificate of occupancy of the 333<sup>rd</sup> home), then;</p> <p>No later than November 5 of each year</p>	<p><b>Section 3 Authorized Denominations:</b></p> <p>The District Accountant to complete at least ten (10) days prior to submittal date based on information received from UMB Bank, n.a. (“<b>Trustee</b>”).</p> <ul style="list-style-type: none"> <li>• The 2020A Bonds are presently outstanding in Authorized Denominations of:                             <ul style="list-style-type: none"> <li>○ \$500,000 and any integral multiple of \$1,000 in excess thereof; or</li> <li>○ Pursuant to paragraph (b) of the definition of Authorized Denomination in the Senior Indenture, the Authorized Denominations were reduced to</li> </ul> </li> </ul>

Complete Section 1 – 4	<p>\$1,000 or any integral multiple thereof on _____ [date].</p> <ul style="list-style-type: none"> <li>The 2020B Bonds are presently outstanding in Authorized Denominations: <ul style="list-style-type: none"> <li>\$500,000 and any integral multiple of \$1,000 in excess thereof; or</li> <li>Pursuant to paragraph (b) of the definition of Authorized Denomination in the Subordinate Indenture, the Authorized Denominations were reduced to \$1,000 or any integral multiple thereof on [date].</li> </ul> </li> </ul>
	<p><b>Section 4 Additional District Information to be Updated [Annual Report Only]</b></p> <p>The District Accountant is to update and complete tables annually, to be submitted with the Report due on November 15.</p> <ul style="list-style-type: none"> <li>The following tables shall be updated: <ul style="list-style-type: none"> <li>History of Assessed Valuation and Mill Levies for the District;</li> <li>2019 Valuations of Classes of Property in the District;</li> <li>All Taxpayers in the District; and</li> <li>The District shall attach its Audited Annual Financial Statements for the Previous years.</li> </ul> </li> </ul>

<p><b>Annual Budget Reports*</b> January 31 each year</p> <p>First Annual Budget Report will be due for the year beginning January 1, 2021</p>	<p><b>Section 1: Adopted Budget</b></p> <p>The Accountant to complete.</p> <ul style="list-style-type: none"> <li>Annual budget for the current year, adopted by the Board; With certified mill levy information attached.</li> </ul>
	<p><b>Section 2: Assessed Value and Actual Value</b></p> <p>The Accountant to complete.</p> <ul style="list-style-type: none"> <li>District Assessed Value (as certified by the county assessor)</li> <li>District Actual Value (as certified by the county assessor)</li> </ul>
	<p><b>Section 3: Mill Levies</b></p> <p>The Accountant to complete.</p> <ul style="list-style-type: none"> <li>Mill Levy Certification – <ul style="list-style-type: none"> <li>Mills for debt service</li> <li>Mills for operation</li> <li>Date imposed</li> </ul> </li> </ul>

\*If any submittal date falls on a day which is not a Business Day (as defined in **Exhibit A**, Continuing Disclosure Agreement), the report will be provided to the Trustee on the Next succeeding Business Days.



**Procedure:**

1. The District Accountant will prepare first draft of the report due.
2. The District Accountant will transmit report to McGeady Becher and the District Manager to review and provide comment ten (10) days prior to submittal date.
3. McGeady Becher and the District Manager are to transmit comments/revisions to report back to the District Accountant five (5) days prior to submittal date.
4. The District Accountant is to submit report to Trustee on applicable submittal date.

<b>NOTICE OF MATERIAL EVENT</b>		
<b>Reporting / Submittal Deadlines</b>	<b>Responsible Party to Report Event of Default</b>	<b>Party Responsible to Notify Trustee of Event of Default</b>
District shall cause the Trustee to provide, in a timely manner (but not to exceed 10 business days), a notice of an event of default	The District Accountant, McGeady Becher, Trustee, or anyone who has actual knowledge of a material event	The District Accountant

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<b>TITLE</b>	District 4 Continuing Disclsoure Agreement
<b>FILE NAME</b>	20-08-01 Reso. re...852879x9C7A0).pdf
<b>DOCUMENT ID</b>	07a3445f99b4d944ec8ef872c7dbd64c2eacd017
<b>AUDIT TRAIL DATE FORMAT</b>	MM / DD / YYYY
<b>STATUS</b>	● Completed

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## Document History



SENT

**02 / 01 / 2021**

22:09:37 UTC

Sent for signature to Jim Marshall (jim@mglinvestments.com)  
from dsolin@sdmsi.com  
IP: 50.78.200.153



VIEWED

**02 / 02 / 2021**

01:16:54 UTC

Viewed by Jim Marshall (jim@mglinvestments.com)  
IP: 174.51.101.89



SIGNED

**02 / 02 / 2021**

01:17:37 UTC

Signed by Jim Marshall (jim@mglinvestments.com)  
IP: 174.51.101.89



COMPLETED

**02 / 02 / 2021**

01:17:37 UTC

The document has been completed.